



Webjet Limited

ABN 68 002 013 612

Annual report for the financial year ended 30 June 2013

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Corporate Information

| Registered Office | Share Registry |
|--|--|
| Level 2 509 St Kilda Road Melbourne Vic 3004 Phone: (03) 9820 9214 Email: webjet@webjet.com.au | Computershare Investor Services Pty Ltd Level 5 115 Grenfell Street Adelaide SA 5000 Phone: (08) 8236 2300 |

| Principal Administrative Office | Company Secretary |
|--|---|
| Level 2 509 St Kilda Road Melbourne Vic 3004 | John Viegas Level 2 509 St Kilda Road Melbourne Vic 3004 |

| Solicitors | Auditors |
|--|---|
| Minter Ellison 525 Collins Street Melbourne Vic 3001 | BDO Level 7, BDO Centre 420 King William Street Adelaide SA 5000 |

| Bankers | Internet Address |
|--|--|
| National Australia Bank Level 30, 500 Bourke Street Melbourne Vic 3000 | www.webjet.com.au |

Directors' report

The directors of Webjet Limited submit herewith the annual financial report of the company and controlled entities (the Consolidated Entity) for the financial year ended 30 June 2013. In order to comply with the provisions of the Corporations Act 2001, the directors report as follows:

Information about the directors

The names and particulars of the directors of the company during or since the end of the financial year are:

| Name | Experience |
|--|--|
| David Clarke (Non-Executive Chairman) | Held senior management positions with the Jetset travel Consolidated Entity from 1977 to 1995. He is regarded as pioneering the introduction of wholesale packaging through distribution access in Australia and overseas, the development of an integrated franchise structure and one of the highest ranking travel brands in Australia in the 1990's. He has worked closely with most major airlines, including Qantas, British Airways, Ansett Australia, United Airlines and others over 25 years and is internationally recognised in the travel industry. |
| John Guscic BEc, MBA (Managing Director) | Former Chief Commercial Officer of GTA (a Travelport company). He has been instrumental in identifying and shaping new business ventures; forging strong, strategic relationships and managing both multinational and local customer retention and growth. Prior to Travelport, he founded his own successful strategic consultancy advising internet start-ups. Prior to his appointment as MD in February 2011, John has been a director of Webjet since 2006. |
| Don Clarke LLB (Hons) (Non-Executive Deputy Chairman) | Is a partner in the law firm Minter Ellison and has had extensive commercial experience. He has been associated with Webjet in his capacity as a senior legal advisor for over 10 years. Other current ASX listed company directorships are Circadian Technologies Ltd (since September 2005) and Phosphagenics Limited (since August 2010). |
| Allan Nahum FCA, FICD, AAISA (Non-Executive Director) | Former partner in the Melbourne based accounting and consulting firm HLB Mann Judd, with extensive experience in the profession as a business consultant. He has worked in the travel industry as an Auditor and Consultant for over 39 years. |
| Chris Newman BEc, BComm (Non-Executive Director) | Has had extensive experience over many years in investment analysis, stockbroking, mergers and acquisitions, and was instrumental in the original public listing of Webjet. Chris resigned 14 November 2012. |
| Steven Scheuer BBus (Acc), CPA (Non-Executive Director) | After spending a number of years in public accounting practice, he established his own manufacturing and importing business using strong and well known clothing brand labels throughout Australia and New Zealand. |
| Richard Noon FCPA, BBus, Grad Dip (Acc) (Executive Director) | Has worked in many areas of the travel industry at senior executive levels, from hotels (Hilton and Sheraton), airlines, retail and tour wholesaling (Jetset Tours) to airfare consolidation (Concorde). He also worked for Citibank Australia as Vice President, Cash Management. Collectively, he has 35 years travel and 15 years internet marketing experience. Richard resigned 31 August 2012. |
| Roger Sharp BA LLB (Non-Executive Director) | Has 25 years' experience in investing, financing and advising in global markets. Roger has held a series of regional and global positions in the finance and technology sectors. Based in Singapore, he is currently a director of several companies and is a non-executive director of Digital Performance Group Ltd. Roger was appointed 1 January 2013. |

Directors' shareholdings

The following table sets out each director's shareholding as at 30 June 2013, their relevant interest in shares and options in the company as at the date of this report.

| Directors | Fully paid ordinary shares Number | Share options Number |
|----------------|--------------------------------------|-------------------------|
| David Clarke | 5,000 | - |
| John Guscic | 109,169 | 3,000,000 |
| Don Clarke | 10,000 | - |
| Allan Nahum | 134,084 | - |
| Steven Scheuer | 4,326,254 | - |
| Roger Sharp | - | - |

Remuneration of key management personnel

Information about the remuneration of key management personnel is set out in the remuneration report of this directors' report, on page 5.

Share options granted to directors and senior management

There were no issues of share options during the financial year.

Company secretary

John Viegas BCom, held the joint position of Company Secretary and Financial Controller throughout the financial year. He has extensive background in Financial & Management Accounting in various industries including Petrochemical and Hospitality.

Principal activities

The principal activity of the Consolidated Entity is the provision of online travel booking services.

Review of Operations

The year ended 30 June 2013 has produced a profit before tax of \$11.4 million (2012: \$19.3 million) and net profit after tax of \$6.5 million (2012: \$13.6 million). During the year the company has experienced a growth in total transaction values of \$110 million from \$768 million to \$884 million.

The result includes the impact of a number of one-off items incurred during the year. These were \$2.2m in pre-tax costs relating to the launch and initial trading loss of Lots of Hotels, \$5.4 million in pre-tax costs incurred by Webjet for the acquisition and transition of the Zuji business, and the pre-tax trading loss incurred by Zuji between 22 March and 30 June 2013 which was a period during which significant management and operational changes were underway in that business. The net profit after tax for the year was \$14.4 million if the impact of these items is excluded.

Total transaction values increased by 15% relative to the same period last year. These results include the impact of the launch of Lots of Hotels from March 2013 and the inclusion of Zuji from 22 March 2013.

| | 30 June 2013 \$'M | 30 June 2012 \$'M | 30 June 2011 \$'M | 30 June 2010 \$'M | 30 June 2009 \$'M |
|--|----------------------|----------------------|----------------------|----------------------|----------------------|
| Total transaction values | 884 | 768 | 592 | 504 | 388 |
| Total number of flight bookings ('000) | 1,062 | 1,053 | 902 | 798 | 657 |
| Net profit before tax | 11.4 | 19.3 | 15.4 | 14.5 | 10.8 |
| Net profit after tax | 6.5 | 13.6 | 11.0 | 10.5 | 7.7 |
| Operating cash flow | 24.5 | 17.7 | 14.7 | 14.1 | 8.5 |

The useful life of the Consolidated Entity's technology related intangible assets was reassessed in the year from 25 years to between 5 and 15 years (refer note 4(ii)), which had an impact on after-tax profit of \$345k.

Changes in state of affairs

In July 2012, the Consolidated Entity established the new enterprise Lots of Hotels, a business-to-business hotel operation based in Dubai. The business is expected to diversify the Consolidated Entity's service offering while expanding its exposure in the Middle East.

On 24 July 2012, the Consolidated Entity entered into a long term franchise agreement in South Africa with The Bidvest Group Limited. The arrangement will provide the Consolidated Entity with ongoing annual payments for a period of not less than ten years.

On 20 December 2012, Webjet Ltd completed an issue of 6,944,445 shares to various sophisticated, professional and institutional investors at a price of \$3.60. On 25 January 2013, Webjet Ltd completed a second issue of 1,387,585 shares to existing shareholders at a price of \$3.60 under the share purchase plan. The proceeds of both share issues were used to fund its acquisition of Zuji Holdings Ltd and Zuji Pte Ltd as announced on 12 December 2012.

On 21 March 2013, the Consolidated Entity completed the purchase of the Zuji Group, an online travel agent in Singapore, Hong Kong and Australia. The acquisition is expected to provide a platform for further growth throughout Asia, to enhance the Consolidated Entity's leading position within Australia and to provide synergies across the newly combined entity.

There were no further significant changes in the state of affairs of the Consolidated Entity during the financial year.

Future developments

Further information on likely developments in the operations of the Consolidated Entity and the expected results of those operations has not been included in this financial report because the directors believe it would be likely to result in unreasonable prejudice to the Consolidated Entity.

Subsequent events

There has not been any matter or circumstance occurring subsequent to the end of the financial year that has significantly affected, or may significantly affect, the operations of the Consolidated Entity, the results of those operations, or the state of affairs of the Consolidated Entity in future financial years.

Dividends

The final dividend for the year ended 30 June 2012 of \$0.07 per share fully franked to 100% was paid on 5 October 2012. The total payment was \$4.97 million. An interim dividend for the year ended 30 June 2013 of \$0.06 per share fully franked totaling \$4.76 million was paid on 11 April 2013. A final dividend of \$0.07 per share, fully franked to 100% has been declared by the directors for payment on 17 October 2013 totaling \$5.56 million.

Shares under option or issued on exercise of options

During the financial year, the following share-based payment arrangements were in existence:

| Options series | Grant date | No of options | Exercise price | Expiry date | Grant date fair value | Vesting date |
|----------------------------|------------|---------------|----------------|-------------|-----------------------|--------------|
| John Guscic – Tranche 1(a) | 19/10/2011 | 500,000 | \$2.60 | 30/06/2015 | \$0.22 | 01/09/2012 |
| John Guscic – Tranche 1(b) | 19/10/2011 | 500,000 | \$2.60 | 30/06/2015 | \$0.22 | 01/09/2012 |
| John Guscic – Tranche 2(a) | 19/10/2011 | 500,000 | \$3.10 | 30/06/2016 | \$0.20 | 01/09/2013 |
| John Guscic – Tranche 2(b) | 19/10/2011 | 500,000 | \$3.10 | 30/06/2016 | \$0.20 | 01/09/2013 |
| John Guscic – Tranche 3(a) | 19/10/2011 | 500,000 | \$3.80 | 30/06/2017 | \$0.22 | 01/09/2014 |
| John Guscic – Tranche 3(b) | 19/10/2011 | 500,000 | \$3.80 | 30/06/2017 | \$0.22 | 01/09/2014 |

- (a) Tranche 1 – Vested on 1/09/2012 upon achievement of the board determined budget for 2012. Tranche 2 – Will vest on 1/09/2013 as a result of the Company achieving the board determined budget for 2013. Tranche 3 – Vests if Company achieves board determined budget for 2014.
- (b) Tranche 1 – Vested on 1/09/2012 upon remaining in employment as at 30 June 2012. Tranche 2 – Will vest on 1/09/2013 as a result of remaining in employment at 30 June 2013. Tranche 3 – Vests if remains in employment at 30 June 2014.

The holder of these options does not have the right, by virtue of the option, to participate in any share issue or interest issue of the company or of any other body corporate or registered scheme.

No shares or interests have been issued during or since the end of the financial year as a result of the exercise of options.

Indemnification of officers and auditors

During the financial year, the company paid a premium in respect of a contract insuring the directors of the company (as named above), the company secretary and all executive officers of the company and of any related body corporate against a liability incurred as such a director, secretary or executive officer to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

The company has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the company or of any related body corporate against a liability incurred as such an officer or auditor.

Directors' meetings

The following table sets out the number of directors' meetings (including meetings of committees of directors) held during the financial year and the number of meetings attended by each director (while they were a director or committee member). During the financial year, 11 Board meetings, 4 Nomination and Remuneration Committee meetings and 5 Audit and Risk Committee meetings were held.

| Directors | Board of directors | | Nomination and Remuneration Committee | | Audit and Risk Committee | |
|----------------|--------------------|----------|---------------------------------------|----------|--------------------------|----------|
| | Held | Attended | Held | Attended | Held | Attended |
| David Clarke | 11 | 11 | 4 | 4 | - | - |
| John Guscic | 11 | 11 | - | - | - | - |
| Don Clarke | 11 | 10 | 4 | 4 | - | - |
| Allan Nahum | 11 | 11 | - | - | 5 | 5 |
| Chris Newman | 4 | 4 | - | - | 3 | 3 |
| Steven Scheuer | 11 | 11 | - | - | 5 | 5 |
| Richard Noon | 2 | 2 | - | - | - | - |
| Roger Sharp | 5 | 5 | - | - | - | - |

Non-audit services

Details of amounts paid or payable to the auditor for non-audit services provided during the year by the auditor are outlined in note 36 to the financial statements. The directors are satisfied that the provision of non-audit services during the prior year by the network firm of the parent entity auditor is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The directors are of the opinion that the services as disclosed in note 36 to the financial statements do not compromise the external auditor's independence, based on advice received from the Audit and Risk Committee, for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 'Code of Ethics for Professional Accountants' issued by the Accounting Professional & Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the company, acting as advocate for the company or jointly sharing economic risks and rewards.

Auditor's independence declaration

The auditor's independence declaration has been received and is included on page 13 of the annual report.

Rounding off of amounts

The company is a company of the kind referred to in ASIC Class Order 98/0100, dated 10 July 1998, and in accordance with that Class Order amounts in the directors' report and the financial report are rounded off to the nearest thousand dollars, unless otherwise indicated.

Remuneration report - audited

This remuneration report, which forms part of the directors' report, sets out information about the remuneration of Webjet Limited's directors and its senior management for the financial year ended 30 June 2013. The term 'key management personnel' refers to those having authority and responsibility for planning, directing and controlling the activities of the Consolidated Entity, directly or indirectly, including any director (whether executive or otherwise) of the Consolidated Entity.

The prescribed details for each person covered by this report are detailed below under the following headings:

- key management personnel;
- remuneration policy;
- relationship between the remuneration policy and company performance;
- remuneration of key management personnel; and
- service and employment agreements of key executives

Key management personnel

The directors and other key management personnel of the Consolidated Entity during or since the end of the financial year were:

- David Clarke (Non-Executive Chairman)
- John Guscic BEc, MBA (Managing Director)
- Don Clarke LLB (Hon) (Non-Executive Deputy Chairman)
- Allan Nahum FCA, FICD, AAISA, (Non-Executive Director)
- Christopher Newman BEc, BComm (Non-Executive Director) – Resigned 14 November 2012
- Steven Scheuer BBus (Acc) (Non-Executive Director)
- Richard Noon FCPA, B Bus, Grad Dip (Acc) – Resigned 31 August 2012
- Roger Sharp BA LLB (Non-Executive Director) – Appointed 1 January 2013
- Robert Turner BCom ACA (Chief Financial Officer) – Appointed 23 July 2012
- Shelley Beasley BA (Comm), GradDipBusIntStrLship – (Chief Operating Officer)

Except as noted, the named persons held their current position for the whole of the financial year and since the end of the financial year.

Remuneration Policy

The Consolidated Entity's remuneration policy seeks to ensure that:

1. it is able to attract and retain management and operating staff with a particular and specialised mix of marketing, commercial and technical skills appropriate for its business plan. This blend of skills is sought from a competitive environment where there is limited supply.
2. remuneration is competitive with the appropriate incentives for continued employment, which, in turn, is an important component in the protection of the Consolidated Entity's intellectual property which provides part of the Consolidated Entity's competitive edge.
3. the interests of management and general operating staff reflect a close alignment with the interests of shareholders.

Accordingly, the Consolidated Entity has in place a range of incentive programs at all levels, relative to certain KPIs which relate to quality standards, cost management and budget achievement.

The company does not subscribe, at senior level, to the philosophy of excessive 'at risk components' at a cash salary level and considers a more appropriate methodology is to limit the 'at risk component' to a meaningful but not excessive level. Put more succinctly, it considers total employment should be 'at risk' if performance does not deliver prescribed results.

The company monitors remuneration levels through industry comparisons, market intelligence and comparative data of publicly listed companies.

