

GRAND HARBOUR MARINA

VITTORIOSA ✳ MALTA

COMPANY ANNOUNCEMENT

GRAND HARBOUR MARINA P.L.C. (THE "COMPANY")

Approval of Interim Financial Statements

Date of Announcement	27 August 2010
Reference	47/2010
Listing Rule	LR 8.7.21

QUOTE

The Board of Directors has today approved the Half-Yearly Financial Statements of the Company for the period from 1 January 2010 to 30 June 2010. The Half Yearly Report is attached to this company announcement and is available for public inspection at the registered office of the Company.

UNQUOTE

Signed:



Louis de Gabriele
Company Secretary

Grand Harbour Marina p.l.c.

Half-Yearly Report

For the Period 1 January 2010 to 30 June 2010

Condensed Statement of Comprehensive Income

	1 January 2010 to 30 June 2010	1 January 2009 to 30 June 2009
	€	€
Revenue	1,053,466	926,196
Personnel expenses	(154,025)	(150,781)
Depreciation expense	(173,200)	(167,671)
Other operating expenses	(825,930)	(725,168)
Results from operating activities	(99,689)	(117,424)
Finance income	58,300	13,276
Finance expenses	(354,833)	(154,571)
Net finance costs	(296,533)	(141,295)
Acquisition related costs	(66,935)	-
Loss before tax	(463,157)	(258,719)
Income tax credit	-	90,552
Total comprehensive income for the period	(463,157)	(168,167)
Loss per share	(0.05)	(0.02)

Condensed Statement of Financial Position

	At 30 June 2010	At 31 December 2009
	€	€
ASSETS		
Non-current assets	8,439,189	8,583,560
Current assets	10,254,673	2,591,628
Total assets	18,693,862	11,175,188
EQUITY		
Total equity	4,923,729	5,386,886
LIABILITIES		
Non-current liabilities	11,570,986	3,260,147
Current liabilities	2,199,147	2,528,155
Total liabilities	13,770,133	5,788,302
Total equity and liabilities	18,693,862	11,175,188

Condensed Statement of Changes in Equity

	Total	Share capital	Other reserve	Retained earnings
	€	€	€	€
Balance at 1 January 2009	4,563,673	2,329,370	-	2,234,303
Total comprehensive income for the period:				
Loss for the period	(168,167)	-	-	(168,167)
Balance at 30 June 2009	4,395,506	2,329,370	-	2,066,136
Total comprehensive income for the period:				
Profit for the period	991,380	-	-	991,380
Balance at 31 December 2009	5,386,886	2,329,370	-	3,057,516
Total comprehensive income for the period:				
Loss for the period	(463,157)	-	-	(463,157)
Balance at 30 June 2010	4,923,729	2,329,370	-	2,594,359

Grand Harbour Marina p.l.c.

Half-Yearly Report

For the Period 1 January 2010 to 30 June 2010

Condensed Statement of Cash Flows

	1 January 2010 to 30 June 2010	1 January 2009 to 30 June 2009
	€	€
Net cash generated from operating activities	33,387	417,568
Net cash used in investing activities	(47,010)	(125,408)
Net cash generated from / (used in) financing activities	7,708,490	(350,613)
Net increase / (decrease) in cash and cash equivalents	7,694,867	(58,453)

Notes to the Half-Yearly Report

1. Reporting entity

Grand Harbour Marina p.l.c. (the “Company”) is a public limited liability company domiciled and incorporated in Malta.

The principal activities of the Company are the development, operation and management of marinas. The Company is geared towards providing a high quality service to yachts, with a particular emphasis on super-yachts, which by their very nature, demand high level marina related services. Currently the Company owns the Grand Harbour Marina, which is operated and managed by Camper & Nicholson's Marinas Limited, a company involved internationally in the management and operation of marinas.

The financial statements of the Company as at and for the year ended 31 December 2009 are available upon request from the Company's registered office at “The Capitanerie”, Vittoriosa Wharf, Vittoriosa BRG 1721, Malta

2. Statement of compliance

The Half-Yearly Report (the “Report”) of the Company is being published in terms of Listing Rule 9.44j issued by the Listing Authority and has been prepared in accordance with the applicable Listing Rules and EU adopted International Accounting Standard 34, ‘Interim Financial Reporting’. The Report does not include all of the information required for full annual financial statements, and should be read in conjunction with the financial statements of the Company as at and for the year ended 31 December 2009.

The Report has not been audited nor reviewed by the Company's Independent Auditors. The published figures in the Report, other than those included in the comparative statement of financial position, have been extracted from the unaudited management financial statements of the Company for the six months ended 30 June 2010 and its comparative period in 2009. Comparative information for the statement of financial position as at 31 December 2009 has been extracted from the Company's audited financial statements for the year ended on that date.

