



half-year report

31 march 2009



financial highlights

	6 mths to 31/03/2009 \$m	6 mths to 31/03/2008 \$m	12 mths to 30/09/2008 \$m
new loans	162.8	232.6	442.6
total income	48.3	48.4	99.2
profit after taxation	4.0	0.7	3.7
profit available for distribution to transacting shareholders	13.4	15.8	32.9
fees and commissions paid direct	5.9	7.0	13.4
total transacting shareholder earnings	19.4	22.8	46.2
total assets	609.0	618.6	623.9
net loans under administration	564.0	580.8	585.4
capital	60.5	41.8	43.3
transacting shareholder earnings/average loans under administration	6.7%	8.0%	8.0%
expense/average total assets	1.7%	1.8%	1.8%
capital percentage	9.9%	6.8%	6.9%
return on average equity	15.6%	3.5%	8.7%
return on average total assets	1.3%	0.2%	0.6%
basic earnings per ordinary share (dollars)	0.25	-	-

review of operations

financial performance

	6 mths to 31/03/2009	6 mths to 31/03/2008	12 mths to 30/09/2008
	\$000	\$000	\$000
profit after taxation	4,042	734	3,717
taxation	2,810	1,002	1,342
financial instruments designated at fair value (unrealised)	(875)	(8)	714
commission	10,135	16,322	32,301
profit available to shareholders	16,112	18,050	38,074
perpetual preference share dividend (gross)	(1,884)	(2,216)	(4,430)
ordinary shareholder retentions	(794)	-	-
non member income	-	(5)	(788)
profit available for distribution to transacting shareholders	\$13,434	\$15,829	\$32,856
paid direct to transacting shareholders			
fees	3,920	4,379	8,572
payment waiver premium	1,950	2,460	4,454
insurance commission	49	122	350
	5,919	6,961	13,376
total transacting shareholder earnings	\$19,353	\$22,790	\$46,232
profit distributed to transacting shareholders			
commission	10,135	16,322	32,301
non taxable bonus issue	7,434	-	-
total transacting shareholder distributions	\$17,569	\$16,322	\$32,301

Profit after tax recorded in these accounts is \$4.04 million (last year: \$0.73 million). Transacting shareholders received \$19.35m (last year: \$22.79m), through their participation in MTF, in the half year to 31 March 2009, including \$5.9m (last year: \$6.9m) in fees and payment waiver premium, paid directly.

- new loan sales decreased by 30.1% to \$162.6m (last year: \$232.6m), as motor vehicle sales slowed
- assets reduced by 1.5% to \$609m, as a consequence of lower sales
- net interest income is down on last year by 7.1%, due to higher cost of funds
- fees earned are lower as a consequence of lower sales
- expense is down 6%, in spite of higher costs related to additional regulatory and disclosure requirements
- return on average total assets is 1.3% (last year: 0.2%)
- return on average equity is 15.6% (last year: 3.5%)

Net interest income has come under pressure as credit margins and bank fees have increased. Although interest margin has improved as the full impact of increased funding costs has been factored into interest rates charged to customers, the impact on loans written prior to the sub-prime crisis has reduced net interest income by about \$1m.

Expense has reduced with a review of non-beneficial expenditure and suspension of the staff incentive scheme, until business returns to more normal levels. A complete review of our funding programme, the non-bank deposit taker regime, in the process of introduction by the Reserve Bank of New Zealand, and the continuing impact of International Financial Reporting Standards (IFRS) will mean considerable ongoing expense.

Many companies have expressed doubt about the benefit from reporting under IFRS and MTF is no exception. Not only have we incurred additional cost but also reporting includes provision for fair value adjustments that have no cash flow impact and serve only to confuse readers at a time when more transparency is desirable.