Relationship between the remuneration policy and company performance

The financial and business performance of the Consolidated Entity (of which the overall earnings and performance of the Consolidated Entity compared to its budgets and prior years is an important part) is a material factor in the determination of the nature and amount (or value, as appropriate) of the remuneration of the key management personnel. However, while the Board does have regard for, and is extremely cognisant of the need to drive shareholder wealth and value through improved year on year performance and the payment of dividends (or returns of capital), as there are many and varied factors that affect (positively or negatively):

- the market price of the Company's shares; and
- its ability to pay dividends or make returns of capital,

neither the actual shareholder wealth generated in a financial year nor the relationship, if any, between the Consolidated Entity's performance and the actual shareholder wealth generated in that, financial results are important factors in determining the remuneration policies and/or overall remuneration of the key management personnel in any year.

| | 30 June 2013 \$'000 | 30 June 2012 \$'000 | 30 June 2011 \$'000 | 30 June 2010 \$'000 | 30 June 2009 \$'000 |
|-----------------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|
| Revenue | 74,772 | 57,719 | 43,548 | 38,877 | 30,118 |
| Net profit before tax | 11,443 | 19,297 | 15,386 | 14,508 | 10,774 |
| Net profit after tax | 6,484 | 13,613 | 11,006 | 10,517 | 7,678 |

| | 30 June 2013 | 30 June 2012 | 30 June 2011 | 30 June 2010 | 30 June 2009 |
|-------------------------------|-----------------|-----------------|-----------------|-----------------|-----------------|
| Share price at start of year | \$3.38 | \$2.00 | \$1.88 | \$1.30 | \$1.26 |
| Share price at end of year | \$4.45 | \$3.38 | \$2.00 | \$1.88 | \$1.32 |
| Interim dividend ¹ | 6.0cps | 6.0cps | 5.0cps | 5.0cps | 3.0cps |
| Final dividend ¹ | 7.0cps | 7.0cps | 6.0cps | 5.5cps | 3.5cps |
| Basic earnings per share | 8.74 | 18.81 | 14.41 | 13.93 | 10.24 |
| Diluted earnings per share | 8.66 | 18.79 | 14.33 | 13.76 | 10.24 |

¹ Franked to 100% at corporate income tax rate

Remuneration of key management personnel

The remuneration tables below are prepared on an accruals basis for bonuses as required by Corporations Regulation 2M.3.03(4).

| 2013 | Salary & fees \$ | Bonus \$ | Short-term incentives | | Post-employment benefits Superannuation \$ | Share-based payment Options & rights \$ | Total \$ |
|--------------------------------|---------------------|-------------|-----------------------|-------------|--|---|------------------|
| | | | Non-monetary \$ | Other \$ | | | |
| Non-executive directors | | | | | | | |
| David Clarke | 243,000 | - | - | - | 24,000 | - | 267,000 |
| Don Clarke | 96,331 | - | - | - | 8,670 | - | 105,001 |
| Allan Nahum | 62,500 | - | - | - | 25,000 | - | 87,500 |
| Chris Newman | 25,780 | - | - | - | 2,320 | - | 28,100 |
| Steven Scheuer | 37,676 | - | - | - | 3,391 | - | 41,067 |
| Roger Sharp | 40,000 | - | - | - | - | - | 40,000 |
| Executive officers | | | | | | | |
| John Guscic | 574,999 | 340,000 | - | - | 25,000 | 214,639 ² | 1,154,638 |
| Richard Noon | 195,249 | - | - | - | 20,500 | - | 215,749 |
| Shelley Beasley | 350,000 | 115,750 | - | - | 11,543 | - | 477,293 |
| Robert Turner | 235,897 | 80,000 | - | - | 23,589 | - | 339,486 |
| | | | | | | | 2,755,834 |

| 2012 | Salary & fees \$ | Bonus \$ | Short-term incentives | | Post-employment benefits Superannuation \$ | Share-based payment Options & rights \$ | Total \$ |
|--------------------------------|---------------------|-------------|-----------------------|-------------|--|---|------------------|
| | | | Non-monetary \$ | Other \$ | | | |
| Non-executive directors | | | | | | | |
| David Clarke | 85,000 | - | - | - | 48,000 | - | 133,000 |
| Don Clarke | 68,807 | - | - | - | 6,193 | - | 75,000 |
| Allan Nahum | 12,500 | - | - | - | 50,000 | - | 62,500 |
| Chris Newman | 42,967 | - | - | - | 3,867 | - | 46,834 |
| Steven Scheuer | 26,912 | - | - | - | 2,422 | - | 29,334 |
| Executive officers | | | | | | | |
| John Guscic | 505,000 | 174,900 | - | - | 25,000 | 250,309 ² | 955,209 |
| Richard Noon | 375,200 | 164,500 | - | 4,800 | 50,000 | - | 594,500 |
| Shelley Beasley | 350,000 | 87,500 | - | - | 7,000 | - | 444,500 |
| Mathias Friess ¹ | 333,628 | - | 21,948 | - | - | - | 355,576 |
| Tim Wagg ¹ | 203,614 | 87,742 | - | - | 48,000 | - | 339,356 |
| | | | | | | | 3,035,809 |

¹ From 1 July 2012, Mathias Friess and Tim Wagg were no longer considered key management personnel.

² The ongoing share based payment expense is performance related. The share-based payments make up 18.5% (2012: 26.2%) of John Guscic's total salary.

Bonuses

For the Key Management Personnel the bonus plan is based upon the Consolidated Entity achieving the Board approved budget for the full year.

The schedule of bonuses below outlines the bonuses payable to the Key Management Personnel after the reporting periods. 100% of these bonuses payable will vest with the employees.

| | Total Cash Bonus at Risk \$ | Achievement of 2013 Budget \$ | Discretionary Performance Bonus \$ | Total Bonus \$ | Performance Related % |
|-----------------|-----------------------------------|-------------------------------------|---|-------------------|-----------------------------|
| John Guscic | 340,000 | 240,000 | 100,000 | 340,000 | 29.4% |
| Shelley Beasley | 115,750 | 85,750 | 30,000 ¹ | 115,750 | 24.3% |
| Robert Turner | 80,000 | 50,000 | 30,000 ¹ | 80,000 | 23.6% |

¹ A discretionary bonus was paid above the contractual bonus amount.

Employee share option plan

No share options were issued to key management personnel during the financial year.

Service and employment agreements of key executives

The following table sets out the key elements of the senior executive service agreements.

| | Agreement Date | Term (Years) | Notice Period | Termination Payment | Base Salary (Inc Superannuation) \$ | Salary at Risk \$ | Possible Total \$ |
|-----------|-----------------|--------------|---------------|-----------------------------|--|----------------------|----------------------|
| J Guscic | 1 February 2011 | 3 | 12 Months | 12 months in lieu of notice | 600,000 | 340,000 | 940,000 |
| S Beasley | 21 March 2011 | 3 | 6 Months | 6 months in lieu of notice | 381,445 | 87,500 | 468,945 |
| R Turner | 23 July 2012 | rolling | 6 Months | 6 months in lieu of notice | 284,750 | 50,000 | 334,750 |

Key management personnel remuneration philosophy

The board monitors and reviews the performance of executive directors as well as the performance of key senior management. The Board receives regular updates on the performance of the Consolidated Entity as a whole. The Chairman of the company endeavours to implement change at a Board level to incorporate recommendations that flow out of this review process. The company has in place a Nomination and Remuneration Committee which seeks to ensure that the Consolidated Entity's remuneration levels are appropriately aimed at delivering maximum benefit for the Consolidated Entity. The Nomination and Remuneration Committee has responsibility for ensuring that the Consolidated Entity:

- Has coherent remuneration policies and practices to attract and retain executives and directors who will create value for shareholders;
- Observes those remuneration policies and practices; and
- Fairly and responsibly rewards executives having regard to the performance of the Consolidated Entity, the performance of the executives and the general pay environment.

Remuneration Committee

The current members of the Nomination and Remuneration Committee are the independent directors Don Clarke and David Clarke. The Committee may if considered necessary, receive external assistance and advice to assist it in determining appropriate levels of remuneration for the directors of the Company. No remuneration consultant services have been engaged during the financial year.

Senior Management and Executive Director Remuneration

The Consolidated Entity aims to reward executives with a level and mix of remuneration commensurate with their position and responsibilities and so as to:

- reward executives for company, business unit and individual performance against targets set by reference to appropriate benchmarks;
- align the interests of executives with those of shareholders;
- link reward with the strategic goals and performance of the company; and
- ensure total remuneration is competitive by market standards.

Remuneration consists of the following key elements:

- fixed remuneration; and
- incentive remuneration in the form of performance and retention bonuses.

The proportion of fixed remuneration and variable remuneration is established for each executive by the Managing Director. The proportion of fixed remuneration and variable remuneration is established for the Managing Director by the Nomination and Remuneration Committee.

Non-executive director remuneration

The Board seeks to set aggregate remuneration at a level which provides the company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost which is acceptable to shareholders. When setting fees for individual directors, account is taken of the responsibilities inherent in stewardship of the Consolidated Entity and the demands made of directors in the discharge of their responsibilities.

Fixed remuneration

The level of fixed remuneration is set so as to provide a base level of remuneration which is both appropriate to the position and is competitive in the market. Fixed remuneration is reviewed annually by the Nomination and Remuneration Committee in consultation with the Managing Director. The process consists of a review of company-wide, business unit and individual performance, relevant comparative remuneration in the market and internal and, where appropriate, external advice on policies and practices.

Senior executives are given the opportunity to receive their fixed (primary) remuneration as either cash or superannuation. It is intended that the manner of payment chosen will be optimal for the recipient without creating undue cost for the company.

Variable remuneration

The company has implemented a bonus plan that seeks to incentivise and retain its key executives by rewarding company and individual performance.

End of audited Remuneration Report

Signed in accordance with a resolution of the directors made pursuant to s.298 (2) of the Corporations Act 2001.

On behalf of the directors



.....
David Clarke (Chairman)

20 August 2013

Corporate governance statement

The Board of Directors are responsible for corporate governance of the company and its controlled entities. The Board considers good corporate governance a matter of high importance and aims for best practice in the area of corporate governance. This section describes the main corporate governance practices of the company.

In reviewing the corporate governance structure of the Consolidated Entity, the Board has reviewed and considered the ASX Corporate Governance Councils' recommendations. Comment is made where key principles are not followed due to the size and nature of the Consolidated Entity.

Board Responsibilities

The Board's key responsibilities are:

- oversight of the operation of the Consolidated Entity including establishing, reviewing and changing corporate strategies;
- ensuring that appropriate internal control, reporting, risk management and compliance frameworks are in place;
- appointing, removing, reviewing and monitoring the performance of the Managing Director to whom the Board have delegated the day to day management of the Consolidated Entity;
- approval of the annual report (including the financial report), the budget and the business plan of the Consolidated Entity;
- regular (at present at least monthly) review of the Consolidated Entity's performance against the budget and the business plan;
- approving material contractual arrangements including all major investments and strategic commitments;
- making decisions concerning the Consolidated Entity's capital structure, the issue of any new securities and the dividend policy;
- establishing and monitoring appropriate committees of the Board including the Audit and Risk Committee and the Nomination and Remuneration Committee;
- reporting to shareholders; and
- ensuring the Consolidated Entity's compliance with all legal requirements including the ASX Listing Rules.

Structure of Board

The maximum number of directors provided for by the Company's constitution is fifteen and the Company currently has six directors on the Board. A director may be appointed by resolution passed at a general meeting or, in the case of casual vacancies, by the directors.

Potential additions to the Board are carefully considered by the Board prior to being nominated to shareholders or appointed as casual vacancies. The skills, experience and expertise of each of the directors are set out in the first section of the Annual Report.

The Board currently has five non-executive directors being David Clarke (Chairman), Don Clarke (Deputy Chairman), Allan Nahum, Steven Scheuer and Roger Sharp. The current Board is sufficiently balanced to protect the interests of shareholders. The Company facilitates and pays for directors and committee members to obtain professional independent advice if they require it.

Code of Conduct

The Consolidated Entity has a Code of Conduct as well as a number of internal policies and operating procedures aimed at providing guidance to directors, senior management and employees on the standards of personal and corporate behaviour required of all personnel. The Code of Conduct covers specific issues such as trading in Company securities by directors, officers and employees and also provides guidance on how to deal with business issues in a manner that is consistent with the Company's responsibilities to its shareholders.

Audit and Risk Committee

The Board has appointed an Audit and Risk Committee that operates under a charter approved by the Board.

The Committee provides a direct link between the Board and the external audit function as well as directing the internal audit function. The Committee is responsible for reviewing and reporting to the Board that:

- the system of internal control which management has established effectively safeguards the assets of the Consolidated Entity;
- accounting records are properly maintained in accordance with statutory requirements;
- financial information provided to shareholders is accurate and reliable;
- the external audit function is effective; and
- the internal audit function is independent of management.

The Committee is responsible for the appointment of the external auditor and ensures that the incumbent firm (and the responsible service team) has suitable qualifications and experience to conduct an effective audit. The external audit engagement and quality review partners will be required to rotate every five balance dates.

The Audit and Risk Committee meets regularly to review the half-year and annual results of the Consolidated Entity, and to review the audit process, and those representations made by management in support of monitoring the Consolidated Entity's commitment to integrity in financial reporting. The Managing Director, the Chief Financial Officer and the external auditors are invited to attend meetings of the Committee at the discretion of the Committee.

The members of the Audit and Risk Committee at the date of this annual report are the following non-executive directors of the Company: Allan Nahum (Chairman of the Committee) and Steven Scheuer. David Nairn was appointed on 6 February 2013 as independent committee member.

Business Risk Management

The Consolidated Entity endeavours at all times to minimise and effectively manage risk. The Audit and Risk Committee reviews the control systems and policies of the Consolidated Entity in relation to risk management on an ongoing basis and maintains a risk grid model of key control systems of the Consolidated Entity.

The Audit and Risk Committee reviews key matters of business risk management and ensures appropriate measures are in place to protect the assets of the Consolidated Entity including the security of its software, the security of its premises and the appropriate provisioning of insurance policies.

In addition, the Audit and Risk Committee regularly provides specific advice or recommendations to the Board regarding the existence and status of business risks that the Consolidated Entity faces.

Nomination and Remuneration Committee Charter

The Nomination and Remuneration Committee is a committee of the Board of directors of Webjet Limited. The role of the Nomination and Remuneration Committee is not an executive role. The role of the Committee is to help the Board achieve its objective to ensure the company:

- has a Board of an effective composition, size and commitment to adequately discharge its responsibilities and duties;
- has coherent remuneration policies and practices to attract and retain executives and directors who will create value for shareholders;
- observes those remuneration policies and practices; and
- fairly and responsibly rewards executives having regard to the performance of the Consolidated Entity, the performance of the executives and the general pay environment.

The Nomination and Remuneration Committee is responsible for:

- identifying and recommending to the Board, nominees for membership of the Board;
- identifying and assessing the necessary and desirable competencies and characteristics for Board membership and regularly assessing the extent to which those competencies and characteristics are represented on the Board;
- developing and implementing processes to identify and assess necessary and desirable competencies and characteristics for Board members; and
- ensuring succession plans are in place to maintain an appropriate balance of skills on the Board and reviewing those plans.

Executive remuneration and incentive policies and practices are performance based and aligned with the Consolidated Entity's vision, values and overall business objectives. In effect, the Committee must give appropriate consideration to the Consolidated Entity's performance and objectives, employment conditions and remuneration relativities.

Disclosure

The Consolidated Entity's policy is that shareholders are informed of all major developments that impact on the Consolidated Entity. The Consolidated Entity treats its continuous disclosure obligations seriously and has a number of internal operating policies and principles (including the Code of Conduct referred to above) that are designed to promote responsible decision-making and timely and balanced disclosure.

The Board is ultimately responsible for ensuring compliance by senior management and employees of the Consolidated Entity with the Consolidated Entity's policies and therefore requires that senior management and employees have an up to date understanding of ASX listing requirements. The Company also ensures that the directors and senior management obtain timely and appropriate external advice where necessary.

The Company currently places all relevant announcements made to the market including all past annual reports and policies including corporate governance together with related information on its website: www.webjet.com.au/About.

Additionally, the Company ensures that its external auditor is represented at the annual general meeting to answer shareholder questions about the conduct of the audit and the preparation of the auditor's report.

Performance and Remuneration

The Board reviews the performance of the executive director as well as the performance of key senior management. The Board receives regular updates of the performance of the Consolidated Entity as a whole.

The Chairman of the Company endeavours to implement change at a Board level to incorporate recommendations that flow out of this review process.

As previously stated, the Company has in place a Nomination and Remuneration Committee which seeks to ensure that the Consolidated Entity's remuneration levels are appropriate and aimed at delivering the maximum benefit for the Consolidated Entity.

The current members of the Nomination and Remuneration Committee are Don Clarke and David Clarke. The Committee receives external assistance and advice to assist it in determining appropriate levels of remuneration for the directors of the Company. The Managing Director is invited to attend meetings of the Committee at the discretion of the Committee.

Remuneration details of each of the directors and senior management are set out in the 'Remuneration Report' section of the Directors' Report.

Diversity

Workplace diversity refers to the variety of differences between people in an organisation. Diversity encompasses, among a range of matters, differences in gender, race, ethnicity, age, disability and cultural background. Webjet believes that embracing and leveraging diversity in its workforce contributes to the achievement of its corporate objectives and enhances its reputation. It enables Webjet and its controlled entities to:

- (a) recruit the right people from a diverse pool of talented candidates;
- (b) retain and develop an appropriate skills base within the Consolidated Entity make more informed and innovative decisions, drawing on the wide range of ideas, experiences, approaches and perspectives that employees from diverse backgrounds, and with differing skill sets, bring to their roles in Webjet; and
- (c) better represent the diversity of all stakeholders.

