

**Mainfreight Group****Income Statement for the Nine Months Ended 31 December 2010**

|  | 31 Dec<br>2010<br>\$000 | 31 Dec<br>2009<br>\$000 | 31 March<br>2010<br>\$000 |
|--|-------------------------|-------------------------|---------------------------|
| Operating Revenue  | 1,011,879               | 842,266                 | 1,131,146                 |
| Interest Income  | -                       | -                       | 1,012                     |
| Total Revenue  | 1,011,879               | 842,266                 | 1,132,158                 |
| Transport Costs  | (692,748)               | (554,479)               | (750,475)                 |
| Labour Expenses Excluding Share Based Payments                               | (171,362)               | (153,899)               | (203,330)                 |
| Occupancy Expenses and Rental Recharge                                       | (19,382)                | (19,348)                | (25,914)                  |
| Depreciation and Amortisation Expenses                                       | (11,473)                | (11,975)                | (16,301)                  |
| Other Expenses   | (61,429)                | (57,739)                | (75,578)                  |
| Finance Costs  | (3,863)                 | (4,431)                 | (6,327)                   |
| Derivative Fair Value Movement   | -                       | 241                     | 526                       |
| Non-cash Share Based Payment Expense   | (707)                   | (764)                   | (1,017)                   |
| Profit Before Non-recurring Restructuring Expenses and Taxation for the Year | 50,915                  | 39,872                  | 53,742                    |
| Income Tax on Profit Before Non-recurring Restructuring Expenses             | (16,266)                | (12,615)                | (15,490)                  |
| Net Profit Before Non-recurring Restructuring Expenses for the Year          | 34,649                  | 27,257                  | 38,252                    |
| Non-recurring Restructuring Expenses   | -                       | (1,979)                 | (2,825)                   |
| Income Tax on Non-recurring Restructuring Expenses                           | -                       | 679                     | 938                       |
| Non-recurring Restructuring Expenses After Taxation                          | -                       | (1,300)                 | (1,887)                   |
| Profit Before Taxation for the Year  | 50,915                  | 37,893                  | 50,917                    |
| Income Tax Expense   | (16,266)                | (11,936)                | (14,552)                  |
| Net Profit for the Year  | 34,649                  | 25,957                  | 36,365                    |

**Statement of Comprehensive Income for the Nine Months Ended 31 December 2010**

|  |         |         |         |
|--|---------|---------|---------|
| Net Profit for the Year  | 34,649  | 25,957  | 36,365  |
| <b>Other Comprehensive Income</b>  |         |         |         |
| Exchange Differences on Translation of Foreign Operations                        | (2,547) | (9,283) | (6,530) |
| Income Tax Relating to Exchange Differences on Translation of Foreign Operations | -       | -       | -       |
| Revaluation of Land  | -       | -       | (1,750) |
| Income Tax Relating to Revaluation of Land                                       | -       | -       | -       |
| Other Comprehensive Income for the Year, Net of Tax                              | (2,547) | (9,283) | (8,280) |
| Total Comprehensive Income for the Year, Net of Tax                              | 32,102  | 16,674  | 28,085  |

**Statement of Cash Flows for the Nine Months Ended 31 December 2010**

|                                   |          |          |          |
|-----------------------------------|----------|----------|----------|
| Operating Activities              | 45,805   | 40,431   | 53,688   |
| Investing Activities              | (15,088) | (14,081) | (15,710) |
| Financing Activities              | (26,523) | (7,302)  | (6,118)  |
| FX Rate Fluctuations on Cash Held | (692)    | (2,538)  | (1,513)  |
| NET INCREASE (DECREASE) IN CASH   | 3,502    | 16,510   | 30,347   |

