

WINTON

20 February 2024

Client Market Services
NZX Limited

Copy to:
ASX Market Announcements
Australian Stock Exchange
AUSTRALIA

Dear Sir/Madam

WINTON LAND LIMITED (NZX: WIN, ASX: WTN)
NZX/ASX ANNOUNCEMENT – INTERIM RESULTS FOR THE SIX MONTHS ENDED 31 DECEMBER 2023

Please find attached the following information relating to Winton Land Limited's results for the six months ended 31 December 2023:

- (a) the Results Announcement (as required by NZX Listing Rule 3.5.1);
- (b) the Investor Presentation; and
- (c) the Unaudited Interim Financial Statements and notes.

Yours sincerely



Jean McMahon
CFO

WINTON

MARKET ANNOUNCEMENT

NZX: WIN / ASX: WTN

20 February 2024

WINTON CONTINUES MOMENTUM INTO FY24

Winton (NZX:WIN / ASX:WTN) is pleased to release its interim results for the six months ending 31 December 2023 (H1 FY24) with revenue of \$85.6 million¹, earnings before interest, tax, depreciation and amortisation (EBITDA) of \$14.2 million and \$9.7 million profit after tax.

Winton settled 158 units in H1 FY24, delivering \$85.6 million in revenue, down 7.7% from \$92.8 million in H1 FY23 when we settled 219 units. Settlements in H1 FY24 comprised more dwellings compared to H1 FY23, increasing the average revenue per unit.

Chris Meehan, Chair and CEO of Winton said: "Off the back of a record year of delivery in FY23, momentum continued into FY24 across the business. Our long-standing pre-sale strategy has continued to serve Winton well in the current challenging economic environment and property market, and along with the 158 units settled, we achieved a number of milestones, each of them a stepping stone toward Winton's growth plan to create more diversified and recurrent revenue streams."

"We finished the half year in an excellent position with pre-sales of \$409.0 million as at 31 December 2023, a landbank yield of 6,268 units², including 902 retirement living units, and cash holdings of \$99.3 million."

During H1 FY24, 34.8% of product settled were constructed homes and commercial units compared to 11.9% in H1 FY23, resulting in a 24.7% higher cost of sales to \$57.0 million. These are partially offset by higher average revenue per unit received over the period.

EBITDA of \$14.2 million and \$9.7 million profit after tax were down 71.5% from \$49.8 million and 71.8% from \$34.5 million respectively. The decrease reflects higher cost of sales from more built product this period, a \$13.0 million lower gain in revaluation of investment properties and higher selling and administrative expenses mainly from the launch of Northbrook and Ayrburn.

In December, Winton implemented an \$80.0 million debt facility with Massachusetts Mutual Life Insurance Company, which is ringfenced to the Lakeside development to fund Winton's wider growth plans, particularly our luxury later living offering, Northbrook.

Mr Meehan said: "My highlights this year so far included starting construction at Northbrook Wynyard Quarter, Northbrook Wanaka and Northbrook Arrowtown, the market reaction to our

¹ Revenue includes all revenue as per Note 2 in the financial statement on page 17 of the Interim Report FY24.

² Units comprise residential land lots, dwellings, townhouses, apartments, retirement living units, and commercial units. Target units to be developed from 1 January 2024 onwards on existing projects are based on management estimates and masterplans current as at 31 December 2023. Target total units, target product mix, and target settlement period may change, including due to planning outcomes and market demand.

luxury later living proposition, future residents securing their homes within Northbrook, opening Ayrburn in December and new residents moving into Winton neighbourhoods as completed product settled.”

“While some positive indicators are appearing, including slowing inflation, an increase in net migration, improving REINZ statistics, and decreasing residential lending rates, we remain cautious. In the short term, we are prepared for sales to remain slower, inflation to remain elevated, and continued pressure on borrowers. However, we are focusing on buyer groups that are the least affected by these headwinds and are generally well-positioned to use current market conditions to our advantage.

“As Winton communicated in its FY23 results, it is expected that FY24 revenue will be lower compared to FY23, reflecting a significant year of delivery in FY23, the timing of development construction and settlements, and a continued subdued property market.”

“While the market and economic landscape is complicated, there is a lot going on at Winton and a lot to look forward to. A big thank you to everyone involved in bringing each Winton project to life on time and on budget, including the Winton team, our contractors, and our service suppliers.”

The Board declared a dividend of 0.55 cents per share for the six months ending 31 December 2023. The dividend is in line with our dividend policy, updated in February 2023 to exclude any unrealised valuation movements in investment properties and within a pay-out ratio of approximately 20-40% of full-year distributable earnings.

Winton’s Interim Report and all future financial reports will be publicly available on our website [Investor Centre - Winton Land Limited](#).

Ends.

For investor or analyst queries, please contact:

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About Winton

Winton is a residential land developer that specialises in developing integrated and fully masterplanned neighbourhoods. Across its 14 masterplanned communities, Winton has a portfolio of 26 projects expected to yield a combined total of circa 6,250 residential lots, dwellings, apartment units, retirement village units and commercial lots. Winton listed on the NZX and ASX in 2021. www.winton.nz

Results announcement

(for Equity Security issuer/Equity and Debt Security issuer)

Updated as at June 2023

Results for announcement to the market		
Name of issuer	Winton Land Limited (WIN)	
Reporting Period	6 months to 31 December 2023	
Previous Reporting Period	6 months to 31 December 2022	
Currency		
	Amount (000s)	Percentage change
Revenue from continuing operations	\$85,621	-8%
Total Revenue	\$85,621	-8%
Net profit/(loss) from continuing operations	\$9,729	-72%
Total net profit/(loss)	\$9,729	-72%
Interim/Final Dividend		
Amount per Quoted Equity Security	\$ 0.00550000	
Imputed amount per Quoted Equity Security	\$0.00213889	
Record Date	27 February 2024	
Dividend Payment Date	12 March 2024	
	Current period	Prior comparable period
Net tangible assets per Quoted Equity Security	\$1.73	\$1.63
A brief explanation of any of the figures above necessary to enable the figures to be understood	The dividend is fully credited with imputation credits to the extent permitted by the imputation credit rules and to the extent that the directors of Winton determine were available. The announcement is extracted from Winton’s unaudited financial statements as at and for the six months ended 31 December 2023. A copy of these unaudited financial statements is attached to this announcement.	
Authority for this announcement		
Name of person authorised to make this announcement	Jean McMahon	
Contact person for this announcement	Jean McMahon	
Contact phone number	+64 9 377 7003	
Contact email address	jean.mcmahon@winton.nz	
Date of release through MAP	20 February 2024	

Unaudited financial statements accompany this announcement.

Section 1: Issuer information				
Name of issuer	Winton Land Limited			
Financial product name/description	Ordinary shares			
NZX ticker code	WIN			
ISIN (If unknown, check on NZX website)	NZWINE0003S1			
Type of distribution (Please mark with an X in the relevant box/es)	Full Year		Quarterly	
	Half Year	X	Special	
	DRP applies			
Record date	27 February 2024			
Ex-Date (one business day before the Record Date)	26 February 2024			
Payment date (and allotment date for DRP)	12 March 2024			
Total monies associated with the distribution ¹	\$1,631,375.55 (296,613,736 shares at \$0.0055 per share)			
Source of distribution (for example, retained earnings)	Retained earnings			
Currency	NZD			
Section 2: Distribution amounts per financial product				
Gross distribution ²	\$0.00763889			
Gross taxable amount ³	\$0.00763889			
Total cash distribution ⁴	\$0.00550000			
Excluded amount (applicable to listed PIEs)	N/A (not a listed PIE)			
Supplementary distribution amount	\$0.00097059			
Section 3: Imputation credits and Resident Withholding Tax ⁵				
Is the distribution imputed	Fully imputed			

¹ Continuous issuers should indicate that this is based on the number of units on issue at the date of the form

² "Gross distribution" is the total cash distribution plus the amount of imputation credits, per financial product, before the deduction of Resident Withholding Tax (RWT).

³ "Gross taxable amount" is the gross distribution minus any excluded income.

⁴ "Total cash distribution" is the cash distribution excluding imputation credits, per financial product, before the deduction of RWT. This should *include* any excluded amounts, where applicable to listed PIEs.

⁵ The imputation credits plus the RWT amount is 33% of the gross taxable amount for the purposes of this form. If the distribution is fully imputed the imputation credits will be 28% of the gross taxable amount with remaining 5% being RWT. This does not constitute advice as to whether or not RWT needs to be withheld.

If fully or partially imputed, please state imputation rate as % applied ⁶	28%
Imputation tax credits per financial product	\$0.00213889
Resident Withholding Tax per financial product	\$0.00038194
Section 4: Authority for this announcement	
Name of person authorised to make this announcement	Jean McMahon
Contact person for this announcement	Jean McMahon
Contact phone number	+64 9 377 7003
Contact email address	jean.mcmahon@winton.nz
Date of release through MAP	20 February 2024

⁶ Calculated as (imputation credits/gross taxable amount) x 100. Fully imputed dividends will be 28% as a % rate applied.