Webjet is committed to achieving the goals of:

- (a) providing access to equal opportunities at work based primarily on merit;
- (b) attracting and retaining a management team with a diverse mix of skills, experience and expertise; and
- (c) fostering a corporate culture that embraces and values diversity and uses that diversity to deliver business outcomes.

Webjet is an equal opportunity employer and welcomes people from a diverse range of backgrounds. Every employee within Webjet is responsible for supporting and maintaining Webjet's corporate culture, including its commitment to diversity in the workplace. In particular, managers have responsibility for the maintenance and promotion of an equal opportunity workplace.

For the twelve months ending 30 June 2013, Webjet has hired a diverse range of staff. For the 94 new hires, 53% were female, 47% were male, between the ages of 19 and 61.

**DECLARATION OF INDEPENDENCE
BY PAUL GOSNOLD
TO THE DIRECTORS OF WEBJET LIMITED**

As lead auditor of Webjet Limited for the year ended 30 June 2013, I declare that to the best of my knowledge and belief, there have been:

- no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Webjet Limited and the entities it controlled during the period.



Paul Gosnold
Partner

BDO (SA)

Date 20 August 2013

Directors' Declaration

The directors of the Company declare that:

- (a) 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;
- (b) In the directors' opinion, the attached financial statements are in compliance with International Financial Reporting Standards, as stated in note 3 to the financial statements;
- (c) The remuneration disclosures included in pages 5 to 9 of the directors' report (as part of audited Remuneration Report), for the year ended 30 June 2013, comply with section 300A of the Corporations Act 2001;
- (d) In the directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001 and Corporations Regulations 2001, including compliance with accounting standards and giving a true and fair view of the financial position as at 30 June 2013 and performance of the Consolidated Entity for the year ended on that date; and
- (e) The directors have been given the declarations required by s.295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to s.295 (5) of the Corporations Act 2001.

On behalf of the Directors



.....
David Clarke (Chairman)

20 August 2013

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**Consolidated income statement
 for the financial year ended 30 June 2013**

| | | Consolidated | |
|--|----------------|----------------|---------------|
| Note | 2013 \$'000 | 2012 \$'000 | |
| Revenue | 6 | 72,864 | 57,669 |
| Investment income | 7 | 1,327 | 1,620 |
| Other gains and losses | 8 | 1,908 | 50 |
| | | 76,099 | 59,339 |
| Share of losses of associates | 29 | (58) | (500) |
| Employee benefits expenses | | (16,931) | (9,813) |
| Depreciation and amortisation expenses | | (2,000) | (562) |
| Marketing expenses | | (17,798) | (12,774) |
| Operating costs | | (16,675) | (11,904) |
| Option expenses | | (215) | (250) |
| Technology expenses | | (5,407) | (1,602) |
| Administrative expenses | | (1,295) | (713) |
| Finance costs | | (102) | - |
| Directors' fees | | (533) | (347) |
| Other expenses | | (3,642) | (1,577) |
| Profit before tax | | 11,443 | 19,297 |
| Income tax expense | 9 | (4,959) | (5,684) |
| PROFIT FOR THE YEAR | | 6,484 | 13,613 |
| Profit/(loss) attributable to: | | | |
| Owners of the Company | | 6,587 | 13,757 |
| Non-controlling interests | | (103) | (144) |
| | | 6,484 | 13,613 |
| Earnings per share | | | |
| Basic (cents per share) | 23 | 8.74 | 18.81 |
| Diluted (cents per share) | | 8.66 | 18.79 |

Notes to the financial statements are included on pages 21 to 57

Consolidated statement of comprehensive income for the financial year ended 30 June 2013

| | Consolidated | |
|--|-----------------------|-----------------------|
| | 2013 \$'000 | 2012 \$'000 |
| Profit for the year | 6,484 | 13,613 |
| Other comprehensive income, net of income tax | | |
| <i>Items that may be reclassified subsequently to profit or loss</i> | | |
| Exchange differences on translating foreign operations | 1,692 | (98) |
| Other comprehensive income for the year, net of income tax | 1,692 | (98) |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | 8,176 | 13,515 |
| Total comprehensive income attributable to: | | |
| Owners of the Company | 8,298 | 13,651 |
| Non-controlling interests | (122) | (136) |
| | 8,176 | 13,515 |

Notes to the financial statements are included on pages 21 to 57

Consolidated balance sheet as at 30 June 2013

| | | Consolidated | |
|--------------------------------|---|----------------|---------------|
| | | 2013 | 2012 |
| Note | | \$'000 | \$'000 |
| Current assets | | | |
| | Cash and bank balances | 66,812 | 33,761 |
| | Trade and other receivables | 17,026 | 4,640 |
| | Other assets | 5,010 | 755 |
| | Total current assets | 88,848 | 39,156 |
| Non-current assets | | | |
| | Investments in associates | - | 58 |
| | Other financial assets | 200 | 205 |
| | Property, plant and equipment | 1,570 | 969 |
| | Deferred tax assets | 4,624 | 3,037 |
| | Intangible assets | 38,968 | 10,365 |
| | Total non-current assets | 45,362 | 14,634 |
| | Total assets | 134,210 | 53,790 |
| Current liabilities | | | |
| | Trade and other payables | 63,029 | 16,456 |
| | Other financial liabilities | 20 | 13 |
| | Current tax liabilities | 1,904 | 1,152 |
| | Provisions | 4,070 | 586 |
| | Other liabilities | 954 | 28 |
| | Total current liabilities | 69,977 | 18,235 |
| Non-current liabilities | | | |
| | Deferred tax liabilities | 3,233 | 2,575 |
| | Provisions | 257 | 27 |
| | Total non-current liabilities | 3,490 | 2,602 |
| | Total liabilities | 73,467 | 20,837 |
| | Net assets | 60,743 | 32,953 |
| Equity | | | |
| | Issued capital | 40,179 | 11,042 |
| | Reserves | 1,987 | 61 |
| | Retained earnings | 18,645 | 21,796 |
| | Equity attributable to owners of the Company | 60,811 | 32,899 |
| | Non-controlling interests | (68) | 54 |
| | Total equity | 60,743 | 32,953 |

Notes to the financial statements are included on pages 21 to 57

**Consolidated statement of changes in equity
for the financial year ended 30 June 2013**

| | Share capital \$'000 | Equity-settled employee benefits reserve \$'000 | Foreign currency translation reserve \$'000 | Retained earnings \$'000 | Total attributable to owners of the parent \$'000 | Non- controlling interests \$'000 | Total \$'000 |
|---|-------------------------|---|---|--------------------------------|---|--|-----------------|
| Balance at 1 July 2011 | 23,214 | 740 | (83) | 16,154 | 40,025 | 190 | 40,215 |
| Profit for the year | - | - | - | 13,757 | 13,757 | (144) | 13,613 |
| Other comprehensive income for the year, net of income tax | - | - | (106) | - | (106) | 8 | (98) |
| Total comprehensive income for the year | - | - | (106) | 13,757 | 13,651 | (136) | 13,515 |
| Transactions with owners in their capacity as owners | | | | | | | |
| Share issue (exercise of options) | 944 | - | - | - | 944 | - | 944 |
| Buy-back of ordinary shares | (13,200) | - | - | - | (13,200) | - | (13,200) |
| Options exercised | 84 | (84) | - | - | - | - | - |
| Recognition of share based payments | - | 250 | - | - | 250 | - | 250 |
| Payment of dividends | - | - | - | (8,771) | (8,771) | - | (8,771) |
| Cancelled options transferred to retained earnings | - | (656) | - | 656 | - | - | - |
| Sub-total | (12,172) | (490) | (106) | 5,642 | (7,126) | (136) | (7,262) |
| Balance at 30 June 2012 | 11,042 | 250 | (189) | 21,796 | 32,899 | 54 | 32,953 |
| Balance at 1 July 2012 | 11,042 | 250 | (189) | 21,796 | 32,899 | 54 | 32,953 |
| Profit for the year | - | - | - | 6,587 | 6,587 | (103) | 6,484 |
| Other comprehensive income for the year, net of income tax | - | - | 1,711 | - | 1,711 | (19) | 1,692 |
| Total comprehensive income for the year | - | - | 1,711 | 6,587 | 8,298 | (122) | 8,176 |
| Transactions with owners in their capacity as owners | | | | | | | |
| Contributions of equity, net of transaction costs and tax | 29,137 | - | - | - | 29,137 | - | 29,137 |
| Recognition of share based payments | - | 215 | - | - | 215 | - | 215 |
| Payment of dividends | - | - | - | (9,738) | (9,738) | - | (9,738) |
| Sub-total | 29,137 | 215 | 1,711 | (3,151) | 27,912 | (122) | 27,790 |
| Balance at 30 June 2013 | 40,179 | 465 | 1,522 | 18,645 | 60,811 | (68) | 60,743 |

Notes to the financial statements are included on pages 21 to 57

Consolidated statement of cash flows for the financial year ended 30 June 2013

| | | Consolidated | |
|---|--|-----------------|-----------------|
| | | 2013 | 2012 |
| | | \$'000 | \$'000 |
| Note | | | |
| Cash flows from operating activities | | | |
| | Receipts from customers | 64,331 | 55,337 |
| | Payments to suppliers and employees | (34,069) | (33,866) |
| | Cash generated from operations | 30,262 | 21,471 |
| | Interest received | 1,292 | 1,600 |
| | Transaction costs related to acquisition of subsidiary | (1,456) | - |
| | Income taxes paid | (5,561) | (5,402) |
| | Net cash generated by / (used in) operating activities | 24,537 | 17,669 |
| Cash flows from investing activities | | | |
| | Payments for property, plant and equipment | (1,376) | (326) |
| | Payments for intangible assets | (4,185) | (2,869) |
| | Payment for acquisition of subsidiary, net of cash acquired | (4,667) | - |
| | Amounts advanced to associates | - | (526) |
| | Dividends received | 35 | 20 |
| | Proceeds on sale of financial assets | - | 9,194 |
| | Net cash generated by / (used in) investing activities | (10,193) | 5,493 |
| Cash flows from financing activities | | | |
| | Proceeds from issue of shares | 29,995 | 944 |
| | Payment for issue transaction costs | (1,201) | - |
| | Payment for share buy-back | - | (13,200) |
| | Dividends paid to company's shareholders | (9,738) | (8,771) |
| | Net cash generated by / (used in) financing activities | 19,056 | (21,027) |
| | Net increase in cash and cash equivalents | 33,400 | 2,135 |
| | Cash and cash equivalents at the beginning of the financial year | 33,761 | 31,626 |
| | Effects of exchange rate changes on the balance of cash held in foreign currencies | (349) | - |
| | Cash and cash equivalents at the end of the financial year | 66,812 | 33,761 |

Notes to the financial statements are included on pages 21 to 57

1. General information

Webjet Ltd (the company) is a public company listed on the ASX and incorporated in Australia. The addresses of its registered office and principal place of business are disclosed in the introduction to the annual report. The principal activities of the Company and its subsidiaries (the Consolidated Entity) are described in the Directors Report.

Statement of compliance

These financial statements are general purpose financial statements which have been prepared in accordance with the Corporations Act 2001, Accounting Standards and interpretations, and comply with other requirements of the law. The financial statements comprise the consolidated financial statements of the Consolidated Entity. For the purposes of preparing the consolidated financial statements, the Consolidated Entity is a for-profit entity. Accounting Standards include Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements and notes of the Consolidated Entity comply with International Financial Reporting Standards ('IFRS').

Basis of preparation

The consolidated financial statements have been prepared on the basis of historical cost, except for certain non-current assets and financial instruments that are measured at revalued amounts or fair values, as explained in the accounting policies below. Historical cost is generally based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

The company is a company of the kind referred to in ASIC Class Order 98/100, dated 10 July 1998, and in accordance with that Class Order amounts in the financial report are rounded off to the nearest thousand dollars, unless otherwise indicated.

2. Application of new and revised Accounting Standards

The following new and revised Standards and Interpretations have been adopted in the current year and have affected the amounts reported in these financial statements. Details of other Standards and Interpretations adopted in these financial statements but that have had no effect on the amounts reported are set out separately.

New and amended standards adopted by the group

None of the new standards and amendments to standards that are mandatory for the first time for the financial year beginning 1 July 2012 affected any of the amounts recognised in the current period or any prior period and are not likely to affect future periods. However, amendments made to AASB 101 Presentation of Financial Statements effective 1 July 2012 now require the statement of comprehensive income to show the items of comprehensive income grouped into those that are not permitted to be reclassified to profit or loss in a future period and those that may have to be reclassified if certain conditions are met.

Standards and Interpretations in issue not yet adopted

At the date of authorisation of the financial statements, the Standards and Interpretations listed below were in issue but not yet effective or adopted.

| Standard/Interpretation | Effective for annual reporting periods beginning on or after | Expected to be initially applied in the financial year ending |
|--|--|---|
| AASB 9 'Financial Instruments' and AASB 2010-7 'Amendments to Australian Accounting Standards arising from AASB 9 (December 2010)' | 1-Jan-15 | 30-Jun-16 |
| AASB 10 'Consolidated Financial Statements' | 1-Jan-13 | 30-Jun-14 |
| AASB 11 'Joint Arrangements' | 1-Jan-13 | 30-Jun-14 |
| AASB 12 'Disclosure of Interest in Other Entities' | 1-Jan-13 | 30-Jun-14 |
| AASB 127 'Separate Financial Statements' (2011) | 1-Jan-13 | 30-Jun-14 |
| AASB 128 'Investments in Associates and Joint Ventures' (2011) | 1-Jan-13 | 30-Jun-14 |
| AASB 13 'Fair Value Measurement' and AASB 2011-8 'Amendments to Australian Accounting Standards arising from AASB 13' | 1-Jan-13 | 30-Jun-14 |
| AASB 119 'Employee Benefits' and AASB 2011-10 'Amendments to Australian Accounting Standards arising from AASB 119 (September 2011)' | 1-Jan-13 | 30-Jun-14 |
| AASB 1053 'Application of tiers of Australian Accounting Standards' | 1-Jul-13 | 30-Jun-14 |
| Interpretation 20 Accounting for Stripping Costs and AASB 2011-12 'Amendments to Australian Accounting Standards arising from Interpretation 20' | 1-Jan-13 | 30-Jun-14 |

2. Application of new and revised Accounting Standards (cont'd)

| Standard/Interpretation | Effective for annual reporting periods beginning on or after | Expected to be initially applied in the financial year ending |
|--|--|---|
| AASB 2012-2 'Amendments to Australian Accounting Standards – Disclosures – Offsetting Financial Assets and Financial Liabilities ' and AASB 2012 – 3 'Amendments to Australian Accounting Standards – Offsetting Financial Assets and Financial Liabilities' | 1-Jan-13 | 30-Jun-14 |
| AASB 2012-5 Amendments to Australian Accounting Standards arising from Annual Improvements 2009-2011 | 1-Jan-13 | 30-Jun-14 |
| AASB 2012-10 Amendments to Australian Accounting Standards - transition guidance and other amendments | 1-Jan-13 | 30-Jun-14 |
| AASB 2012-9 Amendment to AASB 1048 arising from the withdrawal of Australian Interpretation 1039 | 1-Jan-13 | 30-Jun-14 |
| AASB 2013-3 ' Amendments to AASB 136 – Recoverable Amount Disclosures for Non-Financial Assets ' | 1-Jan-14 | 30-Jun-15 |
| ED 233 Australian additional disclosures – investment entities | 1-Jan-14 | 30-Jun-15 |
| AASB 2012-6 Amendments to Australian Accounting Standards – Mandatory Effective Date of AASB 9 and Transition Disclosures | 1-Jan-15 | 30-Jun-16 |
| Interpretation 21 Levies | 1-Jan-14 | 30-Jun-15 |

The Consolidated Entity has not yet assessed the impact of these standards.

3. Significant accounting policies

The following significant accounting policies have been adopted in the preparation and presentation of the financial report:

(a) Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control is achieved where the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

Income and expenses of subsidiaries acquired or disposed of during the year are included in the consolidated profit or loss from the effective date of acquisition and up to the effective date of disposal, as appropriate. Total comprehensive income of subsidiaries is attributed to the owners of the company and to the non-controlling interest even if this results in the non-controlling interests having a deficit balance.

Where necessary, adjustments are made to the financial statements of the subsidiaries to bring their accounting policies into line with those used by other members of the Consolidated Entity.

All intra-Consolidated Entity transactions, balances, income and expenses are eliminated in full on consolidation.