3. Interim Directors' Report

Review of performance

During the period ended 30 June 2010, the Company issued €10,000,000 bonds, with an over-allotment option of €2,000,000, bearing an interest rate of 7%, redeemable in 2020 and subject to an early redemption option that may be exercised by the Company between 2017 and 2020. The Company has used part of the funds to repay the bank loan facility of €3,780,369.

With the increased tariffs and higher occupancy levels attained during the period, pontoon fees and revenue from ancillary services for the first 6 months ended 30 June 2010 grew from €926,196 to €1,053,466, an increase of 14% over the first 6 months of 2009, resulting in a profit before interest, tax, depreciation and amortisation (EBITDA) of €73,511 (6 months to 30 June 2009 €50,247). There were no super yacht berth sales during the period ended 30 June 2010 and in the comparative period in 2009.

The increase in operating costs for the 6 months ended 30 June 2010 from €725,168 to €825,930 is mainly related to the increase in direct costs of turnover, other turnover related fees and costs incurred in relation to the reconfiguration of the berth layout at the marina. Furthermore, operating costs for the period ending 30 June 2010 include a write down in the provision of bad debts of €10,493, (6 months to 30 June 2009 €43,317).

The increase in finance expenses for the 6 months ended 30 June 2010 from €154,571 to €354,833 is mainly related to the increase in interest costs following the issue of the bonds.

Acquisition related costs amounting to €66,935 are expenses incurred in the furtherance of the Company's growth and potential investment in Mandraki Marina, Rhodes. The Company has been informed that it is one of the shortlisted bidders.

The results for the first 6 months ended 30 June 2010 show a loss after tax of €463,157 compared to a loss of €168,167 in the first 6 months of 2009.

The earnings per share for the first 6 months ended 30 June 2010 was (5) euro cent, compared to (2) euro cents for the first 6 months of 2009.

The increase in total assets to €18,693,862 at 30 June 2010 from December 2009 (€11,175,188) is mainly related to the increase in cash and cash equivalents following the bond issue in January 2010.

Changes in shareholdings and Directors

The directors who served in office during the period 1 January 2010 to 30 June 2010 were:

Lawrence Zammit - Chairman
John Hignett
Roger Lewis
Nicholas Maris
Sir Christopher Lewinton (appointed on 30 June 2010)
Franco Azzopardi (appointed on 30 June 2010)
Trevor Ash (resigned on 30 June 2010)

Grand Harbour Marina p.l.c.

Half-Yearly Report

For the Period 1 January 2010 to 30 June 2010

The Directors remain fully focused on delivering good results for the Company's shareholders.

The Report was approved by the Board of Directors on 27 August 2010

4. Significant accounting policies

Except as described below, the accounting policies adopted in the preparation of this Report are the same as those adopted in the preparation of the audited financial statements for the year ended 31 December 2009. The Company applied revised IAS 1 *Presentation of Financial Statements (2007)*, which became effective as of 1 January 2009. The following are considered to be the key significant accounting policies:

Recognition and measurement of plant and equipment

The cost of super-yacht berths that have been completed but not licensed and other items of plant and equipment are stated at cost less accumulated depreciation and any impairment losses. Super-yacht berths and pontoons in the course of construction are not being depreciated.

Where parts of an item of plant and equipment have different useful lives, they are accounted for as separate items of plant and equipment. The Company recognises, in the carrying amount of an item of plant and equipment, the cost of replacing part of such an item when that cost is incurred and it is probable that the resulting future economic benefits will flow to the Company and the cost of the item can be measured reliably. All other costs are recognised in the statement of comprehensive income as an expense when incurred.

As part of its operating activities, the Company licenses out super-yacht berths over longer periods, typically for 25 or 30 years. The cost of such berths is apportioned between that part attributable to the initial licensing period, which is recognised immediately in profit or loss and that part (residual amount) attributable to the time period which extends beyond the initial licensing period. The method of cost apportionment used represents a fair reflection of the pattern of future economic benefits estimated to accrue from the licensing of such berths. The residual amount is classified in the statement of financial position within non-current assets, as deferred costs.

Revenue

- Revenue from the licensing of super-yacht berths over long-term periods (see accounting policy on recognition and measurement of super-yacht berths above) is recognised in profit or loss on the signing of the licensing contracts with the licensees.
- Pontoon fees and revenue from other ancillary services are recognised in profit or loss in the year in which the services to which they relate have been rendered.