NORTHLAKE
WANAKA

WINTON

Winton FY24 Interim Results Investor Presentation

20 February 2024

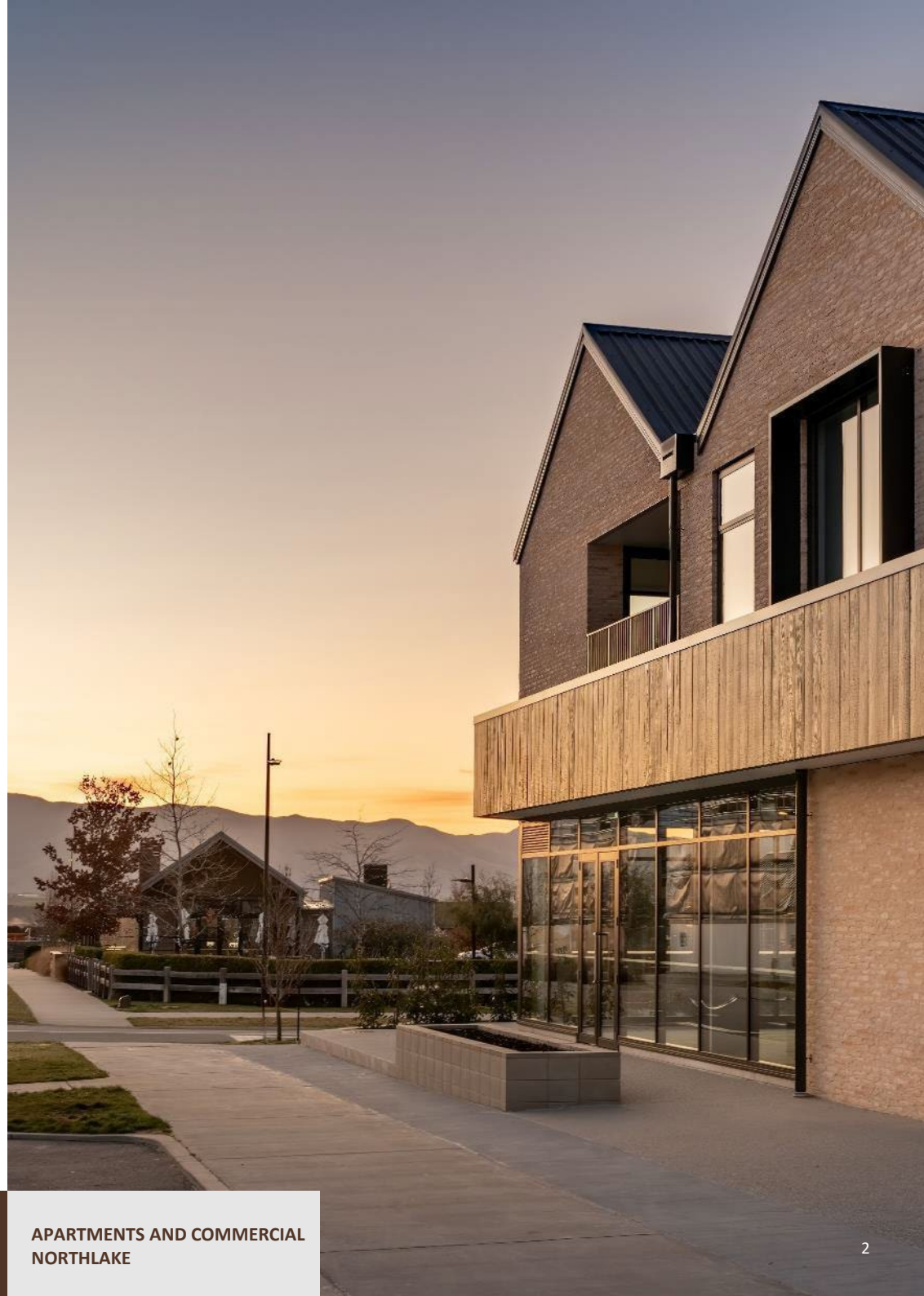
Presenting Today



Chris Meehan
Chief Executive Officer



Jean McMahon
Chief Financial Officer



WINTON

1. Business Update
2. Financial Overview
3. Market and Outlook





Business Update

H1 FY24 Summary

NZ\$m	H1 FY24 Half Year Ended 31-Dec-23	H1 FY23 Half Year Ended 31-Dec-22	Movement
Revenue ¹	85.6	92.8	(7.2)
EBITDA ²	14.2	49.7	(35.5)
Profit after income tax	9.7	34.5	(24.8)

Notes: 1. Revenue includes all revenue as per Note 2 in the financial statement on page 17 of the Interim Report FY24.

2. EBITDA is defined as Earnings less Interest, Tax, Depreciation and Amortisation.



Business Highlights

- ✓ 158 units settled to 31 December 2023
- ✓ Strong pre-sale book of \$409.0m continues to protect future revenues
- ✓ Land bank of 6,268 units¹
- ✓ Unlocked land value for residential developments with 66.6% rezoned to date
- ✓ Continued sales across the Northbrook portfolio
- ✓ Resource consent granted for all Northbrook sites
- ✓ Opening of Ayrburn, a new hospitality offering
- ✓ New debt facility to fund Northbrook developments
- ✓ Appointment of Guy Fergusson to the Board
- ✓ Approved and implemented sustainability framework



Continued Momentum

H1 FY24 delivers value for Winton.

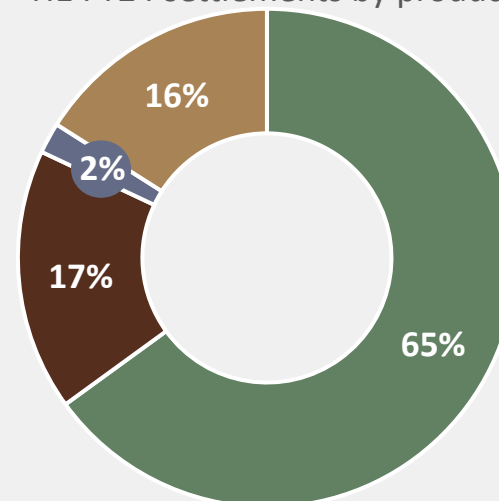
Neighbourhood	Units settled H1 FY24	Units settled H1 FY23	Movement
Lakeside	78	111	(33)
Beaches	16	82	(66)
North Ridge	9	-	9
Northlake	28	13	15
Launch Bay	26	13	13
River Terrace	1	-	1
Total	158	219	(61)
Average revenue per unit (000's)	\$523	\$388	\$135

H1 FY24 Sales

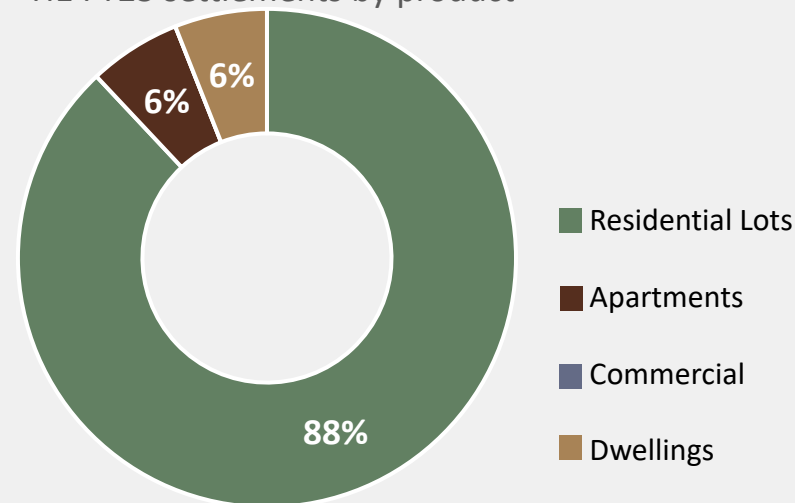
- In H1 FY24, 34.8% of settlements comprised of constructed product¹ compared with 11.9% in H1 FY23.
- Average revenue per unit is \$135k higher in H1 FY24 as a result of the greater proportion of constructed product settled.