Changes in the Consolidated Entity's ownership interest in subsidiaries that do not result in the Consolidated Entity losing control are accounted for as equity transactions. The carrying amounts of the Consolidated Entity's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

When the Consolidated Entity loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the considerations received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any other non-controlling interests. When assets of the subsidiary are carried at revalued amounts or fair values and the related cumulative gain or loss has been recognised in other comprehensive income and accumulated in equity are accounted for as if the Consolidated Entity had directly disposed of the relevant assets (i.e. reclassified to profit or loss or transferred directly to retained earnings as specified by applicable Standards). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under AASB 139 'Financial Instruments: Recognition and Measurement' or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

3. Significant accounting policies (cont'd)

(b) Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value which is calculated as the sum of the acquisition-date fair values of assets transferred by the Consolidated Entity, liabilities incurred by the Consolidated Entity to the former owners of the acquiree and the equity instruments issued by the Consolidated Entity in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another Standard.

Where the consideration transferred by the Consolidated Entity in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

The subsequent accounting for changes in the fair value of contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or liability is remeasured at subsequent reporting dates in accordance with AASB 139 or AASB 137 (as appropriate), with the corresponding gain or loss recognised in profit or loss.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Consolidated Entity reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date.

Business combinations that took place prior to 1 July 2009 were accounted for in accordance with the previous version of AASB 3.

(c) Investments in associates

An associate is an entity over which the Consolidated Entity has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

The results and assets and liabilities of associates are incorporated in these financial statements using the equity method of accounting, except when the investment is classified as held for sale, in which case it is accounted for in accordance with AASB 5 'Non-current Assets Held for Sale and Discontinued Operations'. Under the equity method, investments in associates are carried in the consolidated statement of financial position at cost as adjusted for post-acquisition changes in the Consolidated Entity's share of the net assets of the associate, less any impairment in the value of individual investments.

Losses of an associate in excess of the Consolidated Entity's interest in that associate are recognised only to the extent that the Consolidated Entity has incurred legal or constructive obligations or made payments on behalf of the associate.

Any excess of the cost of acquisition over the Consolidated Entity's share of the net fair value of the identifiable assets, liabilities and contingent liabilities of the associate recognised at the date of the acquisition is recognised as goodwill. The goodwill is included within the carrying amount of the investment and is assessed for impairment as part of that investment. Any excess of the Consolidated Entity's share of the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of the acquisition, after reassessment, is recognised immediately in profit or loss.

Where a Consolidated Entity entity transacts with an associate of the Consolidated Entity, profits and losses are eliminated to the extent of the Consolidated Entity's interest in the relevant associate.

3. Significant accounting policies (cont'd)

(d) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director.

(e) Foreign currency

The individual financial statements of each entity are presented in its functional currency being the currency of the primary economic environment in which the entity operates. For the purpose of the consolidated financial statements, the results and financial position of each entity are expressed in Australian dollars, which is the functional currency of Webjet Limited and the presentation currency for the consolidated financial statements.

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency are recorded at the rates of exchange prevailing on the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise except for exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in foreign operations), which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on disposal or partial disposal of the net investment.

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Consolidated Entity's foreign operations are expressed in Australian dollars using exchange rates prevailing at the end of the reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity (attributed to non-controlling interests as appropriate).

On the disposal of a foreign operation (i.e. disposal of the Consolidated Entity's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, loss of joint control over a jointly controlled entity that includes a foreign operation, or loss of significant influence over an associate that includes a foreign operation), all of the accumulated exchange differences in respect of that operation attributable to the Consolidated Entity are reclassified to profit or loss. Any exchange differences that have previously been attributed to non-controlling interests are derecognised, but they are not reclassified.

In the case of a partial disposal (i.e. no loss of control) of a subsidiary that includes a foreign operation, the proportionate share of accumulated exchange differences are re-attributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. of associated or jointly controlled entities not involving a change of accounting basis), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

(f) Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except:

- i. where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; and
- ii. for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables. Cash flows are included in the consolidated statement of cashflows on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified within operating cash flows.

3. Significant accounting policies (cont'd)

(g) Revenue

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties.

The group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the group's activities as described below. The group bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Revenue from booking fees on travel bookings is recognised when the booking is made by the customer and payment has been received. Commission revenue is recognised upon the provision of the related service.

There is no credit risk associated with the booking fee as the amount is received from the customer at the time of booking and is non-refundable. There is some credit risk associated with commissions. Some commissions are accrued on a ticketed basis (that is the Consolidated Entity has discharged its obligation as an agent), and some commissions accrued when the customer has obtained the service from the third party service provider.

Dividend revenue from investments is recognised when the Consolidated Entity's right to receive payment has been established. Interest revenue is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

(h) Share-based payments

Equity-settled share-based payments with employees are measured at the fair value of the equity instrument at the grant date. Fair value is measured by use of the Black-Scholes model. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Consolidated Entity's estimate of equity instruments that will eventually vest. At each reporting date, the Consolidated Entity revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss over the remaining vesting period, with corresponding adjustment to the equity-settled employee benefits reserve.

(i) Income tax

Current tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or tax loss for the period. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by reporting date. Current tax for current and prior periods is recognised as a liability (or asset) to the extent that it is unpaid (or refundable).

Deferred tax

Deferred tax reflects movements in temporary differences. Temporary differences are differences between the tax base of an asset or liability and its carrying amount in the statement of financial position. The tax base of an asset or liability is the amount attributed to that asset or liability for tax purposes.

In principle, deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that sufficient taxable amounts will be available against which deductible temporary differences or unused tax losses and tax offsets can be utilised. However, deferred tax assets and liabilities are not recognised if the temporary differences giving rise to them arise from the initial recognition of assets and liabilities (other than as a result of a business combination) which affects neither taxable income nor accounting profit.

Furthermore, a deferred tax liability is not recognised in relation to taxable temporary differences arising from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates except where the Consolidated Entity is able to control the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with these investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

3. Significant accounting policies (cont'd)

(i) Income tax (cont'd)

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period(s) when the asset and liability giving rise to them are realised or settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by reporting date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Consolidated Entity expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Consolidated Entity intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax for the period

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Tax consolidation

The company and all its wholly-owned Australian resident entities became part of a tax-consolidated group on 1 July 2007 under Australian taxation law. Webjet Limited is the head entity in the tax-consolidated group. Tax expense/income, deferred tax liabilities and deferred tax assets arising from temporary differences of the members of the tax-consolidated group are recognised in the separate financial statements of the members of the tax-consolidated group using the 'separate taxpayer within group' approach by reference to the carrying amounts in the separate financial statements of each entity and the tax values applying under tax consolidation. Current tax liabilities and assets and deferred tax assets arising from unused tax losses and relevant tax credits of the members of the tax-consolidated group are recognised by the company (as head entity in the tax-consolidated group).

Due to the existence of a tax funding arrangement between the entities in the tax-consolidated group, amounts are recognised as payable to or receivable by the company and each member of the Consolidated Entity in relation to the tax contribution amounts paid or payable between the parent entity and the other members of the tax-consolidated group in accordance with the arrangement.

(j) Cash and cash equivalents

Cash comprises cash on hand and demand deposits. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash, which are subject to an insignificant risk of changes in value and have a maturity of three months or less at the date of acquisition. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

(k) Financial assets

Investments are initially measured at fair value net of transactions costs. Subsequent to initial recognition, investments in subsidiaries are measured at cost.

Other financial assets are classified into the following specified categories: financial assets 'at fair value through profit and loss', 'held-to-maturity' investments, 'available-for-sale' financial assets, and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Investments are recognised and derecognised on trade date where the purchase or sale of an investment is under a contract whose terms require delivery of the investment within the timeframe established by the market concerned, and are initially measured at fair value, net of transaction costs except for those financial assets classified as at fair value through profit or loss which are initially measured at fair value.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset, or, where appropriate, a shorter period.

Income is recognised on an effective interest rate basis for debt instruments other than those financial assets 'at fair value through profit or loss'.

3. Significant accounting policies (cont'd)

(k) Financial assets (cont'd)

Available-for-sale financial assets

Certain financial assets such as floating rate notes held by the Consolidated Entity are classified as being available-for-sale and are stated at fair value. Gains and losses arising from changes in fair value are recognised directly in the investments revaluation reserve with the exception of impairment losses, interest calculated using the effective interest method and foreign exchange gains and losses on monetary assets which are recognised directly in profit or loss. Where the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously recognised in the investments revaluation reserve is included in profit or loss for the period.

Dividends on available-for-sale equity instruments are recognised in profit and loss when the Consolidated Entity's right to receive the dividends is established.

The fair value of available-for-sale monetary assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at reporting date. The change in fair value attributable to translation differences that result from a change in amortised cost of the asset is recognised in profit or loss, and other changes are recognised in equity.

Loans and receivables

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method less impairment.

Interest income is recognised by applying the effective interest rate.

Impairment of financial assets

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired where there is objective evidence that as a result of one or more events that occurred after the initial recognition of the financial asset the estimated future cash flows of the investment have been impacted.

For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of financial assets including uncollectible trade receivables is reduced by the impairment loss through the use of an allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

With the exception of available-for-sale equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

In respect of available-for-sale equity instruments, any subsequent increase in fair value after an impairment loss is recognised directly in equity.

(l) Property, plant and equipment

Each class of property, plant and equipment is carried at cost less, where applicable, any accumulated depreciation and impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the item.

The depreciable amount of all fixed assets is depreciated on a diminishing value basis so as to write off the net cost or other revalued amount of each asset over its expected life, or in the case of leasehold improvements the shorter lease term, to its estimated residual value. The estimated useful lives, residual values and depreciation methods are reviewed at the end of each annual reporting period.

The depreciation rate used for each class of depreciable asset is:

Office furniture and equipment 15%
Computer equipment and software 40%
Leasehold improvements 20%

3. Significant accounting policies (cont'd)

(m) Amortisation

The useful lives of the intangible assets are reviewed on an annual basis and the useful life is altered if estimates have changed significantly. Gains or losses on the disposal of intangible assets are determined as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognised in income statement as other operating income or other operating costs, respectively.

(n) Leased assets

Leases are classified as finance leases when the terms of the lease transfer substantially all the risks and rewards incidental to ownership of the leased asset to the lessee. All other leases are classified as operating leases.

Consolidated Entity as lessee

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

Lease incentives received to enter into operating leases are recognised as a liability. The aggregate benefits of incentives are recognised as a reduction of rental expense on a straight-line basis

(o) Intangible assets

Intangible assets with finite lives are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives are carried at cost less accumulated impairment losses and are tested for impairment annually.

Goodwill

Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose, identified according to operating segments (note 15).

Internally generated intangible assets – research and development expenditure

Expenditure on research activities is recognised as an expense in the period in which it is incurred. An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

3. Significant accounting policies (cont'd)

(p) Impairment of Tangible and Intangible Assets other than Goodwill

At the end of each reporting period, the Consolidated Entity reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Consolidated Entity estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

When an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

(q) Employee benefits

Wages, salaries and annual leave

Liabilities for wages, salaries and annual leave due to be settled within 12 months of the reporting date are recognised in respect of employee's services up to the reporting date and measured at the amounts expected to be paid when the liabilities are settled. Liabilities for wages and salaries are included as part of other payables and liabilities for annual leave are included as part of the provision for employee benefits.

Long Service Leave

The liabilities for long service leave are recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

(r) Contributed equity

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options or costs associated with share buy-back are shown in equity as a deduction, net of tax, from the proceeds.

If the entity reacquires its own equity instruments, e.g. as the result of a share buy-back, those instruments are deducted from equity and the associated shares are cancelled. No gain or loss is recognised in the profit or loss and the consideration paid including any directly attributable incremental costs (net of income taxes) is recognised directly in equity.

Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

3. Significant accounting policies (cont'd)

(s) Payables

Trade payables and other accounts payable are recognised when the Consolidated Entity becomes obliged to make future payments resulting from the purchase of goods and services. These are usually settled within 30 days.

(t) Provisions

Provisions are recognised when the Consolidated Entity has a present obligation (legal or constructive) as a result of a past event, it is probable that the Consolidated Entity will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as a provision. An onerous contract is considered to exist where the Consolidated Entity has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

Restructuring

A restructuring provision is recognised when the Consolidated Entity has developed a detailed formal plan for the restructuring and has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it. The measurement of a restructuring provision includes only the direct expenditures arising from the restructuring, which are those amounts that are both necessarily entailed by the restructuring and not associated with the ongoing activities of the entity.

(u) Financial instruments issued by the company

Debt and equity instruments are classified as either liabilities or as equity in accordance with the substance of the contractual arrangement.

Transaction costs arising on the issue of equity instruments are recognised directly in equity as reductions in the proceeds of the equity instruments to which the costs relate. Transaction costs are the costs incurred directly in connection with the issue of those equity instruments and which would not have otherwise been incurred had those instruments not been issued.

Interest and dividends are classified as expenses or as distributions of profit consistent with the balance sheet classification of the related debt or equity instruments.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

4. Critical accounting judgements and key sources of estimation uncertainty

Critical judgements in applying the entity's accounting policies

The preparation of the financial report required the making of estimations and assumptions that affect the recognised amounts of assets, liabilities, revenues and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The estimates and judgements that have a significant risk of causing an adjustment to the carrying value of assets and liabilities with the next financial year are discussed below.

4. Critical accounting judgements and key sources of estimation uncertainty (Cont'd)

(i) *Key Estimates - Impairment*

The Consolidated Entity assesses whether intangible assets (refer to note 15) with indefinite useful lives are impaired at least annually. These calculations involve an estimation of the recoverable amount of the cash generating unit to which the intangible assets with indefinite useful lives are allocated.

(ii) *Useful Life of Technology Intangible Assets (including capitalised development)*

As described at 3(o) above, the Consolidated Entity reviews the estimated useful lives of its intangible assets at the end of each reporting period. During the year, the Consolidated Entity determined to clarify its technology related intangible assets into Core Booking Systems and Ancilliary Systems. The directors have determined that the useful life of the Core Booking Systems is 15 years and between 5 and 10 years for Ancilliary Systems.

The financial effect of this reassessment, assuming the asset is held until the end of its estimated useful life, is to increase the consolidated amortisation expense in the current financial year by \$344,860, refer to note 15, and for the subsequent years by \$515,706. Amortisation expense is calculated on a straight line basis.

5. Segment information

(a) **Description of segments**

Management has determined the operating segments and the segment information disclosed based on reports reviewed by the Managing Director that are used to make strategic decisions.

The segments previously reported reflect a group structure that is no longer relevant to the decision making process of the Managing Director following the various corporate activities conducted throughout the financial year as described in the Directors' Report. The previously reported geographic based segments are no longer relevant or appropriate due to the interdependence between the Consolidated Entity's activities and their usage of assets and subsequent generation of revenues. The Managing Director considers that all members of the group provide the same service, being Travel Bookings. However due to developments in the Consolidated Entity's operations there are now two distinct classes of customer; consumers and business. The reportable segments of the Consolidated Entity are now considered to be – Business to Consumer Travel (B2C Travel) and Business to Business Travel (B2B Travel).

(b) **Segment information provided to the Managing Director**

The segment information provided to the Managing Director for the year ended 30 June 2013 and 30 June 2012 is as follows:

| | 2013 | | | 2012 | | |
|----------------------------------|----------------------|----------------------|-----------------|----------------------|----------------------|-----------------|
| | B2C Travel \$'000 | B2B Travel \$'000 | Total \$'000 | B2C Travel \$'000 | B2B Travel \$'000 | Total \$'000 |
| Revenues from external customers | 72,540 | 324 | 72,864 | 57,669 | - | 57,669 |
| Interest Revenue | 1,292 | - | 1,292 | 1,600 | - | 1,600 |
| Depreciation and amortization | (1,982) | (18) | (2,000) | (562) | - | (562) |
| Losses of associates | (58) | - | (58) | (500) | - | (500) |
| Profit/(loss) before tax | 13,612 | (2,169) | 11,443 | 19,297 | - | 19,297 |
| Income tax expense | (4,959) | - | (4,959) | (5,684) | - | (5,684) |
| Profit/(loss) after tax | 8,653 | (2,169) | 6,484 | 13,613 | - | 13,613 |
| Total assets | 128,629 | 5,581 | 134,210 | 53,790 | - | 53,790 |
| Total liabilities | 65,717 | 7,750 | 73,467 | 20,837 | - | 20,837 |

There are no sales between segments. The revenue from external customers reported to the Managing Director is measured in a manner that is consistent with that in the consolidated income statement.

The amounts provided to the Managing Director with respect to total assets and total liabilities are measured in a manner that is consistent with that of the consolidated balance sheet.