**Mainfreight Group**  
**Balance Sheet as at 31 December 2010**

|                                      | <b>31 Dec<br/>2010<br/>\$000</b> | <b>31 Dec<br/>2009<br/>\$000</b> | <b>31 March<br/>2010<br/>\$000</b> |
|--------------------------------------|----------------------------------|----------------------------------|------------------------------------|
| <b>Shareholders' Equity</b>          |                                  |                                  |                                    |
| Share Capital                        | 66,344                           | 65,384                           | 65,637                             |
| Accumulated Surplus                  | 205,894                          | 179,546                          | 189,954                            |
| Revaluation Reserve                  | 37,964                           | 39,714                           | 37,964                             |
| Foreign Currency Translation Reserve | 1,341                            | 1,135                            | 3,888                              |
|                                      | <hr/>                            |                                  |                                    |
| TOTAL EQUITY                         | 311,543                          | 285,779                          | 297,443                            |
| <b>Non-current Liabilities</b>       |                                  |                                  |                                    |
| Bank Term Loan                       | 106,592                          | 117,624                          | 119,384                            |
| Trade Creditors & Accruals           | -                                | -                                | -                                  |
| Provisions for Onerous Leases        | 1,910                            | 2,900                            | 2,466                              |
| Employee Entitlements                | 1,648                            | 1,020                            | 1,257                              |
| Deferred Tax Liability               | 721                              | 1,210                            | 722                                |
| Finance Lease Liability              | 235                              | 785                              | 505                                |
|                                      | <hr/>                            |                                  |                                    |
|                                      | 111,106                          | 123,539                          | 124,334                            |
| <b>Current Liabilities</b>           |                                  |                                  |                                    |
| Trade Creditors & Accruals           | 127,442                          | 118,407                          | 122,633                            |
| Provisions for Onerous Leases        | 1,077                            | 1,850                            | 1,536                              |
| Derivative Financial Instruments     | -                                | 61                               | -                                  |
| Employee Entitlements                | 22,537                           | 14,846                           | 14,477                             |
| Provision for Taxation               | 4,042                            | 3,207                            | 4,304                              |
| Finance Lease Liability              | 435                              | 530                              | 650                                |
|                                      | <hr/>                            |                                  |                                    |
|                                      | 155,533                          | 138,901                          | 143,600                            |
|                                      | <hr/>                            |                                  |                                    |
| TOTAL LIABILITIES AND EQUITY         | \$ 578,182                       | \$ 548,219                       | \$ 565,377                         |
| <hr/> <hr/>                          |                                  |                                  |                                    |
| <b>Non-current Assets</b>            |                                  |                                  |                                    |
| Property, Plant & Equipment          | 208,795                          | 210,637                          | 209,761                            |
| Software                             | 10,530                           | 10,987                           | 9,612                              |
| Goodwill                             | 115,443                          | 121,394                          | 123,014                            |
| Other Intangible Assets              | 5,509                            | 6,982                            | 6,371                              |
| Other Investments                    | 80                               | 80                               | 80                                 |
| Deferred Tax Asset                   | 5,829                            | 5,948                            | 5,722                              |
|                                      | <hr/>                            |                                  |                                    |
|                                      | 346,186                          | 356,028                          | 354,560                            |
| <b>Current Assets</b>                |                                  |                                  |                                    |
| Bank                                 | 41,149                           | 23,810                           | 37,647                             |
| Trade Debtors                        | 178,070                          | 153,836                          | 157,700                            |
| Derivative Financial Instruments     | 88                               | -                                | 102                                |
| Income Tax Receivable                | -                                | -                                | 1,791                              |
| Properties Available for Sale        | 1,480                            | 1,594                            | 1,618                              |
| Other Debtors                        | 11,209                           | 12,951                           | 11,959                             |
|                                      | <hr/>                            |                                  |                                    |
|                                      | 231,996                          | 192,191                          | 210,817                            |
|                                      | <hr/>                            |                                  |                                    |
| TOTAL ASSETS                         | \$ 578,182                       | \$ 548,219                       | \$ 565,377                         |
| <hr/> <hr/>                          |                                  |                                  |                                    |

## Mainfreight Group

### Statement of Changes in Equity for the Nine Months Ended 31 December 2010

| <b><u>Nine Months to 31 December 2010</u></b>                | ORDINARY<br>SHARES | ASSET<br>REVALUATION<br>RESERVE | FOREIGN<br>CURRENCY<br>TRANSLATION<br>RESERVE | RETAINED<br>EARNINGS | TOTAL    |
|--|--------------------|---------------------------------|---|----------------------|----------|
|  |                    |                                 |   |                      |          |
| Balance at 1 April 2010                                      | 65,637             | 37,964                          | 3,888   | 189,954              | 297,443  |
| Profit for the Period  |                    |                                 |   | 34,649               | 34,649   |
| Other Comprehensive Income                                   |                    | -                               | (2,547)                                       |                      | (2,547)  |
| <b>Total Comprehensive Income for the Period</b>             | -                  | -                               | (2,547)                                       | 34,649               | 32,102   |
| <b>Transactions with Owners in Their Capacity as Owners:</b> |                    |                                 |   |                      |          |
| Shares Issued  |                    |                                 |   |                      | -        |
| Executive Share Scheme Costs                                 | 707                |                                 |   |                      | 707      |
| Supplementary Dividends                                      |                    |                                 |   | (339)                | (339)    |
| Dividends Paid   |                    |                                 |   | (18,709)             | (18,709) |
| Foreign Investor Tax Credit                                  |                    |                                 |   | 339                  | 339      |
| Balance at 31 December 2010                                  | 66,344             | 37,964                          | 1,341   | 205,894              | 311,543  |