Settlements by product type

H1 FY24 settlements by product

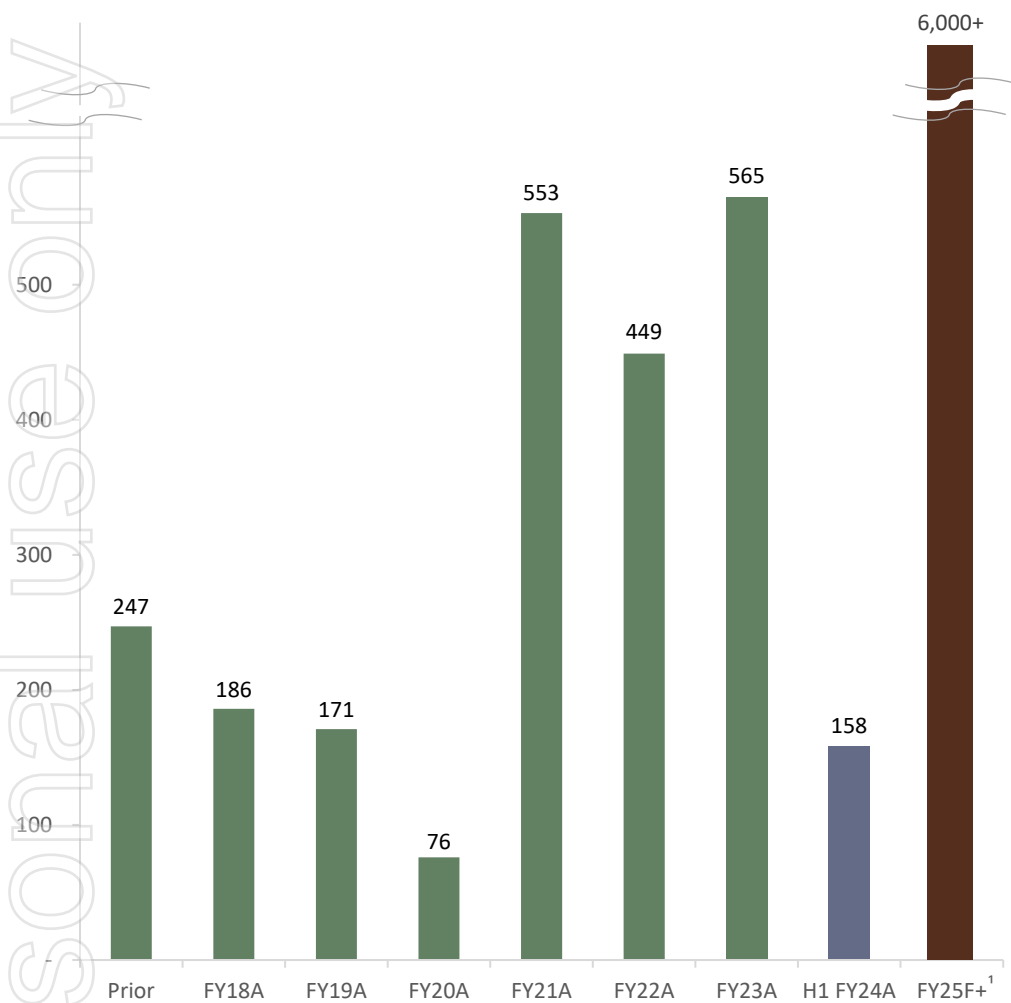


H1 FY23 settlements by product



Significant landbank pipeline

Pipeline of over 6,000 units remain to be delivered in future years.



Settlements include completed communities:

- Longreach – 163 units
- Lakes Edge – 55 units

Notes: 1. Target units to be developed from 1 January 2024 onwards on existing projects based on management estimates and masterplans current as at 31 December 2023. Target total units, target product mix and target settlement period may change, including due to planning outcomes and market demand.



LAKESIDE
TE KAUWHATA

Unlocking land value

Work behind the scenes continues to unlock land value through re-zoning and consents.



NORTHLAKE



AYRBURN



NORTHBROOK ARROWTOWN



NORTHBROOK LAUNCH BAY

H1 FY24

Northlake

- The plan change for the remaining portion of Stage 18 has been approved – the appeal closed in early February. This increases the yield of this stage by ~30 lots from previous assumptions, providing a total yield of ~130 lots, and allows Winton to fully realise the value of the site.
- Civil works continue on Stage 17.

Northbrook Arrowtown

- Resource consent for Northbrook Arrowtown received in November 2023, the consent is a significant milestone in unlocking value but requires modification.
- A full size show apartment will welcome visitors soon.
- Consent includes an adjacent boutique 16-room hotel, providing accommodation for visitors to both Ayrburn Precinct and Northbrook.

Northbrook Launch Bay

- Northbrook Launch Bay granted resource consent in September 2023.

North Ridge

- The consenting process is underway for the remaining stages.

Sunfield

- We continue to progress the 56 hectares of the property which is currently zoned future urban with a more traditional masterplan supported by current regulation, yielding ~2,000 lots.
- Winton remains firm in its resolve to pursue alternate legislative pathways to rezone the remaining c.150 hectares.

Significant progress onsite

Winton development continues at pace.



NORTHBROOK WYNYARD QUARTER



LAUNCH BAY



BEACHES



LAKESIDE

H1 FY24

Launch Bay Hobsonville

- Jimmy's Point has progressed well with construction of the structure largely complete.
- Show suite for Jimmy's Point is expected to open in April 2024 to showcase the quality of the development to prospective buyers.
- Remaining Ovation Apartments and Launch Bay Townhouses continue to be marketed for sale.

Lakeside Te Kauwhata

- 78 units within stage 3 settled during the period.
- Playground completed and vested to the Waikato District Council in October 2023.
- Lease signed with a Café operator at the Lakeside Commercial hub.
- Earthworks on stages 4 and 5 progressing, while civil works continue on the remaining stage 3 lots.

Beaches Matarangi

- Works continue on stages 14 and 15, with settlements expected to occur in FY24.
- Final works are well progressed, with the Coastal Walkway to Matarangi town centre completed, a key walkable link for the community.
- Completed planting on the eastern lake, and remediation of the salt marsh.
- Remaining lots are actively marketed.

Northbrook

- Early works at Northbrook Wynyard Quarter are complete.
- Significant progress continues on site at Northbrook Wanaka and Northbrook Arrowtown.

Ayrburn

- Well received opening of the Woolshed, Manure Room, Burr Bar and The Dell in December.
- Progressed works on the Barrell room, the Bakery/RM specialty, and fine dining venue Billy's.



Financial Overview

LAUNCH BAY
HOBSONVILLE POINT

H1 FY24 Financial Performance

Winton's financial performance - investing for future returns.

Financial Performance

- Revenues have decreased by 7.7%, primarily due to net 61 fewer units settled in the period. This is offset by constructed product comprising 34.8% of settlements, which commands a price premium over land lots.
- Similarly, cost of sales has increased on the prior period due to a greater proportion of constructed product, offset by some cost efficiencies achieved across Launch Bay and Northlake.
- The fair value gain on investment properties in H1 FY24 of \$2.6m results from the revaluation of Northbrook Launch Bay following the receipt of resource consent in September 2023. This compares to a gain of \$15.6m in H1 FY23, with the lower gain a result of the timing of consents granted, the properties being revalued, and the original purchase price of the underlying land.
- Expenses are elevated on H1 FY23, primarily driven by administrative expenses and selling expenses. Administrative expense increases are a result of an increase in headcount. Selling expenses have increased 29.4%, reflecting additional marketing spend to support Northbrook sales and the opening of Ayrburn.
- EBITDA decreases, excluding the impact for fair value gains, are primarily a result of the combination of fewer settlements, a higher cost of sales resulting from the increase in constructed product over the prior period and higher expenses.

Statement of Financial Performance	unaudited H1 FY24	unaudited H1 FY23	
NZ\$m (unless indicated otherwise)	Half Year Ended	Half Year Ended	Movement
	31-Dec-23	31-Dec-22	
Revenue	85.6	92.8	(7.2)
Cost of sales	(57.0)	(45.7)	(11.3)
Gain on sale of PP&E	(0.2)	0.3	(0.5)
Fair value gain on investment properties	2.6	15.6	(13.0)
Expenses	(16.8)	(13.3)	(3.5)
EBITDA	14.2	49.7	(35.5)
Depreciation and amortisation	(1.2)	(1.1)	(0.1)
Net interest income	0.6	0.3	0.3
Net profit before tax	13.6	48.9	(35.3)
Income tax expense	(3.9)	(14.4)	10.5
Profit after income tax	9.7	34.5	(24.8)

H1 FY24 Financial Position

Winton commits to funding for Northbrook and Lakeside.

Financial Position

- Winton cash increases result from the timing of settlements and debt proceeds, relative to cash outflows for development and operational activity.
- Inventory declines in the half year period are a result of the settlement profile discussed previously, offset by progression of work on site.
- Property plant and equipment increases result primarily from Ayrburn Precinct, alongside the Northbrook Wanaka and Northbrook Arrowtown show suites.
- Winton has entered into a new debt facility with Massachusetts Mutual Life Insurance Company, with a facility limit of \$80m. The facility is ringfenced to the Lakeside development and will function as a working capital facility where drawings will fund the development works at Lakeside. Lakeside settlements will be utilised to extinguish the loan over a period of four years. The loan has provided an initial equity release of \$63.3m which will be used to fund Northbrook development.

Statement of Financial Position	unaudited H1 FY24	audited FY23	
NZ\$m (unless indicated otherwise)	As at	As at	Movement
	31-Dec-23	30-Jun-23	
Cash and cash equivalents	99.3	76.3	23.0
Inventories	236.2	256.7	(20.5)
Investment properties	236.0	207.5	28.5
Property, plant and equipment	64.1	40.5	23.6
Other assets	12.5	9.6	2.9
Total assets	648.1	590.6	57.5
Accounts payable and other liabilities	22.3	30.2	(7.9)
Lease liabilities	10.4	11.0	(0.6)
Taxation payable	21.6	23.4	(1.8)
Deferred tax liabilities	16.0	15.6	0.4
Borrowings	63.3	-	63.3
Total liabilities	133.6	80.2	53.4
Net Assets	514.5	510.4	4.1
NTA cents per share	173	171	2

H1 FY24 Cashflows

Cash generation supports continued growth.

Cashflows

- Receipts from customers are reduced in line with reduced settlements.
- Timing of development activity has driven lower payment to suppliers and land purchase payments.
- Purchases and development of property plant and equipment primarily result from Ayrburn.
- Financing activated primarily result from the drawdown of the Massachusetts Mutual Life Insurance Company facility.
- Dividends are paid following the release of interim and year end results.