5. Segment information (cont'd)

(c) Other segment information

Webjet Limited is domiciled in Australia. For the purposes of this disclosure, revenue is determined by location of the customer and assets are allocated based on the legal entity ownership of the asset. The amount of revenue and non-current assets in Australia is as follows:

| | Revenue | | Non-Current Assets ¹ | |
|---------------------|----------------|----------------|---------------------------------|----------------|
| | 2013 \$'000 | 2012 \$'000 | 2013 \$'000 | 2012 \$'000 |
| Australia | 66,933 | 56,784 | 36,384 | 10,980 |
| All other countries | 5,931 | 885 | 4,154 | 354 |
| | 72,864 | 57,669 | 40,538 | 11,334 |

¹ Non-current assets excluding financial assets and deferred tax assets.

6. Revenue

An analysis of the Consolidated Entity's revenue for the year is as follows:

| | Consolidated | |
|------------------------------|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Revenue from travel bookings | 72,864 | 57,669 |

7. Investment income

| | Consolidated | |
|----------------------------------|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Interest income:- | | |
| Bank deposits | 1,292 | 1,152 |
| Available-for-sale-investments | - | 448 |
| | 1,292 | 1,600 |
| Dividend from equity investments | 35 | 20 |
| | 1,327 | 1,620 |

The following is an analysis of investment income earned on financial assets by category of asset.

| | Consolidated | |
|--|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Available-for-sale financial assets | 35 | 468 |
| Loans and receivables (including cash and bank balances) | 1,292 | 1,152 |
| | 1,327 | 1,620 |

8. Other gains and losses

| | Consolidated | |
|--|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Impairment of available-for-sale-investments | - | (6) |
| Net foreign exchange gains/(losses) | 208 | 56 |
| Other income | 1,700 | - |
| | 1,908 | 50 |

No other gains or losses have been recognised in respect of loans and receivables or held-to-maturity investments, other than disclosed in notes 10 and 11 and impairment losses recognised/reversed in respect of trade receivables.

Other income includes income from activities which are not within the course of the Consolidated Entity's ordinary activities.

9. Income taxes

(a) Income tax expense

| | Consolidated | |
|---|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Current tax | 5,362 | 5,528 |
| Deferred tax | (703) | 156 |
| Adjustments for current tax of prior periods | 300 | - |
| Total income tax expense recognised in the current year | 4,959 | 5,684 |

(b) Reconciliation of income tax expense to prima facie tax payable

| | Consolidated | |
|--|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Profit before income tax | 11,443 | 19,297 |
| Income tax expense calculated at 30% (2012: 30%) | 3,433 | 5,789 |
| Effect of overseas associates expenses not deductible | 17 | 150 |
| Effect of overseas subsidiaries expenses not deductible | 742 | (39) |
| Effect of expenses that are not deductible in determining taxable profit | 430 | 101 |
| Effect of utilised franking credits | 5 | - |
| Effect of R&D tax incentives | (361) | (321) |
| Capital allowance | - | 4 |
| Differences for current tax of prior periods | 300 | - |
| Difference in overseas tax rates | 393 | - |
| | 4,959 | 5,684 |

The tax rate used for the 2013 and 2012 reconciliations above is the corporate tax rate of 30% payable by Australian corporate entities on taxable profits under Australian tax law.

Current tax assets and liabilities

| | Consolidated | |
|--------------------------------|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Current tax liabilities | | |
| Income tax payable | 1,904 | 1,152 |

9. Income taxes (cont'd)

Deferred tax balances

Deferred tax assets/(liabilities) arise from the following:

| 2013 | Consolidated | | | | | |
|--|---------------------------|-----------------------------------|---|--|--|---------------------------|
| | Opening balance \$'000 | Under/over provision \$'000 | Recognised in profit or loss \$'000 | Recognised in comprehensive income \$'000 | Recognised directly in equity \$'000 | Closing balance \$'000 |
| Deferred tax liability | | | | | | |
| Interest receivable | (28) | - | (21) | - | - | (49) |
| Other assets | (16) | - | 10 | - | - | (6) |
| Unrealised foreign exchange gain/losses | - | - | (206) | - | - | (206) |
| Intangibles | (2,531) | - | (441) | - | - | (2,972) |
| | (2,575) | - | (658) | - | - | (3,233) |
| Deferred tax asset | | | | | | |
| Financial assets | 26 | - | (26) | - | - | - |
| Associates | 17 | - | (17) | - | - | - |
| Allowance for doubtful debts | 25 | - | 16 | - | - | 41 |
| Sundry expense accruals | 267 | - | 652 | - | - | 919 |
| Provisions | 175 | - | 745 | - | - | 920 |
| Expenses deductible over 5 years | 50 | - | (83) | - | 343 | 310 |
| Intangibles | - | - | 68 | - | - | 68 |
| Capital allowance | 2,042 | - | (87) | - | - | 1,955 |
| | 2,602 | - | 1,268 | - | 343 | 4,213 |
| Unused tax losses and credits | 435 | (117) | 93 | - | - | 411 |
| | 3,037 | (117) | 1,361 | - | 343 | 4,624 |

| 2012 | Consolidated | | | | | |
|----------------------------------|---------------------------|-----------------------------------|---|--|--|---------------------------|
| | Opening balance \$'000 | Under/over provision \$'000 | Recognised in profit or loss \$'000 | Recognised in comprehensive income \$'000 | Recognised directly in equity \$'000 | Closing balance \$'000 |
| Deferred tax liability | | | | | | |
| Interest receivable | (71) | - | 43 | - | - | (28) |
| Other assets | - | - | (16) | - | - | (16) |
| Intangibles | (1,973) | - | (558) | - | - | (2,531) |
| | (2,044) | - | (531) | - | - | (2,575) |
| Deferred tax asset | | | | | | |
| Financial assets | 16 | - | 10 | - | - | 26 |
| Associates | - | - | 17 | - | - | 17 |
| Allowance for doubtful debts | 5 | - | 20 | - | - | 25 |
| Sundry expense accruals | 14 | - | 253 | - | - | 267 |
| Provisions | 175 | - | - | - | - | 175 |
| Expenses deductible over 5 years | 127 | - | (77) | - | - | 50 |
| Capital allowance | 2,117 | - | (75) | - | - | 2,042 |
| | 2,454 | - | 148 | - | - | 2,602 |
| Unused tax losses and credits | 208 | - | 227 | - | - | 435 |
| | 2,662 | - | 375 | - | - | 3,037 |

Tax consolidation

Relevance of tax consolidation to the Consolidated Entity

The company and its wholly-owned Australian resident entities have formed a tax-consolidated group with effect from 1 July 2007 and are therefore taxed as a single entity from that date. The head entity within the tax-consolidated group is Webjet Limited. The members of the tax-consolidated group are identified in note 27. Tax expense/income, deferred tax liabilities and deferred tax assets arising from temporary differences of the members of the tax-consolidated group are recognised in the separate financial statements of the members of the tax-consolidated group using the 'separate taxpayer within group' approach by reference to the carrying amounts in the separate financial statements of each entity and the tax values applying under tax consolidation. Current tax liabilities and assets and deferred tax assets arising from unused tax losses and relevant tax credits of the members of the tax-consolidated group are recognised by the company (as head entity in the tax-consolidated group).

9. Income taxes (cont'd)

Nature of tax funding arrangements and tax sharing agreements

Entities within the tax-consolidated group have entered into a tax funding arrangement and a tax-sharing agreement with the head entity. Under the terms of the tax funding arrangement, Webjet Ltd and each of the entities in the tax-consolidated group has agreed to pay a tax equivalent payment to or from the head entity, based on the current tax liability or current tax asset of the entity.

The tax sharing agreement entered into between members of the tax-consolidated group provides for the determination of the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations or if an entity should leave the tax-consolidated group. The effect of the tax sharing agreement is that each member's liability for tax payable by the tax-consolidated group is limited to the amount payable to the head entity under the tax funding arrangement.

10. Profit for the year

Profit before income tax includes the following specific expenses:

| | Consolidated | |
|---|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Impairment losses on financial assets | | |
| Impairment loss recognised on trade receivables | - | 34 |
| Impairment loss recognised on available-for-sale-equity investments | - | 6 |
| | - | 40 |
| Depreciation and amortisation expense | | |
| Depreciation of property, plant and equipment | 681 | 423 |
| Amortisation of intangible assets | 1,319 | 139 |
| | 2,000 | 562 |
| Research and development costs expensed as incurred | 1,868 | 1,347 |
| Employee benefits expense | | |
| Defined contribution superannuation expense | 949 | 606 |
| Other employee benefits | 15,982 | 9,457 |
| | 16,931 | 10,063 |
| Restructuring costs | 3,935 | - |
| Operating lease expense | 886 | 441 |

11. Trade and other receivables

| | Consolidated | |
|------------------------------|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Trade receivables | 17,006 | 4,594 |
| Allowance for doubtful debts | (144) | (80) |
| Other | 164 | 126 |
| | 17,026 | 4,640 |

The average credit period for trade receivables is 30 to 90 days. An amount only becomes due on completion of the contract period which may be up to 12 months. Management is prudent in its provisions against these receivables and as such has provided for all balances over 90 days and any of those over 30 days that may be considered potentially irrecoverable. Trade receivables are non-interest bearing.

Age of trade receivables that are past due but not impaired:-

| | Consolidated | |
|----------------|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Up to 3 months | 1,944 | 1,089 |
| 3 – 6 months | 184 | 11 |
| Total | 2,128 | 1,100 |

Movement in the allowance for doubtful debts:

| | Consolidated | |
|--|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Balance at the beginning of the year | 80 | 46 |
| Impairment losses recognised on receivables acquired in business combination | 144 | 34 |
| Impairment losses reversed | (80) | - |
| Balance at the end of the year | 144 | 80 |

12. Other financial assets

| | Consolidated | |
|--|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Available-for-sale investments carried at fair value: | | |
| <i>Non-current</i> | | |
| Shares in unlisted companies (i) | 200 | 200 |
| Shares in listed companies | - | 5 |
| | 200 | 205 |

(i) The Consolidated Entity holds 20% of the ordinary share capital of Taguchi Marketing Pty Ltd, a company involved in email marketing and distribution activities. The directors of the Consolidated Entity do not consider that the Consolidated Entity is able to exert significant influence over Taguchi Marketing Pty Ltd as the day-to-day running of the business is not under the influence of the Consolidated Entity.

13. Other assets

| | Consolidated | |
|----------------|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| <i>Current</i> | | |
| Prepayments | 1,326 | 744 |
| Other | 3,684 | 11 |
| | 5,010 | 755 |

14. Property, plant and equipment

| | Consolidated | | | | | | Total \$'000 |
|--|-------------------------------|--|--|--|--|----------------------------------|-----------------|
| | Software at cost \$'000 | Computer Equipment at cost \$'000 | Furniture & Fittings at cost \$'000 | Office Equipment at cost \$'000 | Leasehold Improvements at cost \$'000 | Work In Progress \$'000 | |
| Gross carrying amount | | | | | | | |
| Balance at 30 June 2011 | 495 | 1,114 | 125 | 121 | 382 | - | 2,237 |
| Additions | 238 | 65 | - | 23 | - | - | 326 |
| Net foreign currency exchange differences | - | 1 | - | - | - | - | 1 |
| Balance at 30 June 2012 | 733 | 1,180 | 125 | 144 | 382 | - | 2,564 |
| Additions | 454 | 287 | 148 | 63 | 227 | 197 | 1,376 |
| Acquisition through business combination | 18 | 3 | - | - | 4 | - | 25 |
| Transfer to intangibles | (122) | - | - | - | - | - | (122) |
| Net foreign currency exchange differences | - | 3 | 1 | - | - | - | 4 |
| Balance at 30 June 2013 | 1,083 | 1,473 | 274 | 207 | 613 | 197 | 3,847 |
| Accumulated depreciation/ amortisation and impairment | | | | | | | |
| Balance at 30 June 2011 | (231) | (724) | (51) | (44) | (122) | - | (1,172) |
| Depreciation expense | (132) | (223) | (16) | (13) | (39) | - | (423) |
| Net foreign currency exchange differences | - | - | - | - | - | - | - |
| Balance at 30 June 2012 | (363) | (947) | (67) | (57) | (161) | - | (1,595) |
| Depreciation expense | (209) | (198) | (21) | (20) | (233) | - | (681) |
| Net foreign currency exchange differences | - | (1) | - | - | - | - | (1) |
| Balance at 30 June 2013 | (572) | (1,146) | (88) | (77) | (394) | - | (2,277) |
| Carrying amounts | | | | | | | |
| As at 30 June 2012 | 370 | 233 | 58 | 87 | 221 | - | 969 |
| As at 30 June 2013 | 511 | 327 | 186 | 130 | 219 | 197 | 1,570 |

15. Intangible assets

| | Consolidated | | | | Total \$'000 |
|---|--------------------------------------|----------------------|--|--------------------|-----------------|
| | Capitalised development \$'000 | Trademarks \$'000 | Other identifiable intangibles \$'000 | Goodwill \$'000 | |
| Balance at 30 June 2011 | 7,898 | - | 493 | - | 8,391 |
| Additions | 2,611 | - | 258 | - | 2,869 |
| Effect of foreign currency exchange differences | - | - | (32) | - | (32) |
| Balance at 30 June 2012 | 10,509 | - | 719 | - | 11,228 |
| Additions | 2,666 | 107 | 1,412 | - | 4,185 |
| Acquisition through business combination | - | 5,525 | - | 18,386 | 23,911 |
| Transfer from property, plant and equipment | 122 | - | - | - | 122 |
| Effect of foreign currency exchange differences | - | 602 | 68 | 1,064 | 1,734 |
| Balance at 30 June 2013 | 13,297 | 6,234 | 2,199 | 19,450 | 41,180 |
| Accumulated amortisation and impairment | | | | | |
| Balance at 30 June 2011 | (584) | - | (155) | - | (739) |
| Amortisation and impairment expense | (32) | - | (107) | - | (139) |
| Effect of foreign currency exchange differences | - | - | 15 | - | 15 |
| Balance at 30 June 2012 | (616) | - | (247) | - | (863) |
| Amortisation and impairment expense | (1,157) | - | (162) | - | (1,319) |
| Effect of foreign currency exchange differences | - | - | (30) | - | (30) |
| Balance at 30 June 2013 | (1,773) | - | (439) | - | (2,212) |
| Carrying amount | | | | | |
| As at 30 June 2012 | 9,893 | - | 472 | - | 10,365 |
| As at 30 June 2013 | 11,524 | 6,234 | 1,760 | 19,450 | 38,968 |

i) Capitalised development

The capitalised development intangible assets represent the Consolidated Entity's travel booking system and licences as well as additional distribution systems that enable customers to access this booking platform.

Capitalised development has a finite life and is amortised on a straight-line basis. Capitalised development relating to Core Booking Systems is amortised over 15 years, while capitalised development relating to Ancillary Systems is amortised over a period of 5 to 10 years (refer to note 4 (ii) for further information).

ii) Trademarks

Trademarks have been acquired through the acquisition of the Zuji group of entities and are carried at cost less accumulated impairment losses. These intangible assets have been determined to have indefinite useful lives. For impairment purposes the trademarks are tested at an overall cash generating unit level.

iii) Other identifiable intangibles

The other identifiable intangible assets includes assets acquired through the interest in the subsidiary of Webjet Marketing North America LLC, intangible assets acquired through the acquisition of the Zuji group of entities, domain names, other software licences and development and supplier agreements.

Other intangible assets all have a finite life and are assessed individually in determining useful life for amortisation. The useful lives of these assets range from 3 - 5 years.

iv) Goodwill

Goodwill has been acquired as part of business combinations and after initial recognition is measured at cost less accumulated impairment losses. Goodwill is not amortised but is assessed for impairment on an annual basis, or more frequently if events or changes in circumstances indicate that it might be impaired.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units that are expected to benefit from the business combination in which the goodwill arose, identified according to operating segments (refer to note 5).

15. Intangible assets (cont'd)

(a) Impairment tests for goodwill

Goodwill is monitored by management at the operating segment level. Management has identified the reportable segments to be Business to Consumer Travel (B2C Travel) and Business to Business Travel (B2B Travel).