| <b><u>Nine Months to 31 December 2009</u></b>                | ORDINARY<br>SHARES | ASSET<br>REVALUATION<br>RESERVE | FOREIGN<br>CURRENCY<br>TRANSLATION<br>RESERVE | RETAINED<br>EARNINGS | TOTAL    |
|--|--------------------|---------------------------------|---|----------------------|----------|
|  |                    |                                 |   |                      |          |
| Balance at 1 April 2009                                      | 64,620             | 39,714                          | 10,418  | 171,806              | 286,558  |
| Profit for the Period  |                    |                                 |   | 25,957               | 25,957   |
| Other Comprehensive Income                                   |                    | -                               | (9,283)                                       |                      | (9,283)  |
| <b>Total Comprehensive Income for the Period</b>             | -                  | -                               | (9,283)                                       | 25,957               | 16,674   |
| <b>Transactions with Owners in Their Capacity as Owners:</b> |                    |                                 |   |                      |          |
| Shares Issued  |                    |                                 |   |                      | -        |
| Executive Share Scheme Costs                                 | 764                |                                 |   |                      | 764      |
| Supplementary Dividends                                      |                    |                                 |   | (352)                | (352)    |
| Dividends Paid   |                    |                                 |   | (18,217)             | (18,217) |
| Foreign Investor Tax Credit                                  |                    |                                 |   | 352                  | 352      |
| Balance at 31 December 2009                                  | 65,384             | 39,714                          | 1,135   | 179,546              | 285,779  |

| <b><u>Twelve Months to 31 March 2010</u></b>                 | ORDINARY<br>SHARES | ASSET<br>REVALUATION<br>RESERVE | FOREIGN<br>CURRENCY<br>TRANSLATION<br>RESERVE | RETAINED<br>EARNINGS | TOTAL    |
|--|--------------------|---------------------------------|---|----------------------|----------|
|  |                    |                                 |   |                      |          |
| Balance at 1 April 2009                                      | 64,620             | 39,714                          | 10,418  | 171,806              | 286,558  |
| Profit for the Period  |                    |                                 |   | 36,365               | 36,365   |
| Other Comprehensive Income                                   |                    | (1,750)                         | (6,530)                                       |                      | (8,280)  |
| <b>Total Comprehensive Income for the Period</b>             | -                  | (1,750)                         | (6,530)                                       | 36,365               | 28,085   |
| <b>Transactions with Owners in Their Capacity as Owners:</b> |                    |                                 |   |                      |          |
| Shares Issued  |                    |                                 |   |                      | -        |
| Executive Share Scheme Costs                                 | 1,017              |                                 |   |                      | 1,017    |
| Supplementary Dividends                                      |                    |                                 |   | (352)                | (352)    |
| Dividends Paid   |                    |                                 |   | (18,217)             | (18,217) |
| Foreign Investor Tax Credit                                  |                    |                                 |   | 352                  | 352      |
| Balance at 31 March 2010                                     | 65,637             | 37,964                          | 3,888   | 189,954              | 297,443  |

## Mainfreight Segmental Reporting

The Group operates in the domestic supply chain (i.e. moving and storing freight within countries) and international freight industries (i.e. moving freight between countries). The USA segment operates in both of these sectors.

### Industrial and Geographical Segments

#### Mainfreight Nine Months Ended December 2010 (\$000's).

##### This Year

|                           | <u>Revenues</u>    | <u>EBITDA</u>   | <u>Total Assets</u> |
|---------------------------|--------------------|-----------------|---------------------|
| New Zealand Domestic      | 219,466            | 30,721          | 233,214             |
| New Zealand International | 91,207             | 3,923           | 28,012              |
| Australian Domestic       | 169,385            | 13,185          | 78,490              |
| Australian International  | 186,276            | 5,904           | 83,857              |
| USA ****                  | 316,179            | 10,565          | 132,304             |
| Asian International       | 29,366             | 2,661           | 29,218              |
| Intercompany              | -                  | -               | (6,913)             |
| Total Group               | <u>\$1,011,879</u> | <u>\$66,959</u> | <u>\$578,182</u>    |
| USA ****                  |                    |                 |                     |
| Carotrans                 | 136,595            | 9,312           | 34,137              |
| Mainfreight USA           | 179,584            | 1,253           | 98,167              |
|                           | <u>\$316,179</u>   | <u>\$10,565</u> | <u>\$132,304</u>    |

##### Last Year

|                           | <u>Revenues</u>  | <u>EBITDA</u>   | <u>Total Assets</u> |
|---------------------------|------------------|-----------------|---------------------|
| New Zealand Domestic      | 201,926          | 28,627          | 236,458             |
| New Zealand International | 78,196           | 3,447           | 23,869              |
| Australian Domestic       | 144,255          | 11,788          | 62,297              |
| Australian International  | 149,849          | 5,928           | 76,188              |
| USA ****                  | 248,149          | 5,468           | 129,518             |
| Asian International       | 19,891           | 1,543           | 26,068              |
| Intercompany              | -                | -               | (6,179)             |
| Total Group               | <u>\$842,266</u> | <u>\$56,801</u> | <u>\$548,219</u>    |
| USA ****                  |                  |                 |                     |
| Carotrans                 | 107,723          | 8,575           | 30,593              |
| Mainfreight USA           | 140,426          | (3,107)         | 98,925              |
|                           | <u>\$248,149</u> | <u>\$5,468</u>  | <u>\$129,518</u>    |

EBITDA is defined as earnings before net interest expense, tax, depreciation, amortisation, abnormal, share based payment expenses, minority interests and associates.