Statement of Cashflows	unaudited H1 FY24	unaudited H1 FY23	
NZ\$m (unless indicated otherwise)	Half Year Ended 31-Dec-23	Half Year Ended 31-Dec-22	Movement
Cash flows from operating activities			
Receipts from customers	85.3	93.6	(8.3)
Payment to suppliers, employees, and other	(62.4)	(85.7)	23.3
Development land purchases	(5.4)	(25.8)	20.4
Net cash flows from operating activities	17.5	(17.9)	35.4
Cash flows from investing activities			
Investment property purchases	(25.8)	(85.0)	59.2
Acquisition of property, plant and equipment	(24.4)	(8.1)	(16.3)
Other investing activities	-	(1.6)	1.6
Net cash flows from investing activities	(50.2)	(94.7)	44.5
Cash flows from financing activities			
Net Proceeds from borrowings	63.3	-	63.3
Payment of principal portion of lease liabilities	(1.2)	-	(1.2)
Payment of dividends	(6.4)	(3.2)	(3.2)
Net cash flows from financing activities	55.7	(3.2)	58.9
Net increase in cash and cash equivalents	23.0	(115.8)	138.8
Cash and cash equivalents at beginning of the period	76.3	204.8	(128.5)
Cash and cash equivalents at the end of the period	99.3	89.0	10.3

H1 FY24 Dividend

Winton confirms an interim dividend for H1 FY24.

- The Board of Directors has declared a 0.5500 cent net dividend per share, and sits within the target range of 20-40% of distributable earnings for H1 FY24.
- Winton's dividend policy is to target an increasing distribution per share over time within a pay-out ratio of approximately 20-40% of full-year NPAT, excluding any unrealised valuation movement in investment properties.
- We continue to declare and pay dividends twice yearly following the release of interim and annual results.
- Dividends are declared at the Board's discretion and depend on our financial performance.





Market and Outlook

Market and Outlook

We remain cautious of the year ahead, despite positive indicators. We are experienced in navigating challenging market conditions.

- Inflation pressures have eased but remain outside RBNZ targets of 1-3%, with annual inflation at 4.7% at December 2023. This decrease was largely driven by tradeable inflation of 3.0%, as non-tradeable inflation remained elevated at 5.9%¹.
- Net migration remains elevated, with 126,000 migrants arriving in the year to December 2023¹, provisionally an annual record for both arrivals and departures. This is likely to continue to drive demand for housing.
- REINZ data for January 2023 has shown positive signs for the property market. Nationally the house price index has increased 2.2% and the sales count has increased 4.9%² year-on-year.
- Mortgage rates appear to have peaked³.
- Within the context of a challenging economic landscape, Winton is prepared for sales to remain slower and inflation to remain elevated, however we are well-positioned to use current market conditions to our advantage.

Notes: 1. Data has been sourced from StatsNZ.

2. REINZ Monthly Property Report January 2024.

3. 'ASB joins ANZ and BNZ in lowering mortgage rates' – RNZ.





Questions

Important Notice and Disclaimer

This disclaimer applies to this document and the accompanying material ("Document") or any information contained in it. The information included in this Document should be read in conjunction with the audited consolidated financial statements for the half year ended 31 December 2023.

Past performance information provided in this Document may not be a reliable indication of future performance. This Document contains certain forward-looking statements and comments about future events, including with respect to the financial condition, results, operations and business of Winton Land Limited ("Winton"). Forward looking statements can generally be identified by use of words such as 'project', 'foresee', 'plan', 'expect', 'aim', 'intend', 'anticipate', 'believe', 'estimate', 'may', 'should', 'will' or similar expressions. Forward-looking statements involve known and unknown risks, significant uncertainties, assumptions, contingencies, and other factors, many of which are outside the control of Winton, and which may cause the actual results or performance of Winton to be materially different from any results or performance expressed or implied by such forward-looking statements. Such forward-looking statements speak only as of the date of this Document. There can be no assurance that actual outcomes will not differ materially from the forward-looking statements. Recipients are cautioned not to place undue reliance on forward-looking statements.

Certain financial data included in this Document are "non-GAAP financial measures", including earnings before interest, tax, depreciation and amortisation ("EBITDA"). These non-GAAP financial measures do not have a standardised meaning prescribed by New Zealand Equivalents to International Financial Reporting Standards ("NZIFRS") and therefore may not be comparable to similarly titled measures presented by other entities, nor should they be construed as an alternative to other financial measures determined in accordance with NZIFRS. Although Winton's management uses these measures in assessing the performance of Winton's business, and Winton believes these non-GAAP financial measures provide useful information to other users in measuring the financial performance and condition of the business, recipients are cautioned not to place undue reliance on any non-GAAP financial measures included in this Document.

All amounts are disclosed in New Zealand dollars (NZ\$) unless otherwise indicated.

Whilst every care has been taken in the preparation of this presentation, Winton makes no representation or warranty as to the accuracy or completeness of any statement in it including, without limitation, any forecasts. To the maximum extent permitted by law, none of Winton, its directors, employees, shareholders or any other person shall have any liability whatsoever to any person for any loss (including, without limitation, arising from any fault or negligence) arising from this Document.

This Document has been prepared for the purpose of providing general information, without taking account of any particular investor's objectives, financial situation or needs. An investor should, before making any investment decisions, consider the appropriateness of the information in this Document, and seek professional advice, having regard to the investor's objectives, financial situation and needs.

personal use only

WINTON

Management Team

Presenting Today



Chris Meehan

Chief Executive Officer

- Founded Winton in 2009.
- Over 30 years' real estate experience.
- Strategic and operational leadership.
- Founded the Belle Property real estate franchise in Australia, and grew the business to 20+ offices across Australia and New Zealand.



Jean McMahon

Chief Financial Officer

- Over 18 years' experience in real estate, finance and investment.
- Responsible for finance, tax and accounting functions.
- Previously at Property for Industry, Lloyds Banking Group and KPMG.



Simon Ash

Chief Operating Officer

- Over 18 years' experience in real estate, finance and investment banking.
- Responsible for oversight of Winton's business operations.
- Previously at Macquarie Group and Brookfield Financial.



Justine Hollows

General Manager,
Corporate Services

- Over 18 years' experience in law, including property development, transactional and leasing work.
- Responsible for legal oversight, risk management, compliance, and human resources.
- Previously at Auckland International Airport, Bell Gully, and Minter Ellison.



Duncan Elley

General Manager,
Project Delivery

- Over 20 years of experience in land development, real estate, finance and investment management.
- Responsible for delivery of development projects.
- Previously at Chenavari Investment Managers and Capmark Bank Europe plc.

Neighbourhood Summary

Winton's 14 communities, with 13 in New Zealand and 1 in Australia.

Communities	Location	Target units ¹	Settled ²	Target units remaining ¹	Pre Sold Units ²
1. Northlake	Wanaka	1,005	(662)	343	72
2. Lakeside	Te Kauwhata	1,672	(808)	864	852
3. Launch Bay	Hobsonville	350	(97)	253	14
4. Sunfield	Auckland	3,957	-	3,957	-
5. Wynyard Quarter	Auckland	183	-	183	12
6. Avon Loop	Christchurch	210	-	210	-
7. Northbrook Arrowtown	Queenstown	212	-	212	-
8. Ayrburn Farm & Precinct	Arrowtown	16	(2)	14	-
9. Beaches	Matarangi	330	(296)	34	14
10. North Ridge	Cessnock (AU)	358	(168)	190	2
11. River Terrace	Cromwell	18	(17)	1	-
12. Parnell	Auckland	6	-	6	-
13. Bridesdale Farm	Queenstown	138	(137)	1	-
14. Cracker Bay	Auckland	-	-	-	-
Total		8,455	(2,187)	6,268	966

Target units remaining by type		
Residential	Retirement	Commercial
208	128	7
852	-	12
39	214	-
3,643	-	314
22	154	7
-	210	-
-	196	16
7	-	7
33	-	1
190	-	-
1	-	-
5	-	1
-	-	1
-	-	-
5,000	902	366

Notes: 1. Target units to be developed from 1 January 2024 onwards on existing projects based on management estimates and masterplans current as at 31 December 2023. Target total units, target product mix and target settlement period may change, including due to planning outcomes and market demand. 2. Settled and Pre-sold units as at 31 December 2023.

Development Staging

A balanced staging of developments mitigates risk and provides continuity of cashflows.

Project Name	Location	Target units remaining ¹	FY24	FY25	FY26	FY27	FY28	FY29	FY30	FY31	FY32+
Northlake ³	Wanaka	215									
Lakeside	Te Kauwhata	852									
Launch Bay	Hobsonville	39									
Sunfield ³	Auckland	3,957									
Ayrburn Farm	Arrowtown	7									
Beaches ³	Matarangi	34 ²									
North Ridge	Cessnock (AU)	190									
River Terrace	Cromwell	1									
Parnell	Auckland	6									
Bridesdale Farm	Queenstown	1									
Villard Wynyard Quarter	Auckland	22									
Total Development		5,324									

Planning, Design and Zoning/Consent

Construction

Settlements

Notes: 1. Target units to be developed from 1 January 2024 onwards on existing projects based on management estimates and masterplans current as at 31 December 2023. Target total units, target product mix and target settlement period may change, including due to planning outcomes and market demand.

2. FY24-25 Residential and FY26 Campsite.

3. Includes commercial assets

Development Staging (cont.)

Winton holds investment properties to benefit from annuity income.

Project Name	Location	Target units remaining ¹	FY24	FY25	FY26	FY27	FY28	FY29	FY30	FY31	FY32+
Northbrook Wynyard Quarter	Auckland	154									
Northbrook Avon Loop	Christchurch	210									
Northbrook Arrowtown	Arrowtown	196									
Northbrook Wanaka	Wanaka	128									
Northbrook Launch Bay	Hobsonville	214									
Total Retirement		902									
Lakeside Commercial	Te Kauwhata	12									
Ayrburn Precinct	Arrowtown	7									
Northbrook Wynyard Quarter Commercial	Auckland	7									
Northbrook Arrowtown Commercial	Arrowtown	16									
Total Commercial		42									
Total Portfolio		6,268									

Planning, Design and Zoning/Consent ■ Construction ■ Settlements ■ Complete, held as investment ■

Notes: 1. Target units to be developed from 1 January 2024 onwards on existing projects based on management estimates and masterplans current as at 31 December 2023. Target total units, target product mix and target settlement period may change, including due to planning outcomes and market demand.