The segment-level summary of the carrying amount of goodwill and trademarks acquired from business combinations is shown below:

| | Consolidated | | | |
|-------------------------------|------------------------------|------------------------------|------------------------------|------------------------------|
| | 2013 B2C Travel \$'000 | 2013 B2B Travel \$'000 | 2012 B2C Travel \$'000 | 2012 B2B Travel \$'000 |
| Carrying amount of goodwill | 19,450 | - | - | - |
| Carrying amount of trademarks | 6,234 | - | - | - |
| | 25,684 | - | - | - |

(b) Key assumptions for value-in-use calculations

The recoverable amount of the cash-generating unit is determined based on value-in-use calculations. These calculations use cash flow projections based on financial budgets approved by management covering a five-year period. The Consolidated Entity has prepared a detailed projection for the financial year ended 30 June 2014 based on historical and current financial performance, after including the expected change in revenues and margins resulting from the business combinations and new business initiatives. The four following years have been calculated using a projection of the growth in overall total transaction volume.

Management's key assumptions used in the value-in-use calculation are based on a Purchase Price Allocation report prepared by an external party for the acquisition of the Zuji group of entities. The profit growth rates used in this report for the post budget period average 21.5%. This growth rate is justified based on improvements expected as a result of improved management and marketing, as well as more favourable relationships with providers of travel services. The calculation applied a discount rate of 29.8%.

16. Trade and other payables

| | Consolidated | |
|----------------|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Trade payables | 37,527 | 14,358 |
| Other | 25,502 | 2,098 |
| | 63,029 | 16,456 |

The credit period on trade payables ranges from 7 to 60 days. No interest is payable on trade payables.

17. Other financial liabilities

| | Consolidated | |
|------------------------------------|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Foreign currency forward contracts | - | 13 |
| Lease incentive liability | 20 | - |
| | 20 | 13 |

18. Provisions

| | Consolidated | |
|--------------------------|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| <i>Current</i> | | |
| Employee benefits (i) | 769 | 558 |
| Restructuring costs (ii) | 2,037 | - |
| Onerous contract (iii) | 762 | - |
| Make-good provision (iv) | 467 | - |
| Other | 35 | 28 |
| | 4,070 | 586 |
| <i>Non-current</i> | | |
| Employee benefits | 57 | 27 |
| Make-good provision (iv) | 200 | - |
| | 257 | 27 |
| | 4,327 | 613 |

- (i) The current provision for employee benefits for the Consolidated Entity includes \$130,841 of vested long service leave entitlements accrued but not expected to be taken within 12 months.
- (ii) The Group will incur further costs to complete the restructure of the operations of Zuji over the next 6 months. This comprises expenditure on migrating the Zuji customer websites onto the Webjet booking system, and costs incurred in restructuring back office support processes and systems onto a common Webjet system.
- (iii) The consolidated entity acquired a partly onerous contract as part of the Zuji Group acquisition.
- (iv) The consolidated entity is required to restore the leased office premises to their original condition at the end of the respective lease terms. A provision has been recognised for the present value of the estimated expenditure required to remove any leasehold improvements. These costs have been capitalised as part of the cost of leasehold improvements and are amortised over the shorter of the term of the lease or the useful life of the assets.

| | Employee benefits \$'000 | Restructuring costs \$'000 | Onerous contract \$'000 | Make-good provision \$'000 | Other \$'000 |
|--|--------------------------------|----------------------------------|-------------------------------|----------------------------------|-----------------|
| Carrying amount at start of year | 585 | - | - | - | 28 |
| Additional provision charged to profit or loss | 684 | 2,037 | 762 | 667 | - |
| Unused amounts reversed | (63) | - | - | - | 7 |
| Amounts used during the year | (380) | - | - | - | - |
| Carrying amount at end of year | 826 | 2,037 | 762 | 667 | 35 |

19. Other liabilities

| | Consolidated | |
|----------------------|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| <i>Current</i> | | |
| Deferred revenue (i) | 954 | 28 |

- (i) Deferred revenue relates to amounts received but not yet deemed to be earned, this includes amounts received for promotional activities that have not yet taken place.

20. Issued capital

79,397,959 fully paid ordinary shares
(2012: 71,065,929)

| Consolidated | |
|----------------|----------------|
| 2013 \$'000 | 2012 \$'000 |
| 40,179 | 11,042 |
| 40,179 | 11,042 |

| | 2013 | | 2012 | |
|--|-------------|---------|-------------|----------|
| | No. '000 | \$'000 | No. '000 | \$'000 |
| Fully paid ordinary shares | | | | |
| Balance at beginning of financial year | 71,066 | 11,042 | 75,815 | 23,214 |
| Issue of shares under employee share plan | - | - | 705 | 944 |
| Transfer from equity-settled employee benefits reserve | - | - | - | 84 |
| Share buy-back | - | - | (5,454) | (13,200) |
| Issue of shares under placement (ii) | 6,944 | 25,000 | - | - |
| Issue of shares under share purchase plan (ii) | 1,388 | 4,995 | - | - |
| Transaction costs arising on share issues | - | (1,201) | - | - |
| Deferred tax credit recognized directly in equity | - | 343 | - | - |
| Balance at end of financial year | 79,398 | 40,179 | 71,066 | 11,042 |

(i) On 20 December 2012, Webjet Ltd completed an issue of 6,944,445 shares to various sophisticated, professional and institutional investors at a price of \$3.60 to fund its acquisition of Zuji Holdings Ltd and Zuji Pte Ltd as announced on 12 December 2012.

(ii) On 25 January 2013, Webjet Ltd completed an issue of 1,387,585 shares to existing shareholders at a price of \$3.60 to fund its acquisition of Zuji Holdings Ltd and Zuji Pte Ltd as announced on 12 December 2012.

Fully paid ordinary shares carry one vote per share and carry the right to dividends.

Share options granted under the employee share option plan carry no rights to dividends and no voting rights. The shares bought back in the prior year were cancelled. Further details of the employee share option plan are contained in note 33 to the financial statements.

21. Reserves

Equity-settled employee benefits
Foreign currency translation

| Consolidated | |
|----------------|----------------|
| 2013 \$'000 | 2012 \$'000 |
| 465 | 250 |
| 1,522 | (189) |
| 1,987 | 61 |

Equity-settled employee benefits reserve
Balance at beginning of financial year
Options expensed
Options exercised and transferred out
Balance at end of financial year

| Consolidated | |
|----------------|----------------|
| 2013 \$'000 | 2012 \$'000 |
| 250 | 740 |
| 215 | 250 |
| - | (740) |
| 465 | 250 |

The equity-settled employee benefits reserve arises on the grant of share options to directors and executives under various share option scheme. Amounts are transferred out of the reserve and into issued capital when the options are exercised.

21. Reserves (cont'd)

| | Consolidated | |
|--|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Foreign currency translation reserve | | |
| Balance at beginning of financial year | (189) | (83) |
| Exchange differences arising on translating the net assets of foreign operations | 1,711 | (106) |
| Balance at end of financial year | 1,522 | (189) |

Exchange differences relating to the translation of the net assets of the Consolidated Entity's foreign operations from their functional currencies to the Consolidated Entity's presentation currency (i.e. Australian dollars) are recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve. Exchange differences previously accumulated in the foreign currency translation reserve (in respect of translating the net assets of foreign operations) are reclassified to profit or loss on the disposal or partial disposal of the foreign operation.

22. Retained earnings

| | Consolidated | |
|--|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Balance at beginning of financial year | 21,796 | 16,154 |
| Profit attributable to owner of the Company | 6,587 | 13,757 |
| Payment of dividends | (9,738) | (8,771) |
| Cancelled options transferred to retained earnings | - | 656 |
| Balance at end of financial year | 18,645 | 21,796 |

23. Earnings per share

| | Consolidated | |
|-----------------------------------|----------------------------|----------------------------|
| | 2013 Cents per share | 2012 Cents per share |
| Basic earnings per share | | |
| From continuing operations | 8.74 | 18.81 |
| Total basic earnings per share | 8.74 | 18.81 |
| Diluted earnings per share | | |
| From continuing operations | 8.66 | 18.79 |
| Total diluted earnings per share | 8.66 | 18.79 |

Basic earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

| | 2013 \$'000 | 2012 \$'000 |
|---|----------------|----------------|
| Profit for the year attributable to owners of the Company | 6,587 | 13,757 |
| Earnings used in the calculation of basic EPS | 6,587 | 13,757 |

| | 2013 No.'000 | 2012 No.'000 |
|---|-----------------|-----------------|
| Weighted average number of ordinary shares for the purposes of basic earnings per share | 75,335 | 73,122 |

Diluted earnings per share

The earnings used in the calculation of diluted earnings per share is as follows:

| | 2013 \$'000 | 2012 \$'000 |
|---|----------------|----------------|
| Profit for the year attributable to owners of the Company | 6,587 | 13,757 |
| Earnings used in the calculation of diluted EPS | 6,587 | 13,757 |

23. Earnings per share (cont'd)

| | 2013 No.'000 | 2012 No.'000 |
|---|-----------------|-----------------|
| Weighted average number of ordinary shares used in the calculation of basic EPS | 75,335 | 73,122 |
| Shares deemed to be issued for no consideration in respect of: | | |
| Employee options | 759 | 86 |
| Weighted average number of ordinary shares used in the calculation of diluted EPS | 76,094 | 73,208 |

24. Dividends on equity instruments

| | 2013 | | 2012 | |
|------------------------------------|--------------------|-----------------|--------------------|-----------------|
| | Cents per share | Total \$'000 | Cents per share | Total \$'000 |
| Recognised amounts | | | | |
| <i>Fully paid ordinary shares</i> | | | | |
| Interim dividend for current year: | 6.0 | 4,764 | 6.0 | 4,341 |
| Final dividend for prior year: | 7.0 | 4,975 | 6.0 | 4,430 |
| | 13.0 | 9,739 | 12.0 | 8,771 |
| Unrecognised amounts | | | | |
| <i>Fully paid ordinary shares</i> | | | | |
| Final dividend for current year: | 7.0 | 5,558 | 7.0 | 4,975 |

The directors have declared a fully franked final dividend of 7.0 cents per share to the holders of fully paid ordinary shares in respect of the financial year ended 30 June 2013, to be paid to shareholders on 17 October 2013. This dividend has not been included as a liability in these financial statements. The total estimated dividend to be paid is \$5.56m.

| | Consolidated | |
|--|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Adjusted franking account balance | 5,640 | 5,682 |
| Impact on franking account balance of dividends not recognised | (2,382) | (2,132) |
| | 3,258 | 3,550 |

The balance of the adjusted franking account includes:

- (a) franking credits that will arise from the payment of the amount of the provision of income tax
- (b) franking debits that will arise from the payment of dividends recognised as a liability at the reporting date; and
- (c) franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date.

25. Contingent liabilities and contingent assets

The agreement for the acquisition of Zuji requires that the purchase price be adjusted to take into account the actual working capital in the business at financial close. The parties are currently negotiating the settlement of this amount. Webjet expects the amount to be paid by it to the vendor to settle this to be USD \$1 million. The settlement amount will be a measurement period adjustment against goodwill.

At reporting date, the Consolidated Entity had a bank guarantee facility of \$14.0m (2012: \$1.0m).

There are no other contingent liabilities or contingent assets requiring disclosure as at the date of this report.

26. Operating lease arrangements

(a) Leasing commitments

The Consolidated Entity leases various offices under non-cancellable operating leases expiring within 5 years. The leases have varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated.

26. Operating lease arrangements (cont'd)

Commitments for minimum leases payments in relation to non-cancellable operating leases are as follows:

| | Consolidated | |
|--|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Not longer than 1 year | 807 | 273 |
| Longer than 1 year and not longer than 5 years | 2,429 | 5 |
| Longer than 5 years | - | - |
| | 3,236 | 278 |

(b) Capital commitments

It has been determined that the group has no capital commitments at the end of the financial year.

27. Subsidiaries

| Name of subsidiary | Country of incorporation | Proportion of owners interest and voting power held by the Consolidated Entity | |
|---|--------------------------|--|-----------|
| | | 2013 % | 2012 % |
| Webjet Marketing Pty Ltd | Australia | 100 | 100 |
| Webjet Operations (Australia) Pty Ltd | Australia | 100 | 100 |
| PlanitonEarth Pty Ltd | Australia | 100 | 100 |
| Zuji Pty Ltd | Australia | 100 | - |
| Webjet USA Holdings Inc | United States of America | 100 | 100 |
| Webjet Marketing North America LLC (i) | United States of America | 50 | 50 |
| Webjet Marketing NZ Pty Limited | New Zealand | 100 | 100 |
| Webjet Hotels NZ Pty Ltd | New Zealand | 100 | 100 |
| Lots of Hotels Limited (Previously Webjet UK Limited) | United Kingdom | 100 | 100 |
| Webjet International Ltd (Previously Webjet Hotels Limited) | Hong Kong | 100 | 100 |
| Lots of Hotels LLC | Dubai | 100 | - |
| Zuji Pte Ltd | Singapore | 100 | - |
| Zuji Ltd | Hong Kong | 100 | - |
| Zuji Travel Pte Ltd | Singapore | 100 | - |
| Zuji Properties A.V.V. | Aruba | 100 | - |
| Westweb Holdings Limited (ii) | British Virgin Islands | 100 | 50 |
| Webjet Singapore Limited (ii) | Singapore | 100 | 50 |
| Webjet Hong Kong Limited (ii) | Hong Kong | 100 | 50 |

Webjet Limited is the head entity within the tax-consolidated group. The fully-owned Australian subsidiaries above are all part of the tax-consolidated group.

- (i) Webjet Ltd holds a 50% interest in Webjet Marketing North America LLC, through its 100% owned subsidiary Webjet USA Holdings Inc. Although Webjet Marketing North America LLC has a CEO in the US controlling its operations, the power of veto on key decisions and ultimate control of the company lies in its Chairman, David Clarke, a member of the Webjet Ltd Board, and hence, the company is a subsidiary of Webjet Ltd.
- (ii) On 30 June 2013, Webjet Ltd acquired the remaining 50% of the issued share capital of Westweb Holdings Ltd, the parent entity of both Webjet Singapore Ltd and Webjet Hong Kong Ltd. As the directors of Webjet Ltd did not have the ability to control the operations of Westweb Holdings Ltd or its subsidiaries prior to full acquisition, they have previously been disclosed as associates.

28. Deed of guarantee

During the financial year, the following companies entered into a deed of cross guarantee under which each entity guarantees the debt of the others:

Webjet Ltd
Webjet Marketing Pty Ltd
Webjet Operations (Australia) Pty Ltd
PlanitonEarth Pty Ltd
Zuji Pty Ltd

By entering into the deed, each wholly owned entity is exempt from the requirement to prepare a financial report and directors' report under Class Order 98/1418 issued by the Australian Securities and Investments Commission. For the purposes of the Class Order, the above listed companies represent a 'closed group' and, by the absence of any other party to the deed that is controlled by Webjet Ltd, also an 'extended closed group'.

Set out below is a consolidated income statement, consolidated statement of comprehensive income, a consolidated balance sheet and a summary of movements in consolidated retained earnings for the closed group. Note that comparatives have not been provided as none of the entities were party to a deed of cross guarantee in the prior year.