Financial Instruments

The Company initially recognises debt securities issued on the date that they are originated. All other financial liabilities (including liabilities designated at fair value through profit and loss) are recognised initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

The Company derecognises a financial liability when its contractual obligations are discharged, or cancelled or expire.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Company has the following non-derivative financial liabilities: unsecured bonds, bank overdrafts, and trade and other payables.

Such financial liabilities are recognised initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortised cost using the effective interest method.

5. Estimates

The preparation of the Report requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing the Report, the significant judgements made by management in applying the Company's accounting policies and key sources of estimation uncertainty were the same as those that applied to the financial statements as at and for the year ended 31 December 2009.

6. Financial risk management

The Company's financial risk management objectives and policies are consistent with those disclosed in the financial statements as at and for the year ended 31 December 2009.

7. Seasonality of operations

A significant proportion of the Company's revenues stem from annual berthing contracts and long term service charges for which the seasonal effects are minimal. Summer visitor income accrues generally between May and September but the effect of seasonality in the interim account is not significant.

Grand Harbour Marina p.l.c.
Half-Yearly Report
For the Period 1 January 2010 to 30 June 2010

8. Income tax

The income tax is based on the best estimate of the weighted average annual income tax rate expected for the twelve months ending 31 December 2009 and 31 December 2010, applied to the pre-tax loss of the interim period.

No charge or credit for income tax has been recognised for the period ending 30 June 2010 on the basis that the best estimate of the income tax charge or credit for the year ending 31 December 2010, excluding the income tax effect of any super yacht berth sales, is nil.

9. Plant and equipment

Acquisitions and disposals

During the six months ended 30 June 2010 the Company acquired assets with a cost of €28,823.

10. Capital commitments

The Company has no capital commitments as at 30 June 2010.

11. Interest bearing borrowings

	30 June 2010	31 December 2009
	€	€
Unsecured bonds	11,570,986	-
Bank loans	-	3,780,369
Bank overdrafts	35,008	81,833
	<u>11,605,994</u>	<u>3,862,202</u>

	Interest rate	Year of maturity
		2017 - 2020
		€
Unsecured Bonds	.7%	<u>11,570,986</u>

Unsecured bonds issued in the period

	30 June 2010
	€
Proceeds from issue of unsecured bonds	12,000,000
Transaction costs (net of amount expensed during the period)	(429,014)
Balance at 30 June 2010	<u>11,570,986</u>

12. Contingencies

Litigations and claims

There were no changes in contingent liabilities as at 30 June 2010 when compared to those previously reported in the financial statements for the year ended 31 December 2009.

In addition, while liability is not admitted, the Company has a dispute with a third party related to certain contractual obligations.

13. Related party transactions

The Company is a subsidiary of Camper & Nicholson's Marina Investments Limited ("CNMI"), the registered office of which is situated at Island House, Grand Rue, St Martins, Guernsey, GY4 6RU.

The Company also has a related party relationship with its directors, executive officers and companies forming part of Campers & Nicholson's Marina Investments Group.

Summary of related party transactions:

Camper & Nicholson's Marinas Limited	€
As per Marina Services Agreement:	
Balance at 1 January	46,356
Recruitment, operational services and auditing (2.5% of revenue subject to a minimum fee of GBP18,000 per annum)	26,217
Sales and Marketing fees (fixed fee of GBP 3,200 per month)	22,186
Management, finance & other related services	122,032
Cash movements	(186,554)
Balance as at 30 June	<u>30,237</u>

Camper & Nicholson's Marinas International Limited

	€
Balance at 1 January	25,344
As per Trade Mark Licence Agreement: Royalty fees (0.25% of operating turnover)	2,365
Other related services	120,197
Cash movements	(117,125)
Balance as at 30 June	<u>30,781</u>

14. Subsequent events

A final net dividend of €0.075 per share, equivalent to the sum of €750,000, as recommended by the directors, was approved for payment at the Annual General Meeting of the Company held on 30 June 2010 and was paid to the Company's shareholders on 15 July 2010.

There were no other material subsequent events to the end of June 2010.

Grand Harbour Marina p.l.c.
Half-Yearly Report
For the Period 1 January 2010 to 30 June 2010

**Statement pursuant to Listing Rule 9.44k.3
issued by the Listing Authority**

I confirm that to the best of my knowledge:

- the condensed interim financial statements prepared in accordance with the EU adopted International Accounting Standard 34 *Interim Financial Reporting*, included in this Report, give a true and fair view of the assets, liabilities, financial position and profit/loss of the Company as at 30 June 2010; and
- the interim Directors' report, also included in this report, includes a fair review of the information required in terms of Listing Rule 9.44k.2.



Lawrence Zamnit
27 August 2010