WINTON

Winton builds neighbourhoods

INTERIM FINANCIAL STATEMENTS
31 DECEMBER 2023

NORTHLAKE WANAKA

Contents

Letter from the CEO and Chair	2
Financial Statements	11
Directory	29





CRACKER BAY
AUCKLAND

Letter from CEO/Chairman

Chris Meehan



Off the back of a significant year of delivery in FY23, momentum continued into FY24 across the business. Our long-standing pre-sale strategy has continued to serve Winton well in the current challenging economic environment and property market. Winton settled 158 units during the six months ending 31 December 2023 (H1 FY24) delivering \$85.6 million revenue, down 7.7% from \$92.8 million in H1 FY23 when we settled 219 units. Settlements in H1 FY24 included the Northlake Apartments and Commercial in Wanaka, Launch Bay Townhouses in Hobsonville Point, and properties at Beaches Matarangi, Lakeside in Te Kauwhata, and North Ridge in Cessnock and comprised more dwellings compared to H1 FY23, increasing the average revenue per unit.

Cost of sales reflects the mix of products settled during the period. During H1 FY24, 34.8% of product settled were constructed homes and commercial units compared to 11.9% in H1 FY23, resulting in a 24.7% higher cost of sales to \$57.0 million. These are partially offset by higher average revenue per unit received over the period.

Earnings before interest, tax, depreciation and amortisation (EBITDA) of \$14.2 million and \$9.7 million profit after tax were down 71.5% from \$49.8 million and 71.8% from \$34.5 million respectively. As I mentioned above, this is due to the higher cost of sales from more built product this period, a \$13.0 million lower gain in revaluation of investment properties and higher selling and administrative expenses mainly from the launch of Northbrook and Ayrburn, both of which I go into more detail on below.

We finished the half year in an excellent position with pre-sales of \$409.0 million as at 31 December 2023, a landbank yield of 6,268 units¹, including 902 retirement living units, and cash holdings of \$99.3 million. In December, we implemented an \$80.0 million debt facility secured only against our Lakeside project to fund Winton's wider growth plans, particularly our luxury later living offering, Northbrook.

The first half of this financial year has been filled with significant milestones, each of them a stepping stone toward Winton's growth plan to create more diversified and recurrent revenue streams.

My highlights this year so far included starting construction at Northbrook Wynyard Quarter, Northbrook Wanaka and Northbrook Arrowtown, the market reaction to our luxury later living proposition, future residents securing their homes within Northbrook, opening Ayrburn in December and new residents moving into Winton neighbourhoods as completed product settled.



LAKESIDE
TE KAUWHATA



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\$85.6M

REVENUE

\$14.2M

EBITDA

\$9.7M

PROFIT
AFTER TAX

158

UNITS SETTLED

6,268

UNITS¹
LANDBANK YIELD

\$409.0M

PRE SALES

1. Units comprise residential land lots, dwellings, townhouses, apartments, retirement living units and commercial units. Target units to be developed from 1 January 2024 onwards on existing projects are based on management estimates and masterplans current as at 31 December 2023. Target total units, target product mix and target settlement period may change, including due to planning outcomes and market demand.

NORTHLAKE
WANAKA

Letter from CEO/Chairman continued

We launched our first Northbrook location in June last year at Wynyard Quarter. Over the six months ending 31 December, momentum continued, including the launch of Northbrook Wanaka in August. Interest and sales at both locations are going well, further validating our position in the premium target market. Resource consent has been granted for all five locations, which, in addition to the above, include Northbrook Launch Bay, Northbrook Arrowtown, and Northbrook Avon Loop. Construction is underway at Wynyard Quarter, Wanaka and Arrowtown, with the first residences in Wanaka due for completion in 2025.

In December we opened Ayrburn, Winton's hospitality precinct near Arrowtown. After many years of planning, designing and constructing, it was exciting to share it with the public. Since opening, we have had thousands of people visit Ayrburn, whether it be for a meal at The Woolshed, a wine tasting at The Manure Room, cocktails in the sun, the Christmas markets, or gelato by the creek. While we are only two months into trading, it has been incredible to see the response and have back-to-back days fully booked over the summer period. The hospitality precinct is part of the wider Ayrburn masterplan that also includes additional hospitality venues, a spectacular Northbrook site, boutique hotel and a small number of exclusive residential lifestyle lots.

As we invested in these two new business units, associated selling expenses and administrative expenses increased. The 29.3% increase to \$4.0 million in selling expenses reflects the additional marketing spend to support the Northbrook sales pipeline and the launch of Ayrburn. Normalised post-COVID business activity, alongside headcount increasing to support the growth of the business and increased business activity attributable to Northbrook and Ayrburn, resulted in administrative expenses increasing to \$11.3 million.

Outside of the day-to-day, the business goes from strength to strength. From an ESG perspective, during the first half of FY24 the management team approved the Winton sustainability framework, we made good progress toward the required climate-related disclosures and our ESG improvements were acknowledged by external commentators.

To appropriately resource Winton's growing business, we continued to hire high-quality people to join the Winton team; we invested in systems and implemented policies, putting us in good stead for the next Winton phase.



AYRBURN
ARROWTOWN



**BEACHES
MATARANGI**

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LAKESIDE
TE KAUWHATA

Letter from CEO/Chairman continued

Board Changes

In November, David Liptak notified his intention to retire as a Director from the Winton board following the completion of the transaction to sell 14,830,687 shares to Akarua (a real estate vehicle managed by Macquarie Asset Management). On 10 February, that transaction was completed, and David retired from the Board on 12 February 2024.

David's investment in Winton in 2017 enabled the acceleration of Winton's growth plans. His support and contribution as a board member over the years have been invaluable. Myself, the Board of Directors and the management team sincerely thank him for his time and support since joining the Winton Board and becoming a shareholder. David remains a significant shareholder.

In November we appointed Guy Fergusson as a director of the Winton Board. We are delighted Guy has joined the board, bringing with him his vast corporate finance and capital markets experience.

Dividend

The Board declared a dividend of 0.55 cents per share for the six months ending 31 December 2023.

The dividend is in line with our dividend policy, updated in February 2023 to exclude any unrealised valuation movements in investment properties and within a pay-out ratio of approximately 20-40% of full-year distributable earnings.

Market and Outlook

While some positive indicators are appearing, including slowing inflation, an increase in net migration, improving REINZ statistics, and decreasing residential lending rates, we remain cautious. In the short term, we are prepared for sales to remain slower, inflation to remain elevated, and continued pressure on borrowers. However, we are focusing on buyer groups that are the least affected by these headwinds, and are generally well-positioned to use current market conditions to our advantage.

While the market and economic landscape is complicated, there is a lot going on at Winton and a lot to look forward to. A big thank you to everyone involved in bringing each Winton project to life, on time and on budget, including the Winton team, our contractors, and our service suppliers.

Sincerely,



Chris Meehan
CEO/Chairman

Financial Commentary

In the 6 months to 31 December 2023, a total of 158 units settled, with 34.8% of settlements constructed compared to 11.9% in H1 FY23. Winton has delivered revenues of \$85.6 million in H1 FY24, 7.7% down from \$92.8 million in H1 FY23.

Cost of sales has increased from \$45.7 million in H1 FY23 to \$57.0 million in H1 FY24. This is largely a result of the 22.9% increase in built product settled by volume in H1 FY24.

In H1 FY24, Winton opened Ayrburn and continued to generate annuity income from Lakeside Commercial and Cracker Bay.

Revaluation of investment properties gain of \$2.6 million results from the revaluation of Northbrook Launch Bay following the receipt of resource consent in September 2023. This compares to a gain of \$15.6m in H1 FY23, with the lower gain as a result of the timing of consents granted, the properties being revalued, and the original purchase price of the underlying land.

Administrative expenses have increased in H1 FY24 by \$2.4 million. \$1.8 million of this is a result of increased employee benefits, with an increased headcount in H1 FY24 to support Winton's growth and new operating businesses. The remainder of the increase is due to growth of Winton's operations and a reflection of some inflationary pressures.

Selling expenses were higher in H1 FY24 by 29.3%. The increase relates to marketing spend to support the Northbrook sales pipeline, and publicity ahead of the recent opening of Ayrburn.

The resultant net profit after tax in H1 FY24 of \$9.7 million is reduced from \$34.5 million, presenting a \$24.7 million decrease.

An increase in property, plant and equipment of \$23.6 million since FY23 represents a significant investment in Ayrburn, while an increase of \$28.5 million in investment properties represents progress at Northbrook Wanaka and Wynyard Quarter, as well as the redevelopment of Cracker Bay.

Winton has entered into an \$80 million debt facility to support Winton's growth plans. The facility with Massachusetts Mutual Life Insurance Company is fully ringfenced to the Lakeside development and provides an initial equity release to fund the development of Northbrook villages. The additional limit will be used to fund Lakeside, while the proceeds of Lakeside settlements will fully extinguish the loan. We enter the second half of FY24 with \$99.3 million in cash reserves.