Consolidated income statement

| | 2013 \$'000 |
|--|----------------|
| Revenue | 62,899 |
| Investment income | 4,065 |
| Other gains and losses | 2,317 |
| Share of losses of associates | (58) |
| Employee benefits expenses | (12,377) |
| Depreciation and amortisation expenses | (1,443) |
| Marketing expenses | (15,460) |
| Operating costs | (13,336) |
| Option expenses | (215) |
| Technology expenses | (4,892) |
| Administrative expenses | (167) |
| Directors' fees | (533) |
| Finance costs | (79) |
| Other expenses | (3,130) |
| Profit before tax | 17,591 |
| Income tax expense | (4,897) |
| Profit for the year | 12,694 |

Consolidated statement of comprehensive income

| | 2013 \$'000 |
|--|----------------|
| Profit for the year | 12,694 |
| Other comprehensive income, net of income tax | |
| <i>Items that may be reclassified subsequently to profit or loss</i> | |
| Exchange differences on translating foreign operations | (18) |
| Other comprehensive income for the year, net of tax | (18) |
| Total comprehensive income for the year | 12,676 |

28. Deed of guarantee (cont'd)

Consolidated balance sheet

| | 2013 \$'000 |
|--------------------------------------|----------------|
| Current assets | |
| Cash and bank balances | 53,019 |
| Trade and other receivables | 12,904 |
| Other financial assets | 17 |
| Other assets | 1,957 |
| Total current assets | 67,897 |
| Non-current assets | |
| Investments in associates | 16,870 |
| Other financial assets | 200 |
| Property, plant and equipment | 1,387 |
| Deferred tax assets | 4,137 |
| Intangible assets | 21,992 |
| Total non-current assets | 44,586 |
| Total assets | 112,483 |
| Current liabilities | |
| Trade and other payables | 39,030 |
| Other financial liabilities | 20 |
| Current tax liabilities | 667 |
| Provisions | 2,933 |
| Other liabilities | 831 |
| Total current liabilities | 43,502 |
| Non-current liabilities | |
| Deferred tax liabilities | 3,233 |
| Provisions | 257 |
| Total non-current liabilities | 3,490 |
| Total liabilities | 46,971 |
| Net assets | 65,512 |
| Equity | |
| Issued capital | 40,179 |
| Reserves | 447 |
| Retained earnings | 24,886 |
| Total equity | 65,512 |

Summary of movements in consolidated retained earnings

| | 2013 \$'000 |
|---|----------------|
| Balance at beginning of financial year | 21,930 |
| Profit attributable to owner of the Company | 12,694 |
| Payment of dividends | (9,738) |
| Balance at end of financial year | 24,886 |

29. Investments in Associates

| Name of associate | Country of incorporation | Proportion of owners interest and voting power held by the Consolidated Entity | |
|-------------------------------|--------------------------|--|-----------|
| | | 2013 % | 2012 % |
| Webjet Europe Ltd (i) | Malta | 50 | 50 |
| Westweb Holdings Limited (ii) | British Virgin Islands | 100 | 50 |
| Webjet Singapore Limited (ii) | Singapore | 100 | 50 |
| Webjet Hong Kong Limited (ii) | Hong Kong | 100 | 50 |

- (i) Webjet Operations (Australia) Pty Ltd, a wholly owned subsidiary of Webjet Ltd, holds a 50% interest in Webjet Europe Ltd with World Aviation Services Limited holding the remaining 50% interest. Webjet Ltd and the directors of Webjet Ltd do not have the ability to control the operations of Webjet Europe Ltd. The financial year end date of Webjet Europe Ltd is 30 June 2013. This was the reporting date established when that company was incorporated. For the purpose of applying the equity method of accounting, the financial statements of Webjet Europe Ltd for the year ended 30 June 2013 have been used.
- (ii) On 30 June 2013, Webjet Ltd acquired the remaining 50% of the issued share capital of Westweb Holdings Ltd, the parent entity of both Webjet Singapore Ltd and Webjet Hong Kong Ltd. As the directors of Webjet Ltd did not have the ability to control the operations of Westweb Holdings Ltd or its subsidiaries prior to full acquisition, they have previously been disclosed as associates.

Summarised financial information in respect of the Consolidated Entity's associates is set out below.

| | 2013 \$'000 | 2012 \$'000 |
|---|----------------|----------------|
| Total assets | - | 620 |
| Total liabilities | - | (504) |
| Net assets | - | 116 |
| Consolidated Entity's share of net assets of associates | - | 58 |

| | Year ended 30 June 2013 \$'000 | Year ended 30 June 2012 \$'000 |
|---|--------------------------------------|--------------------------------------|
| Total revenue | 185 | 265 |
| Total profit/(loss) for the year | (428) | (1,000) |
| Consolidated Entity's share of profits/(losses) of associates | (58) | (500) |

30. Cash and cash equivalents

(a) Reconciliation of cash and cash equivalents

For the purposes of the consolidated statement of cashflows, cash and cash equivalents includes cash on hand in banks, net of outstanding bank overdrafts. Cash and cash equivalents at the end of the reporting period as shown in the consolidated statement of cash flows can be reconciled to the related items in the consolidated balance sheet as follows:

| | Consolidated | |
|------------------------|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Cash and bank balances | 66,812 | 33,761 |
| Bank overdraft | - | - |
| | 66,812 | 33,761 |

30. Cash and cash equivalents (Cont'd)

(b) Reconciliation of profit for the period to net cash flows from operating activities

| | Consolidated | |
|--|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Profit for the year | 6,484 | 13,613 |
| Impairment of non-current assets | - | 6 |
| Depreciation and amortisation | 2,000 | 562 |
| Share of losses from associates | 58 | 500 |
| Options expense | 215 | 250 |
| Foreign exchange translation | 274 | (90) |
| Changes in assets and liabilities | | |
| Decrease/(increase) in trade, term and other receivables | (11,297) | (2,319) |
| Decrease/(increase) in prepayments | 1,257 | (709) |
| Decrease/(increase) in deferred tax | (929) | 155 |
| Increase/(decrease) in trade payables and accruals | 21,845 | 5,414 |
| Increase/decrease) in provisions | 3,714 | 189 |
| Increase/(decrease) in tax liability | (17) | 122 |
| Increase/(decrease) in other liabilities | 933 | (24) |
| Net cash generated from operating activities | 24,537 | 17,669 |

31. Financial instruments

(a) Capital risk management

The Consolidated Entity has a capital risk and investment policy to provide guidance for its capital requirements. The policy is reviewed annually to take into consideration the Consolidated Entity's changing risk and short and long term funding needs. At present the Consolidated Entity has no financial debt other than that disclosed in the statement of financial position representing liabilities incurred in the normal course of operations. The Consolidated Entity's debt and capital includes ordinary share capital, and financial liabilities, supported by financial assets. The Consolidated Entity has significant cash reserves and the investment policy ensures that the organisation maximises its return from funds invested whilst adopting a very conservative approach to risk and also ensuring sufficient working capital is maintained.

(b) Categories of financial instruments

| | Consolidated | |
|--|----------------|----------------|
| | 2013 \$'000 | 2012 \$'000 |
| Financial assets | | |
| Loans and receivables | 17,026 | 4,640 |
| Cash and cash equivalents | 66,812 | 33,761 |
| Available-for-sale financial assets | 200 | 205 |
| Financial liabilities | | |
| Fair value through profit or loss (FVTPL): | | |
| Foreign currency forward contracts | - | 13 |
| Amortised cost | 63,029 | 16,456 |

(c) Financial risk management objectives

The Consolidated Entity's financial instruments consist of deposits with banks and trade receivables incurred in the normal course of operations. The Consolidated Entity has entered into a US dollar and NZ dollar forward contracts to assist in minimising the foreign exchange fluctuations.

The senior executives of the Consolidated Entity meet regularly to analyse foreign currency and interest rate exposure to determine if the current treasury policy is appropriate in the current economic climate.

31. Financial instruments (cont'd)

(d) Market risk

The Consolidated Entity's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Consolidated Entity analyses its risk by completing sensitivity testing on its foreign currency and interest rate exposures and determining the potential impact on its effected expenses and revenue of movements in these rates. If the potential variance is material then management may seek to minimise this exposure but it does not consider this to be the case at this time.

(i) Foreign exchange

| 2013 | USD '000 | SGD '000 | HKD '000 | AED '000 | EUR '000 | Other '000 |
|-----------------------------|-------------|-------------|-------------|-------------|-------------|---------------|
| Cash and cash equivalents | 5,061 | 4,019 | 5,445 | 167 | 42 | 1,827 |
| Forward contract receivable | - | - | - | - | - | - |
| Trade receivables | 4,828 | 518 | 1,972 | 373 | 263 | 1,746 |
| Investment in associate | - | - | - | - | - | - |
| Trade payables | (3,923) | (2,946) | (11,025) | (2,159) | (1,680) | (2,061) |
| Forward contract payable | - | - | - | - | - | - |
| | 5,966 | 1,591 | (3,608) | (1,619) | (1,375) | 1,512 |

| 2012 | USD '000 | SGD '000 | HKD '000 | AED '000 | EUR '000 | Other '000 |
|-----------------------------|-------------|-------------|-------------|-------------|-------------|---------------|
| Cash and cash equivalents | 863 | - | - | - | - | 551 |
| Forward contract receivable | 981 | - | - | - | - | - |
| Trade receivables | 182 | - | - | - | - | 85 |
| Investment in associate | - | - | 58 | - | - | - |
| Trade payables | (812) | - | - | - | - | (390) |
| Forward contract payable | - | - | - | - | - | (235) |
| | 1,214 | - | 58 | - | - | 11 |

The following tables details the Consolidated Entity's sensitivity to a 10% increase and decrease in the Australian dollar against the relevant currencies. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency rates. A positive number below indicates an increase in profit and other equity where the Australian dollar strengthens 10% against the relevant currency. For a 10% weakening of the Australian dollar against the relevant currency, there would be a comparable impact on the profit and other equity, and the balances below would be negative.

| 2013 | USD (\$'000) | SGD (\$'000) | HKD (\$'000) | AED (\$'000) | EUR (\$'000) | Other (\$'000) |
|----------------|-----------------|-----------------|-----------------|-----------------|-----------------|-------------------|
| Profit or loss | 597 | 159 | (361) | (162) | (138) | 151 |
| Other equity | - | - | - | - | - | - |

| 2012 | USD (\$'000) | SGD (\$'000) | HKD (\$'000) | AED (\$'000) | EUR (\$'000) | Other (\$'000) |
|----------------|-----------------|-----------------|-----------------|-----------------|-----------------|-------------------|
| Profit or loss | 135 | - | 92 | - | - | - |
| Other equity | - | - | - | - | - | - |

(ii) Interest Rates

The Consolidated Entity does not hedge its exposure to interest rate movements and does not invest in fixed interest financial instruments. At 30 June 2013 it had \$66.8M (2012: \$33.8M) in cash and deposits. The average interest rate on all deposits for 2013 was 4.04% (2012: 4.39%).

Interest received for the Consolidated Entity for 2013 was \$1.3M. A table showing the sensitivity of this number to interest rate movements is detailed below.

| Average Interest Rates | Income (\$'000) | Variance to actual (\$'000) |
|------------------------|--------------------|-----------------------------------|
| 5.04% (+1.0%) | 1,612 | 320 |
| 4.54% (+0.5%) | 1,452 | 160 |
| 4.04% Actual | 1,292 | - |
| 3.54% (-0.5%) | 1,132 | (160) |
| 3.04% (-1.0%) | 972 | (320) |

31. Financial instruments (cont'd)

Management has considered that both a positive and negative 1% variance is sufficient to illustrate the potential variations in interest income.

(e) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Consolidated Entity. The Consolidated Entity has adopted a policy of only dealing with parties considered to be creditworthy. The Consolidated Entity does not require collateral in respect of financial assets. The Consolidated Entity exposure and the credit ratings of its counterparties are continuously monitored. The Consolidated Entity measures credit risk on a fair value basis.

The majority of the trade receivables are with debtors that operate in the travel industry and there is not considered to be any material concentration of credit risk within the Consolidated Entity.

The carrying amount of financial assets in the financial statements, net of any impairment and provision, represents the Consolidated Entity's maximum exposure to credit risk.

(f) Liquidity risk management

The Consolidated Entity manages liquidity risk by maintaining adequate reserves and banking facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The Consolidated Entity's non-interest bearing liabilities as at 30 June 2013 of \$63.0M (2012: \$16.5M) are expected to be settled within up to 60 days following the reporting period.

(g) Fair value of financial instruments

Fair value of financial instruments carried at amortised cost

The directors consider that the carrying amounts of financial assets and financial liabilities recognised in the consolidated financial statement approximate their fair values.

Fair value measurements recognised in the consolidated statement of financial position

The directors consider that the carrying amount of financial instruments recorded in the financial statements approximates their fair values.

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to 3 based on the degree to which the fair value is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

| | 30 June 2013 | | | Total \$'000 |
|------------------------------------|-------------------|-------------------|-------------------|-----------------|
| | Level 1 \$'000 | Level 2 \$'000 | Level 3 \$'000 | |
| Listed equities | - | - | - | - |
| | - | - | - | - |
| Foreign currency forward contracts | - | 17 | - | 17 |
| | - | 17 | - | 17 |

| | 30 June 2012 | | | Total \$'000 |
|------------------------------------|-------------------|-------------------|-------------------|-----------------|
| | Level 1 \$'000 | Level 2 \$'000 | Level 3 \$'000 | |
| Listed equities | 5 | - | - | 5 |
| | 5 | - | - | 5 |
| Foreign currency forward contracts | - | (13) | - | (13) |
| | - | (13) | - | (13) |

There were no transfers between Level 1 and 2 in the period.

32. Share-based payments

Fair value of share options granted in the year

There were no issues of share options during the financial year.

There were 3,000,000 options issued during the year ending 30 June 2012. Options granted to John Guscic in the 2012 financial year were independently valued by Leadenhall VRG Pty Ltd in a report dated 2 November 2011.

The weighted average fair value of the share options granted during the prior financial year was \$0.21. Options were priced using the Black-Scholes option pricing formula. Where relevant, the expected life used in the model has been adjusted based on management's best estimate for the effects of non-transferability, exercise restrictions (including the probability of meeting market conditions attached to the option), and behavioural considerations. Expected volatility is based on historical share price volatility over the past 5 years. To allow for the effects of early exercise, it was assumed the valuation uses an estimate of the expected life of the option.

These option valuations used the following inputs:-

| Inputs into the model | Tranche 1 | Tranche 2 | Tranche 3 |
|--------------------------------|------------|------------|------------|
| Spot price of underlying share | \$2.26 | \$2.26 | \$2.26 |
| Exercise price | \$2.60 | \$3.10 | \$3.80 |
| Risk free rate | 3.91% | 4.00% | 4.09% |
| Volatility | 30.0% | 32.5% | 37.5% |
| Dividend yield | 6.0% | 6.0% | 6.0% |
| Vesting date | 01/09/2012 | 01/09/2013 | 01/09/2014 |
| Vesting period | 10 months | 22 months | 34 months |
| Grant date | 19/10/2011 | 19/10/2011 | 19/10/2011 |
| Expiry date | 30/06/2015 | 30/06/2016 | 30/06/2017 |
| Total life | 44 months | 56 months | 68 months |
| Expected life | 27 months | 39 months | 51 months |

Employee share option plan

The following executive share-based payment arrangements were in existence during the current and comparative reporting periods:

| Options series | Number | Grant date | Expiry date | Exercise price \$ | Fair value at grant date \$ |
|----------------------------|---------|------------|-------------|----------------------|--------------------------------|
| John Guscic – Tranche 1(a) | 500,000 | 19/10/2011 | 30/06/2015 | \$2.60 | \$0.22 |
| John Guscic – Tranche 1(b) | 500,000 | 19/10/2011 | 30/06/2015 | \$2.60 | \$0.22 |
| John Guscic – Tranche 2(a) | 500,000 | 19/10/2011 | 30/06/2016 | \$3.10 | \$0.20 |
| John Guscic – Tranche 2(b) | 500,000 | 19/10/2011 | 30/06/2016 | \$3.10 | \$0.20 |
| John Guscic – Tranche 3(a) | 500,000 | 19/10/2011 | 30/06/2017 | \$3.80 | \$0.22 |
| John Guscic – Tranche 3(b) | 500,000 | 19/10/2011 | 30/06/2017 | \$3.80 | \$0.22 |

- (a) Tranche 1 – Vested on 1/09/2012 upon achievement of the board determined budget for 2012. Tranche 2 – Will vest on 1/09/2013 as a result of the Company achieving the board determined budget for 2013. Tranche 3 – Vests if Company achieves board determined budget for 2014.
- (b) Tranche 1 – Vested on 1/09/2012 upon remaining in employment as at 30 June 2012. Tranche 2 – Will vest on 1/09/2013 as a result of remaining in employment at 30 June 2013. Tranche 3 – Vests if remains in employment at 30 June 2014.

32. Share-based payments (cont'd)

The following reconciles the outstanding share options granted under the employee share option plan at the beginning and end of the financial year:

| | 2013 | | 2012 | |
|--|-------------------|---------------------------------|-------------------|---------------------------------|
| | Number of options | Weighted average exercise price | Number of options | Weighted average exercise price |
| Balance at beginning of the financial year | 3,000,000 | 3.1667 | 705,000 | 1.3389 |
| Granted during the financial year | - | - | 3,000,000 | 3.1667 |
| Forfeited during the financial year | - | - | - | - |
| Exercised during the financial year (i) | - | - | (705,000) | 1.3389 |
| Expired during the financial year | - | - | - | - |
| Balance at end of the financial year (ii) | 3,000,000 | 3.1667 | 3,000,000 | 3.1667 |
| Exercisable at end of the financial year | 1,000,000 | 2.6000 | - | - |

(i) Exercised during the financial year

The following share options granted under the employee share option plan were exercised during the financial year:

| 2013 Options series | Number exercised | Exercise date | Share price at exercise date | Option price at exercise date \$ |
|---------------------|------------------|---------------|------------------------------|----------------------------------|
| - | - | - | - | - |

| 2012 Options series | Number exercised | Exercise date | Share price at exercise date | Option price at exercise date \$ |
|---------------------|------------------|---------------|------------------------------|----------------------------------|
| John Lemish | 375,000 | 30/08/2011 | \$1.98 | \$1.3365 |
| Richard Noon | 70,000 | 19/09/2011 | \$1.95 | \$1.3480 |
| Richard Noon | 80,000 | 05/10/2011 | \$1.89 | \$1.3480 |
| David Clarke | 100,000 | 02/11/2011 | \$2.40 | \$1.3365 |
| David Clarke | 80,000 | 04/11/2011 | \$2.43 | \$1.3365 |

(ii) Balance at end of the financial year

The share options outstanding at the end of the financial year had an weighted average exercise price of \$3.17 (2012: \$3.17), and a weighted average remaining contractual life of 3.0 years (2012: 4.0 years).