AYRBURN
ARROWTOWN



NORTHBROOK
WYNYARD QUARTER



**LAUNCH BAY
TOWNHOUSES**
HOBSONVILLE POINT

Consolidated Financial Statements

FOR THE SIX MONTHS ENDED 31 DECEMBER 2023

Consolidated Statement of Comprehensive Income

For the six months ended 31 December 2023

All VALUES IN \$000'S	NOTE	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2023	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2022
Revenue	2	85,621	92,766
Cost of sales		(57,003)	(45,726)
(Loss) / gain on sale of property, plant and equipment		(200)	297
Fair value gain on investment properties		2,591	15,569
Selling expenses		(4,020)	(3,108)
Property expenses		(837)	(576)
Administrative expenses	10.1	(11,319)	(8,936)
Share-based payment expense		(655)	(540)
Earnings before interest, taxation, depreciation and amortisation (EBITDA)		14,178	49,746
Amortisation		(283)	(236)
Depreciation		(902)	(909)
Earnings before interest and taxation (EBIT)		12,993	48,601
Interest income		2,300	1,267
Interest expense and bank fees		(1,735)	(971)
Profit before income tax		13,558	48,897
Income tax expense			
Current taxation	10.2	(3,447)	(7,887)
Deferred taxation	10.2	(382)	(6,539)
Total income tax expense		(3,829)	(14,426)
Profit after income tax		9,729	34,471
Items that may be reclassified to profit or loss:			
Movement in currency translation reserve		(17)	(457)
Total comprehensive income after income tax attributable to the shareholders of the Company		9,712	34,014
Basic earnings per share (cents)	9.1	3.28	11.62
Diluted earnings per share (cents)	9.2	3.16	11.21

The accompanying notes form part of these interim financial statements.

Consolidated Statement of Changes in Equity

For the six months ended 31 December 2023

ALL VALUES IN \$000'S	NOTE	SHARE CAPITAL	RETAINED EARNINGS	SHARE BASED PAYMENTS RESERVE	FOREIGN CURRENCY TRANSLATION RESERVE	TOTAL EQUITY
Balance as at 30 June 2022 (audited)		386,595	66,348	829	318	454,090
Total comprehensive income		-	34,471	-	(457)	34,014
Dividends to shareholders	10.3	-	(3,174)	-	-	(3,174)
Share-based payment expense		-	-	754	-	754
Balance as at 31 December 2022 (unaudited)		386,595	97,645	1,583	(139)	485,684
Balance as at 30 June 2023 (audited)		386,595	121,702	2,338	(221)	510,414
Total comprehensive income		-	9,729	-	(17)	9,712
Dividends to shareholders	10.3	-	(6,407)	-	-	(6,407)
Share-based payment expense		-	-	758	-	758
Balance as at 31 December 2023 (unaudited)		386,595	125,024	3,096	(238)	514,477

The accompanying notes form part of these interim financial statements.

Consolidated Statement of Financial Position

As at 31 December 2023

ALL VALUES IN \$000'S	NOTE	UNAUDITED 31 DECEMBER 2023	AUDITED 30 JUNE 2023
CURRENT ASSETS			
Cash and cash equivalents		99,292	76,310
Accounts receivable, prepayments and other receivables	10.4	10,185	6,873
Inventories	4	79,887	91,128
Total current assets		189,364	174,311
NON-CURRENT ASSETS			
Inventories	4	156,273	165,567
Investment properties	5	235,997	207,517
Property, plant and equipment	6	64,081	40,459
Right-of-use asset		140	281
Intangible assets	7	2,196	2,479
Total non-current assets		458,687	416,303
Total assets		648,051	590,614
CURRENT LIABILITIES			
Accounts payable, accruals and other payables	10.5	22,227	30,140
Current lease liabilities	10.6	1,220	1,281
Taxation payable		21,609	23,395
Total current liabilities		45,056	54,816
NON-CURRENT LIABILITIES			
Borrowings	8	63,315	-
Non-current lease liabilities	10.6	9,177	9,740
Deferred tax liabilities	10.2	16,026	15,644
Total non-current liabilities		88,518	25,384
Total liabilities		133,574	80,200
Net assets		514,477	510,414
EQUITY			
Share capital	10.3	386,595	386,595
Foreign currency translation reserve		(238)	(221)
Share-based payment reserve		3,096	2,338
Retained earnings		125,024	121,702
Total equity		514,477	510,414

These interim financial statements are signed on behalf of Winton Land Limited and were authorised for issue on 20 February 2024.
The accompanying notes form part of these interim financial statements.



Christopher Meehan
Chairman



STEVEN JOYCE
Chair, Audit and Financial Risk Committee

Consolidated Statement of Cash Flows

For the six months ended 31 December 2023

All VALUES IN \$000'S	NOTE	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2023	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		85,264	93,635
Interest received		2,300	1,267
Net GST (received) / paid		(11,007)	3,651
Payments to suppliers and employees		(47,122)	(89,662)
Purchase of development land		-	(22,186)
Deposits paid on contracts for land		(5,400)	(3,600)
Interest and other finance costs paid		(1,378)	(473)
Income tax paid		(5,233)	(557)
Net cash flows from operating activities		17,424	(17,925)
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from sale of property, plant and equipment		10	1,330
Intangible assets acquired		-	(2,875)
Acquisition of land for investment properties		-	(63,888)
Payments to suppliers and employees for investment properties		(25,773)	(21,136)
Acquisition of property, plant and equipment		(24,421)	(8,142)
Net cash flows from investing activities		(50,184)	(94,711)
CASH FLOWS FROM FINANCING ACTIVITIES			
Net proceeds from borrowings		63,315	-
Payment of principal portion of lease liabilities		(1,166)	-
Payment of dividends	10.3	(6,407)	(3,174)
Net cash flows from financing activities		55,742	(3,174)
Net increase in cash and cash equivalents		22,982	(115,810)
Cash and cash equivalents at beginning of year		76,310	204,824
Cash and cash equivalents at end of year		99,292	89,014

The accompanying notes form part of these interim financial statements.

Notes to the Interim Financial Statements

For the six months ended 31 December 2023

1. General Information

This section sets out the basis upon which the Group's Interim Financial Statements are prepared.

1.1. Reporting entity

These unaudited consolidated interim financial statements (the interim financial statements) are for Winton Land Limited and its subsidiaries (together, the Group). The Company is a limited liability company incorporated in New Zealand and is registered under the New Zealand Companies Act 1993. The Company is a FMC reporting entity under Part 7 of the Financial Markets Conduct Act 2013 and the Financial Reporting Act 2013 and these interim financial statements have been prepared in accordance with the requirements of these Acts. The Company is listed on the NZX Main Board (NZX: WIN) and the ASX Main Board (ASX: WTN).

The Group's principal activity is the development and sale of residential land properties. The Group also develops retirement villages and commercial properties however these are start-up operations.

1.2. Basis of preparation

The interim financial statements have been prepared in accordance with New Zealand Generally Accepted Accounting Practice (NZ GAAP). They comply with NZ IAS 34 'Interim Financial Reporting' and IAS 34 'Interim Financial Reporting'. For the purposes of complying with NZ GAAP the Group is a for-profit entity.

These interim financial statements have been prepared on the historical cost basis except where otherwise identified. All financial information is presented in New Zealand dollars and has been rounded to the nearest thousand.

These interim financial statements should be read in conjunction with the Annual Financial Statements for the year ended 30 June 2023 which may be downloaded from the Company's website (<https://www.winton.nz>).

1.3. Critical judgements, estimates and assumptions

In applying the Group's accounting policies, the Board and Management continually evaluates judgements, estimates and assumptions that may have an impact on the Group. The significant judgements, estimates and assumptions made in the preparation of these financial statements were the same as those applied to the consolidated financial statements as at and for the year ended 30 June 2023.

1.4. Accounting policies

The accounting policies adopted are the same as those applied by the Group in its consolidated financial statements as at and for the year ended 30 June 2023.

1.5. Significant events and transactions

The financial position and performance of the Group was affected by the following events and transactions that occurred during the reporting period:

Borrowings

On 14 December 2023, Lakeside Developments 2017 Limited (a 100% subsidiary company of the Company) entered into a debt facility with Massachusetts Mutual Life Insurance Company (MMLIC) for \$80,000,000. Refer to note 8 for further details.

Notes to the Interim Financial Statements

For the six months ended 31 December 2023

2. Revenue

All values in \$000's	UNAUDITED 31 DECEMBER 2023	UNAUDITED 31 DECEMBER 2022
Sales revenue	83,487	85,079
Rent	1,764	1,929
Other income	370	5,758
Total revenue	85,621	92,766

3. Segment Reporting

(i) Basis for segmentation

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker has been identified as the Board of Directors. The Group has established the following reportable segments that are managed separately because of different operating strategies. The following describes the operation of each of the reportable segments:

Reportable segment	Operations
Residential development	Design, develop, market and sell residential properties to external customers. These include land lots, dwellings, townhouses and apartments with the majority of operations in New Zealand.
Retirement villages	Develop and operate retirement villages in New Zealand.
Commercial portfolio	Develop and manage a commercial portfolio to produce rental income, operating income and capital appreciation in New Zealand.

Notes to the Interim Financial Statements

For the six months ended 31 December 2023

3. Segment Reporting (Continued)

(ii) Information about reportable segments

The retirement villages and commercial portfolio segments are start-up operations.

The following is an analysis of the Group's segments:

All values in \$000's	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2023	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2022
Revenue		
Residential development	82,922	90,875
Commercial portfolio	2,699	1,891
Group	85,621	92,766
Earnings before interest, taxation, depreciation and amortisation (EBITDA)		
Residential development	17,787	36,111
Retirement villages	-	11,874
Commercial portfolio	(1,861)	3,308
Unallocated	(1,748)	(1,547)
Group	14,178	49,746
Earnings before interest and taxation (EBIT)		
Residential development	17,362	35,753
Retirement villages	(98)	11,874
Commercial portfolio	(2,523)	2,521
Unallocated	(1,748)	(1,547)
Group	12,993	48,601

Notes to the Interim Financial Statements

For the six months ended 31 December 2023

3. Segment Reporting (Continued)

(ii) Information about reportable segments (Continued)

UNAUDITED 31 DECEMBER 2023					
ALL VALUES IN \$000'S	RESIDENTIAL	RETIREMENT	COMMERCIAL	UNALLOCATED	TOTAL
Segment assets and liabilities					
Inventories	236,160	-	-	-	236,160
Investment properties	-	182,846	53,151	-	235,997
Property, plant and equipment	-	2,765	52,001	9,315	64,081
Other assets	10,185	-	2,073	99,555	111,813
Total assets	246,345	185,611	107,225	108,870	648,051
Total liabilities	110,454	4,465	16,740	1,915	133,574
Net assets	135,891	181,146	90,485	106,955	514,477

AUDITED 30 JUNE 2023					
ALL VALUES IN \$000'S	RESIDENTIAL	RETIREMENT	COMMERCIAL	UNALLOCATED	TOTAL
Segment assets and liabilities					
Inventories	256,695	-	-	-	256,695
Investment properties	-	161,451	46,066	-	207,517
Property, plant and equipment	-	-	31,635	8,824	40,459
Other assets	5,590	300	3,072	76,981	85,943
Total assets	262,285	161,751	80,773	85,805	590,614
Total liabilities	61,156	4,036	14,190	818	80,200
Net assets	201,129	157,715	66,583	84,987	510,414

4. Inventories

ALL VALUES IN \$000'S	UNAUDITED 31 DECEMBER 2023	AUDITED 30 JUNE 2023
Expected to settle within one year	79,887	91,128
Expected to settle greater than one year	156,273	165,567
Total inventories	236,160	256,695

Notes to the Interim Financial Statements

For the six months ended 31 December 2023

5. Investment Properties

ALL VALUES IN \$000'S	UNAUDITED 31 DECEMBER 2023	AUDITED 30 JUNE 2023
Opening balance	207,517	80,498
Acquisitions	-	71,163
Right-of-use asset acquired	-	11,497
Unrealised fair value gain	2,591	6,821
Capital expenditure	25,889	37,538
Total investment properties	235,997	207,517
Less: lease liability	(10,231)	(10,698)
Total investment properties excluding NZ IFRS 16 lease adjustments	225,766	196,819

The Board considered the carrying value of the investment property portfolio to ensure investment properties are held at fair value at 31 December 2023. The Board determined that an external valuation was appropriate for Northbrook Launch Bay land. This has been performed by Bayleys Real Estate Limited. The valuation method applied was a sales comparison approach with the key assumption being land value per square metre with estimates used of between \$1,950 and \$2,050.

One investment property with a total value of \$30,079,000 (30 June 2023 \$23,298,000) could not be reliably measured as at 31 December 2023 due to the resource consent changes being in progress and the current stage of development of the property. Therefore it is held at cost at 31 December 2023.

As the fair value of investment property is determined using inputs that are unobservable, the Group has categorised investment property as level 3 under the fair value hierarchy in accordance with NZ IFRS 13 'Fair Value Measurement'.

The significant unobservable input used in the fair value measurement of the Group's development land is the value per m2 assumption. Increases in the value per m2 rate result in corresponding increases in the total valuation.

The significant unobservable input used in the fair value measurement of the Group's completed land and buildings is the capitalisation rate applied to earnings. A significant decrease/(increase) in the capitalisation rate would result in significantly higher/(lower) fair value measurement.

6. Property, Plant and Equipment

ALL VALUES IN \$000'S	UNAUDITED 31 DECEMBER 2023	AUDITED 30 JUNE 2023
Opening balance	40,459	16,064
Additions	24,423	26,030
Acquisition through business combination	-	173
Depreciation	(761)	(564)
Disposals	(40)	(1,244)
Total property, plant and equipment	64,081	40,459

As at 31 December 2023, property, plant and equipment includes work in progress of \$26,054,000 (31 December 2022: \$18,988,000, 30 June 2023: \$31,635,000).

As at 31 December 2023, property, plant and equipment includes buildings of \$27,792,000 (31 December 2022: \$994,000, 30 June 2023: \$5,078,000).

Notes to the Interim Financial Statements

For the six months ended 31 December 2023

7. Intangible Assets

ALL VALUES IN \$000'S	UNAUDITED 31 DECEMBER 2023	AUDITED 30 JUNE 2023
Opening balance	2,479	123
Acquisition through business combination	-	2,875
Amortisation	(283)	(519)
Total intangible assets	2,196	2,479

8. Borrowings

ALL VALUES IN \$000'S	UNAUDITED 31 DECEMBER 2023	AUDITED 30 JUNE 2023
MMLIC facility drawn down	64,100	-
Unamortised borrowings establishment costs	(785)	-
Net borrowings	63,315	-
Weighted average interest rate for drawn debt (inclusive of margins and line fees)	10.64%	-
Weighted average term to maturity (years)	3.98	-

On 14 December 2023, Lakeside Developments 2017 Limited (LDL, a 100% subsidiary company of the Company) entered into a debt facility with MMLIC for \$80,000,000. The facility expires 14 December 2027. The MMLIC facility is secured by way of a general security deed provided by LDL and a registered mortgage security across the Lakeside development property.

9. Investor Returns and Investment Metrics

This section summarises the earnings per share which is a common investment metric.

9.1. Basic earnings per share

	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2023	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2022
Profit after income tax (\$000s)	9,729	34,471
Weighted average number of ordinary shares (shares)	296,613,736	296,613,736
Basic earnings per share (cents)	3.28	11.62

Notes to the Interim Financial Statements

For the six months ended 31 December 2023

9. Investor Returns and Investment Metrics (Continued)

9.2. Diluted earnings per share

The calculation of diluted earnings per share has been based on the profit attributable to ordinary shareholders and weighted-average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares. Weighted average number of shares for the purpose of diluted earnings per share has been adjusted for 10,830,926 share options (31 December 2022: 10,859,222) issued under the Group's Share Option Plan as at 31 December less share options forfeited. This adjustment has been calculated using the treasury share method.

	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2023	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2022
Profit after income tax (\$000s)	9,729	34,471
Weighted average number of ordinary shares (shares)	307,444,662	307,472,958
Diluted earnings per share (cents)	3.16	11.21

10. Other

10.1. Administrative expenses

ALL VALUES IN \$000'S	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2023	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2022
Auditors remuneration:		
Audit of annual financial statements	(116)	(95)
Directors' fees	(217)	(233)
Employee benefits expense	(6,218)	(4,425)
Operating lease and rental payments	(145)	(147)
Other expenses	(4,623)	(4,036)
Total administrative expenses	(11,319)	(8,936)

Ernst & Young (EY) were appointed as Auditors of the Company on 26 October 2022 replacing KPMG.

Notes to the Interim Financial Statements

For the six months ended 31 December 2023

10. Other (Continued)

10.2. Taxation

(i) Current taxation

ALL VALUES IN \$000'S	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2023	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2022
Profit before income tax	13,558	48,897
Prima facie income tax calculated at 28%	(3,796)	(13,691)
<i>Adjusted for:</i>		
Prior period adjustment	75	9
Non-tax deductible revenue and expenses	(39)	(23)
Movement in temporary differences	355	5,818
Difference in tax rates	(42)	-
Current taxation expense	(3,447)	(7,887)

(ii) Deferred taxation

ALL VALUES IN \$000'S	AUDITED 30 JUNE 2023 AS AT	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2023 RECOGNISED IN PROFIT	UNAUDITED 31 DECEMBER 2023 AS AT
Deferred tax assets			
Employee benefits	288	68	356
Accounts payable, accruals and other payables	545	(238)	307
Lease liability	3,086	(175)	2,911
Share-based payment reserve	590	183	773
Gross deferred tax assets	4,509	(162)	4,347
Deferred tax liabilities			
Accounts receivable, prepayments and other receivables	(108)	139	31
Right-of-use asset	3,298	(39)	3,259
Inventories	11,463	(667)	10,796
Intangible asset	660	(79)	581
Investment properties	4,840	866	5,706
Gross deferred tax liabilities	20,153	220	20,373
Net deferred tax liability	(15,644)	(382)	(16,026)

Deferred taxation expense for the six months ended 31 December 2022 was \$6,539,000.

Notes to the Interim Financial Statements

For the six months ended 31 December 2023

10. Other (Continued)

10.3. Equity

(i) Capital and Reserves

	UNAUDITED 31 DECEMBER 2023 SHARES '000'S	UNAUDITED 31 DECEMBER 2023 \$000'S	AUDITED 30 JUNE 2023 SHARES '000'S	AUDITED 30 JUNE 2023 \$000'S
Total shares issued and outstanding	296,614	386,595	296,614	386,595

All shares on issue are fully paid, carry equal voting rights, share equally in dividends and any surplus on wind up and have no par value. All shares are recognised at the fair value of the consideration received by the Company.