33. Key management personnel compensation

Key management personnel compensation

The aggregate compensation made to key management personnel of the company and the Consolidated Entity is set out below:

| | Consolidated | |
|------------------------------|--------------|-----------|
| | 2013 \$ | 2012 \$ |
| Short-term employee benefits | 2,397,182 | 2,545,018 |
| Post-employment benefits | 144,013 | 240,482 |
| Share-based payment | 214,639 | 250,309 |
| | 2,755,834 | 3,035,809 |

No share options or tax deferred shares were granted during the year ended 30 June 2013 (2012: 3,000,000 tax deferred shares)

Further details of the directors and senior executives compensation is contained within the remuneration report on page 5.

34. Related party transactions

(a) Transactions with key management personnel

There were no transactions or loans between the company and key management personnel other than those disclosed below in related party transactions.

(b) Key management and directors equity holdings

The following shares are either held directly or via an associated party.

Fully paid ordinary shares of Webjet Limited

| | Balance at 30 June 2012 No. | Granted as compensation No. | Received on exercise of options No. | Net other change No. | Balance at 30 June 2013 No. |
|-----------------|-----------------------------|-----------------------------|-------------------------------------|----------------------|-----------------------------|
| 2013 | | | | | |
| David Clarke | 15,443 | - | - | (10,443) | 5,000 |
| John Guscic | 159,450 | - | - | (50,281) | 109,169 |
| Don Clarke | 10,000 | - | - | - | 10,000 |
| Allan Nahum | 100,000 | - | - | 34,084 | 134,084 |
| Chris Newman | 200,000 | - | - | (200,000) | - |
| Steven Scheuer | 4,989,785 | - | - | (663,531) | 4,326,254 |
| Richard Noon | 2,148,100 | - | - | (886,516) | 1,261,584 |
| Roger Sharp | - | - | - | - | - |
| Shelley Beasley | 99,724 | - | - | 792 | 100,516 |
| Robert Turner | - | - | - | - | - |

| | Balance at 30 June 2011 No. | Granted as compensation No. | Received on exercise of options No. | Net other change No. | Balance at 30 June 2012 No. |
|-----------------|-----------------------------|-----------------------------|-------------------------------------|----------------------|-----------------------------|
| 2012 | | | | | |
| David Clarke | 15,443 | - | 180,000 | (180,000) | 15,443 |
| John Guscic | 159,450 | - | - | - | 159,450 |
| Don Clarke | 10,000 | - | - | - | 10,000 |
| Allan Nahum | 100,000 | - | - | - | 100,000 |
| Chris Newman | 900,000 | - | - | (700,000) | 200,000 |
| Steven Scheuer | 6,349,785 | - | - | (1,360,000) | 4,989,785 |
| Richard Noon | 2,235,000 | - | 150,000 | (236,900) | 2,148,100 |
| Shelley Beasley | - | - | - | 99,724 | 99,724 |
| Mathias Friess | - | - | - | - | - |
| Tim Wagg | 10,000 | - | - | - | 10,000 |

Share options of Webjet Limited

| | Balance at 30 June 2012 No. | Granted as compensation No. | Exercised No. | Net other change No. | Bal at 30 June 2013 No. | Bal vested at 30 June 2013 No. | Vested but not exercisable No. | Vested and exercisable No. | Options vested during year No. |
|--------------|-----------------------------|-----------------------------|---------------|----------------------|-------------------------|--------------------------------|--------------------------------|----------------------------|--------------------------------|
| 2013 | | | | | | | | | |
| John Guscic | 3,000,000 | - | - | - | 3,000,000 | 1,000,000 | - | 1,000,000 | 1,000,000 |
| | Balance at 30 June 2011 No. | Granted as compensation No. | Exercised No. | Net other change No. | Bal at 30 June 2012 No. | Bal vested at 30 June 2012 No. | Vested but not exercisable No. | Vested and exercisable No. | Options vested during year No. |
| 2012 | | | | | | | | | |
| David Clarke | 180,000 | - | (180,000) | - | - | - | - | - | - |
| Richard Noon | 150,000 | - | (150,000) | - | - | - | - | - | - |
| John Guscic | - | 3,000,000 | - | - | 3,000,000 | - | - | - | - |

34. Related party transactions (cont'd)

All share options issued to key management personnel were made in accordance with the provisions of the employee share option plan.

No share options were exercised during the financial year. During the financial year ended 30 June 2012, 330,000 options were exercised by key management personnel at exercise prices of \$1.3365 and \$1.348 per option for ordinary 330,000 shares in Webjet Limited. No amounts remain unpaid on the options exercised during the financial year at year end.

(c) Transactions with other related parties

Transactions between Webjet Ltd and its related parties

Minter Ellison Lawyers of which Don Clarke is a principal was paid a total \$1,374,058 (2012: \$195,706) during the year. All transactions were conducted on a commercial arm's length basis and charged accordingly. An amount of \$124,445 was owed as at 30 June 2013 (2012: \$32,450) to Minter Ellison Lawyers.

35. Business Combination

(a) Zuji Group

(i) Summary of acquisition

On 22 March 2013 the Group acquired 100% of the issued share capital of the following entities comprising the Zuji Group:

| Name of subsidiary | Country of incorporation |
|------------------------|--------------------------|
| Zuji Pty Ltd | Australia |
| Zuji Pte Ltd | Singapore |
| Zuji Properties A.V.V. | Aruba |
| Zuji Ltd | Hong Kong |
| Zuji Tavel Pte Ltd | Singapore |

The acquisition is expected to provide a platform for further growth in the Asia region, to enhance the Group's leading position within Australia and to provide synergies across the newly combined entity.

The net assets of the Zuji Group were acquired for cash consideration of USD\$25m, translated to \$24.1m at the acquisition date. The purchase price had been hedged via a cash flow hedge, therefore the fair value at acquisition date was \$23.7m.

The assets and liabilities recognised as a result of the acquisition are as follows:

| | \$'000 |
|----------------------------------|---------------|
| Cash and cash equivalents | 18,834 |
| Trade accounts receivable | 1,022 |
| Intercompany receivable | 49 |
| Deposits and prepayments | 3,078 |
| Other receivables | 2,433 |
| Brand Names | 5,525 |
| Trade Creditors | (13,533) |
| Non-trade creditors | (3,512) |
| Intercompany payable | (837) |
| Accruals and provisions | (7,535) |
| Net identifiable assets acquired | 5,524 |
| Goodwill | 18,196 |
| Net assets acquired | 23,720 |

(ii) Goodwill

The goodwill is attributable to the expected future profitability of the business and will not be deductible for tax purposes.

(iii) Trade receivables

The fair value of acquired trade receivables is \$1,022k, the gross contractual amount for trade receivables is \$1,155k of which \$133k is expected to be uncollectable.

35. Business Combination (Cont'd)

(a) Zuji Group (cont'd)

(iv) Revenue and profit contribution

Since the acquisition date of 22 March 2013 to 30 June 2013, the Zuji Group has contributed to the Consolidated Entity revenues of \$8.0m and a net loss of \$1.5m.

It has been determined impracticable to disclose the revenue and loss for the Zuji Group as if the acquisition had occurred at 1 July 2012 due to the difference in financial years making the results indeterminable.

(v) Acquisition costs

Transaction costs incurred in completing the acquisition amounted to \$1,456k and have been included in other expenses in the consolidated income statement.

(vi) Purchase consideration – cash outflow

| | \$'000 |
|---|--------|
| Outflow of cash to acquire subsidiary, net of cash acquired | |
| Cash consideration | 23,720 |
| Less: Balances acquired | |
| Cash | 18,834 |
| | <hr/> |
| Outflow of cash – investing activities | 4,886 |

(b) Westweb Group

(i) Summary of acquisition

On 30 June 2013 the Group acquired the remaining 50% of the issued share capital of Westweb Holdings Limited, resulting in the Consolidated Entity gaining control over the Westweb Group:

| Name of subsidiary | Country of incorporation |
|----------------------|--------------------------|
| Westweb Holdings Ltd | British Virgin Islands |
| Webjet Hong Kong Ltd | Hong Kong |
| Webjet Singapore Ltd | Singapore |

The net assets of the Westweb Group were acquired for cash consideration of AUD\$50,000.

The assets and liabilities recognised as a result of the acquisition are as follows:

| | \$'000 |
|--------------------------------------|-----------------|
| Cash and cash equivalents | 269 |
| Trade accounts receivable | 25 |
| Property, plant and equipment | 25 |
| Other Assets | 3 |
| Foreign currency translation reserve | 55 |
| Trade creditors | (61) |
| Other liabilities | (456) |
| Net identifiable assets acquired | (140) |
| Goodwill | 190 |
| Net assets acquired | <hr/> 50 |

(ii) Goodwill

The goodwill is attributable to the expected profitability of the business and will not be deductible for tax purposes.

35. Business Combination (Cont'd)

(b) Westweb Group (cont'd)

(iii) Trade receivables

The fair value of acquired trade receivables is \$25k, representing the gross contractual amount which is expected to be fully collectable.

(iv) Revenue and profit contribution

Since the acquisition date to 30 June 2013, the Westweb Group has contributed to the Group revenues of \$nil and net profit of \$nil.

Had the acquisition occurred on 1 July 2012, consolidated revenue and net loss for the Group for the year ended 30 June 2013 would have been \$185k and \$428k respectively.

(v) Acquisition costs

Transaction costs incurred in completing the acquisition amounted to \$nil.

(vi) Purchase consideration – cash inflow

Outflow of cash to acquire subsidiary, net of cash acquired
 Cash consideration
 Less: Balances acquired
 Cash

| \$'000 |
|--------|
| 50 |
| 269 |
| (219) |

Inflow of cash – investing activities

There were no acquisitions in the year ending 30 June 2012.

36. Remuneration of auditors

Auditor of the parent entity

Audit or review of the financial report

Network firm of the parent entity auditor

Audit or review of the financial report

Preparation of the tax return

| Consolidated | |
|--------------|------------|
| 2013 \$ | 2012 \$ |
| 155,650 | 90,000 |
| 155,650 | 90,000 |
| 70,500 | - |
| - | 21,605 |
| 70,500 | 21,605 |

The auditor of Webjet Limited is BDO.

37. Events after the reporting period

A final dividend of 7.0 cents per share, fully franked has been declared by the directors for payment 17 October 2013.

38. Parent entity information

The accounting policies of the parent entity, which have been applied in determining the financial information shown below, are the same as those applied in the consolidated financial statements. Refer to note 3 for a summary of the significant accounting policies relating to the Consolidated Entity.

| | 30 June 2013 \$'000 | 30 June 2012 \$'000 |
|----------------------------------|--------------------------------------|--------------------------------------|
| Financial position | | |
| Assets | | |
| Current assets | 8,477 | 7,949 |
| Non-current assets | 45,591 | 17,965 |
| Total assets | 54,068 | 25,914 |
| Liabilities | | |
| Current liabilities | 7,912 | 11,772 |
| Non-current liabilities | 3,018 | 2,541 |
| Total liabilities | 10,930 | 14,313 |
| Equity | | |
| Issued capital | 40,179 | 11,042 |
| Retained earnings | 2,494 | 444 |
| Reserves | | |
| Equity settled employee benefits | 465 | 250 |
| Foreign currency translation | - | (135) |
| Total equity | 43,138 | 11,601 |
| | 30 June 2013 \$'000 | 30 June 2012 \$'000 |
| Financial performance | | |
| Profit for the year | 11,882 | 8,960 |
| Other comprehensive income | - | (57) |
| Total comprehensive income | 11,882 | 8,903 |

39. Approval of financial statements

The financial statements were approved by the board of directors and authorised for issue on 20 August 2013.



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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WEBJET LIMITED

REPORT ON THE FINANCIAL REPORT

We have audited the accompanying financial report of Webjet Limited, which comprises the, consolidated balance sheet as at 30 June 2013, the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the disclosing entity and the entities it controlled at the year's end or from time to time during the financial year.

Directors' Responsibility for the Financial Report

The directors of the disclosing entity are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with *International Financial Reporting Standards*.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the disclosing entity's preparation of the financial report that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the disclosing entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Webjet Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

- (a) The financial report of Webjet Limited is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2013 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- (b) The financial report also complies with *International Financial Reporting Standards* as disclosed in Note 1.

REPORT ON THE REMUNERATION REPORT

We have audited the Remuneration Report included in pages 5 to 9 of the directors' report for the year ended 30 June 2013. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Opinion

In our opinion, the Remuneration Report of Webjet Limited for the year ended 30 June 2013 complies with section 300A of the *Corporations Act 2001*.

BDO (SA)

Paul Gosnold
Partner

Date 20 August 2013

Additional securities exchange information as at 30 June 2013

Number of holders of equity securities

Ordinary share capital

79,397,959 fully paid ordinary shares are held by 3,916 individual shareholders. All issued ordinary shares carry one vote per share.

Options

3,000,000 options are held by an individual option holder. Options do not carry a right to vote.

Distribution of holders of equity securities

| | Fully paid ordinary shares | Options |
|---------------------------------------|----------------------------|----------|
| 1 – 1,000 | 1,116 | - |
| 1,001 – 5,000 | 1,812 | - |
| 5,001 – 10,000 | 496 | - |
| 10,001 – 100,000 | 455 | - |
| 100,001 and over | 37 | 1 |
| | 3,916 | 1 |
| Holding less than a marketable parcel | 129 | - |

Substantial shareholders

| | Fully paid ordinary shares |
|--|----------------------------|
| Ordinary shareholders | Number |
| Thorney Holdings Pty Ltd and associated entities | 10,150,000 |
| Paradise Investment Management Pty Ltd | 6,438,127 |
| Denver Investments | 5,673,319 |
| Allard Partners Limited | 4,212,988 |
| Mr Steven Scheuer | 4,326,254 |
| | 30,800,688 |

Twenty largest holders of quoted equity securities

| Ordinary shareholders | Fully paid ordinary shares | | Partly paid ordinary shares | |
|--|----------------------------|--------------|-----------------------------|------------|
| | Number | Percentage | Number | Percentage |
| NATIONAL NOMINEES LIMITED | 12,994,043 | 16.41 | - | - |
| J P MORGAN NOMINEES AUSTRALIA LIMITED | 10,148,042 | 12.82 | - | - |
| HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED | 9,481,278 | 11.97 | - | - |
| THORNEY HOLDINGS PTY LTD | 8,786,938 | 11.10 | - | - |
| MR STEVEN SCHEUER <NO 1 ACCOUNT> | 3,064,745 | 3.87 | - | - |
| MR JOHN LEMISH | 1,650,000 | 2.08 | - | - |
| MS KING-ENG TAN | 1,441,941 | 1.82 | - | - |
| MR JOHN LEMISH + MRS SUZANNE LEMISH <JOHN LEMISH SUPER FUND A/C> | 1,353,671 | 1.71 | - | - |
| CITICORP NOMINEES PTY LIMITED | 1,294,752 | 1.64 | - | - |
| HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED <NT-COMNWLTH SUPER CORP A/C> | 1,206,217 | 1.52 | - | - |
| MR STEVEN SCHEUER <NO 2 ACCOUNT> | 1,135,717 | 1.43 | - | - |
| MR CHRIS CARR + MRS BETSY CARR | 875,000 | 1.11 | - | - |
| UBS NOMINEES PTY LTD | 844,825 | 1.07 | - | - |
| MR IAN STANLEY BOOTES + MRS KYLIE BOOTES | 748,750 | 0.95 | - | - |
| BNP PARIBAS NOMS PTY LTD <DRP> | 394,274 | 0.50 | - | - |
| QIC LIMITED | 382,733 | 0.48 | - | - |
| CRIMSON SKIES PTY LTD <RICHARD NOON FAMILY A/C> | 380,792 | 0.48 | - | - |
| CRIMSON SKIES PTY LTD <CRIMSON SKIES S/F A/C> | 360,637 | 0.46 | - | - |
| JP MORGAN NOMINEES AUSTRALIA LIMITED <CASH INCOME A/C> | 359,846 | 0.45 | - | - |
| MR RICHARD ALLAN NOON | 350,000 | 0.44 | - | - |
| | 57,254,201 | 72.31 | - | - |

Additional securities exchange information as at 30 June 2013 (cont'd)

Company secretary

John Viegas

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Principal administration office

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