(ii) Dividends

The following dividends were declared and paid by the Company during the six months ended 31 December:

ALL VALUES IN \$000'S	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2023	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2022
1.0700 cents per qualifying ordinary share - 14/09/2022	-	(3,174)
2.1600 cents per qualifying ordinary share - 12/09/2023	(6,407)	-
Total dividends	(6,407)	(3,174)

10.4. Accounts receivable, prepayments and other receivables

ALL VALUES IN \$000'S	UNAUDITED 31 DECEMBER 2023	AUDITED 30 JUNE 2023
Accounts receivable	270	110
Prepayments and other receivables	9,915	6,763
Total accounts receivable, prepayments and other receivables	10,185	6,873

As at 31 December 2023, prepayments and other receivables includes retention monies held in accordance with the Construction Contracts Act of \$3,630,000 (30 June 2023: \$3,831,000).

10.5. Accounts payable, accruals and other payables

ALL VALUES IN \$000'S	UNAUDITED 31 DECEMBER 2023	AUDITED 30 JUNE 2023
Accounts payable	16,166	14,693
Accruals and other payables in respect of inventories	4,229	4,517
Accruals and other payables	1,832	10,930
Total accounts payable, accruals and other payables	22,227	30,140

Notes to the Interim Financial Statements

For the six months ended 31 December 2023

10. Other (Continued)

10.6. Lease liabilities

All values in \$000's	UNAUDITED 31 DECEMBER 2023	AUDITED 30 JUNE 2023
Opening balance	11,021	622
Additions	-	11,497
Lease liability interest expense	542	1,071
Rent paid	(1,166)	(2,169)
Total lease liabilities	10,397	11,021

10.7. Related party transactions

The transactions with related parties that were entered into during the six months ended 31 December, and the balances that arose from those transactions are shown below.

Key management personnel remuneration

Key management personnel comprise members of the Board and members of the Senior Management Team.

All values in \$000's	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2023	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2022
Employee benefits expense	2,028	1,602
Share-based payment expense	669	611
Executive Directors' fees	82	80
Key management personnel remuneration	2,779	2,293

An Executive Director was granted 5,145,356 share options on 17 December 2021 with an exercise price of \$3.8870 and a vesting date of 17 December 2031.

Senior Management Team were granted 4,244,910 share options on 17 December 2021 with an exercise price of \$3.8870. Of these, 1,414,970 share options have a vesting date of 17 December 2025, 1,414,970 share options have a vesting date of 17 December 2028 and 1,414,970 share options have a vesting date of 17 December 2031.

Notes to the Interim Financial Statements

For the six months ended 31 December 2023

10. Other (Continued)

Transactions with related parties during the six months

ALL VALUES IN \$000'S	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2023	UNAUDITED 6 MONTHS ENDED 31 DECEMBER 2022
Key management personnel	1,335	1,050
Employees	1,888	-
Revenue from contracts with related parties	3,223	1,050

As at 31 December, the Group has also entered into agreements for the sale of residential properties with Executive Directors for \$18,852,000 (30 June 2023: \$18,852,000), key management personnel for \$928,000 (30 June 2023: \$2,263,000) and employees for \$3,243,000 (30 June 2023: \$4,968,000) to be recognised as revenue in future years.

The Group's Directors are also Directors of other companies.

Julian Cook, an Executive Director is also a Director of WEL Networks Limited (WEL). During the six months ended 31 December 2023, the Group incurred \$102,000 of development costs categorised as inventories (six months ended 31 December 2022: \$336,000) from WEL. As at 31 December 2023 there was nil (30 June 2023: nil) owing to WEL and included in account payables, accruals and other payables. There were no other transactions between the Group and other companies to be disclosed.

Steven Joyce, an Independent Director is also a Director of Joyce Advisory Limited (JAS). During the six months ended 31 December 2023, the Group incurred \$8,000 of professional fees categorised as administrative expenses (six months ended 31 December 2022: \$37,000) from JAS. As at 31 December 2023 there was \$3,000 (30 June 2023: \$2,000) owing to JAS and included in account payables, accruals and other payables. There were no other transactions between the Group and other companies to be disclosed.

Some of the Directors and key management personnel are shareholders of the Company.

10.8. Capital and land development commitments

As at 31 December 2023, the Group had entered into contractual commitments for development expenditure and purchase of land. Development expenditure represents amounts contracted and forecast to be incurred in future years in accordance with the Group's development programme. Land purchases represent the amounts outstanding for the purchase of land. Joint venture capital commitment represents the Group's commitment to the Winton / MaxCap Medium Density Development Fund.

ALL VALUES IN \$000'S	UNAUDITED 31 DECEMBER 2023	AUDITED 30 JUNE 2023
Development expenditure	61,707	53,636
Land purchases	49,716	55,116
Joint venture capital commitment	50,000	50,000
Total capital and land development commitments	161,423	158,752

10.9. Significant events after balance date

On 20 February 2024, the Board of Directors of the Company approved the payment of a net dividend of 0.550000 cents per share to be paid on 12 March 2024. The gross dividend (0.763889 cents per share) carries imputation credits of 0.213889 cents per share. The payment of this dividend will not have any tax consequences for the Group and no liability has been recognised in the Consolidated Statement of Financial Position as at 31 December 2023 in respect of this dividend.

Independent auditor's review report to the shareholders Winton Land Limited

Conclusion

We have reviewed the interim financial statements of Winton Land Limited ("the Company") and its subsidiaries (together "the Group") on pages 12 to 26 which comprise the consolidated statement of financial position as at 31 December 2023, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the six months ended on that date, and a summary of significant accounting policies and other explanatory information. Based on our review, nothing has come to our attention that causes us to believe that the accompanying consolidated interim financial statements on pages 12 to 26 of the Group do not present fairly, in all material respects the consolidated financial position of the Group as at 31 December 2023, and its financial performance and its cash flows for the six months ended on that date, in accordance with New Zealand Equivalent to International Accounting Standard 34: *Interim Financial Reporting* and International Accounting Standard 34: *Interim Financial Reporting*.

This report is made solely to the Company's shareholders, as a body. Our review has been undertaken so that we might state to the Company's shareholders those matters we are required to state to them in a review report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's shareholders as a body, for our review procedures, for this report, or for the conclusion we have formed.

Basis for conclusion

We conducted our review in accordance with NZ SRE 2410 (Revised) *Review of Financial Statements Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's responsibilities for the review of the financial statements* section of our report. We are independent of the Group in accordance with the relevant ethical requirements in New Zealand relating to the audit of the annual financial statements, and we have fulfilled our other ethical responsibilities in accordance with these ethical requirements.

Other than in our capacity as auditor we have no relationship with, or interest in, the Company or any of its subsidiaries. Partners and employees of our firm may deal with the Group on normal terms within the ordinary course of trading activities of the business of the Group.

Directors' responsibility for the interim financial statements

The directors are responsible, on behalf of the Entity, for the preparation and fair presentation of the interim financial statements in accordance with New Zealand Equivalent to International Accounting Standard 34: *Interim Financial Reporting* and International Accounting Standard 34: *Interim Financial Reporting* and for such internal control as the directors determine is necessary to enable the preparation and fair presentation of the interim financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibilities for the review of the interim financial statements

Our responsibility is to express a conclusion on the interim financial statements based on our review. NZ SRE 2410 (Revised) requires us to conclude whether anything has come to our attention that causes us to believe that the interim financial statements, taken as a whole, are not prepared in all material respects, in accordance with New Zealand Equivalent to International Accounting Standard 34: *Interim Financial Reporting* and International Accounting Standard 34: *Interim Financial Reporting*.



A review of interim financial statements in accordance with NZ SRE 2410 (Revised) is a limited assurance engagement. We perform procedures, consisting of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with International Standards on Auditing (New Zealand) and consequently do 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 on those interim financial statements.

The engagement partner on the review resulting in this independent auditor's review report is Grant Taylor.

A stylized, handwritten-style signature of 'Ernst & Young' in black ink.

Chartered Accountants
Auckland
20 February 2024

Directory

Company

Winton Land Limited
NZCN 6310507
ARBN 655 601 568

Board of Directors

Chris Meehan, Chairman
Michaela Meehan
Julian Cook
Glen Tupuhi
Guy Fergusson
Steven Joyce
James Kemp
Jelte Bakker (alternate for James Kemp)

Senior Management Team

Chris Meehan, Chief Executive Officer
Simon Ash, Chief Operating Officer
Jean McMahon, Chief Financial Officer
Justine Hollows, General Manager Corporate Services
Duncan Elley, General Manager Project Delivery

Company Secretary

Justine Hollows

Registered Office

New Zealand:

Level 4, 10 Viaduct Harbour Avenue
Auckland 1010
New Zealand

Australia:

c/- Mills Oakley
Level 7, 151 Clarence Street
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Mailing Address and Contact Details

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Telephone: +64 9 377 7003
Website: www.winton.nz

Auditor

Ernst & Young
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Auckland 1010
New Zealand

Legal Advisors

New Zealand:

Chapman Tripp
Level 34, PwC Tower
15 Customs Street West
Auckland 1010
New Zealand

Australia:

Mills Oakley
Level 7, 151 Clarence Street
Sydney, NSW 2000
Australia

Share Registry

Winton's share register is maintained by Link Market Services Limited. Link is your first point of contact for any queries regarding your investment in Winton. You can view your investment, indicate your preference for electronic communications, access and update your details and view information relating to dividends and transaction history at any time by visiting the Link Investor Centre at the addresses noted below.

Registry

New Zealand:

Link Market Services Limited
Level 30, PwC Tower
15 Customs Street West
Auckland 1010
New Zealand
Telephone: +64 9 375 5998
Email: enquiries@linkmarketservices.co.nz
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WINTON

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WANAKA

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