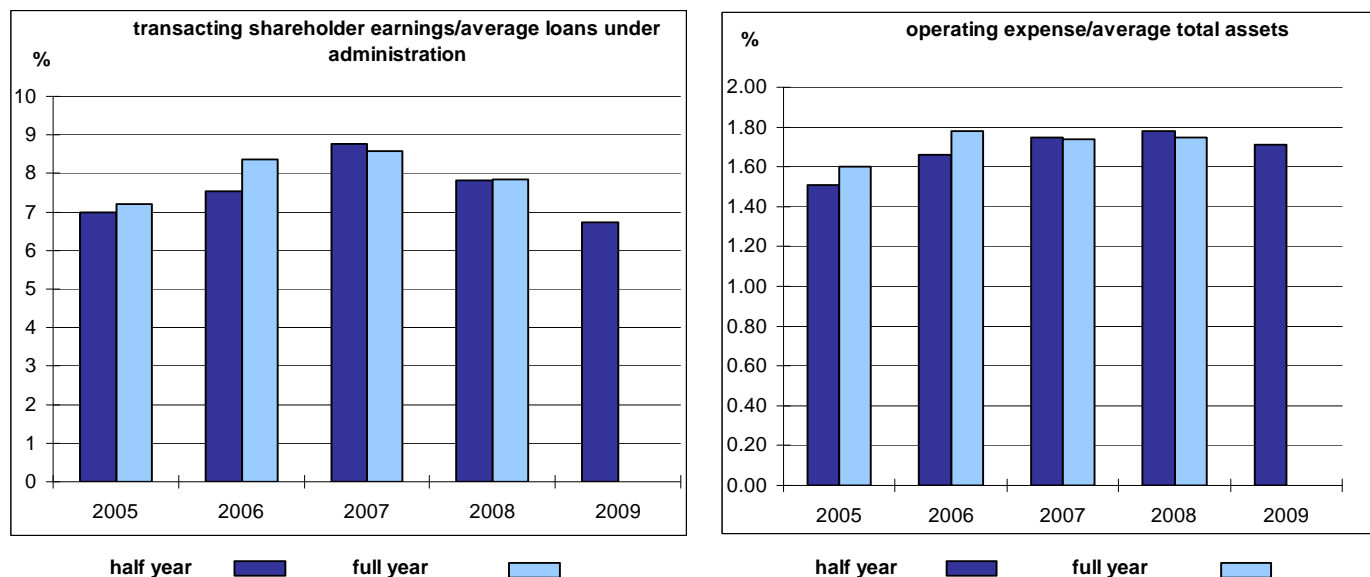
financial position

Total assets are down 1.5%, to \$609m, in line with lower sales. We expect assets to reduce further through the remainder of the year, as transacting shareholders are encouraged to be more selective in new loan origination. A positive consequence of the slowing economy is a reduction in early loan repayments, as customers hold vehicles longer and resist new borrowing.

A capital restructure proposal, approved by transacting shareholders on 29 October 2008, and completed on 2 February 2009, means that MTF is no longer registered as a co-operative. The restructure is reflected in the balance sheet, with capital of \$60.5m (last year \$41.8m), giving an improved capital percentage of 9.9% (last year: 6.8%).

A capital restructure proposal, approved by transacting shareholders on 29 October 2008, and completed on 2 February 2009, means that MTF is no longer registered as a co-operative. The restructure is reflected in the balance sheet, with capital of \$60.5m (last year \$41.8m), giving an improved capital percentage of 9.9% (last year: 6.8%).

Draft non-bank deposit taker regulations set capital requirements for non-banks, and suggest that some finance companies will need to raise more capital during the proposed transition period. Although MTF is not currently a deposit taker, i.e., does not fund from the retail market, the board will ensure that MTF meets all regulatory requirements, and is assessing the need and opportunity to raise additional capital. At the time of writing, following submissions from the industry, the Reserve Bank has yet to issue the regulations.



funding

Bills of exchange, issued through the securitisation programme, continue to be rated A1+/P-1 (extremely strong/superior) by Standard & Poor's/Moody's, a reflection of the quality of paper written by transacting shareholders and of our continuing focus on credit quality.

At the date of this report, securitised loans are funded by bills of exchange, provided by banks, under a revolving liquidity facility (RLF), an integral part of the securitisation programme since 1995.

The financial statements at 30 September 2008 reported that the RLF was nearing maturity and that MTF was working with the providers to extend the facility. The facility was extended to 23 July 2009. We are working with our bankers and professional advisers to explore alternative debt funding sources to replace the existing funding facilities, provided through the securitisation programme.

credit quality

At the date of this report, arrears remain within target, but there is upwards pressure as consumers feel the weight of a slowing economy and we expect increasing unemployment to result in higher arrears towards the end of 2009. A high proportion of our customers are protected against redundancy, through our payment waiver, which will soften the blow for the customer and the company.

Loans are managed and guaranteed by the transacting shareholder. MTF monitors the performance of each transacting shareholder and each portfolio of loans on a regular basis and carries out regular reviews of lending policy and process.

At the time of writing, we have assumed the management of ledgers totalling \$18m (last year \$1.6m) where we believe MTF may be at risk. Internal credit policy requires that we make full provision for possible losses when a ledger enters managed and these accounts include a provision for impaired assets of \$2.5m (note 7).

We expect to sustain bad debts as the economy continues to slow and are confident that the losses will not threaten the future of the business. Additional resource drafted into credit management will assist shareholders and customers in managing through this difficult period.

continuous improvement

Our primary operational focus in the period and for the near future is to assist transacting shareholders and borrowers to manage through a period of considerable uncertainty. The flexibility enjoyed by transacting shareholders, prior to the sub prime crisis, has been limited considerably and plans made in early 2007 to expand the business are on hold until we have a clearer picture of the way ahead.

All financial institutions face considerable challenges in maintaining capital adequacy, accessing funding and managing credit exposures and our best intellectual capital is focussed on dealing with these issues.

MTF continues to operate profitably because the model is simple and because of the daily cash flow generated by loans that are relatively low in value, have regular principal and interest flows and are managed locally by transacting shareholders.

staff and shareholders

Our success is dependent on the support, confidence and, more recently, the fortitude of our shareholders, and our staff. The response from transacting shareholders to the capital restructure was encouraging and underlines the commitment of those shareholders to the long-term future of the company.

Staff and transacting shareholders have responded favourably as the operating environment has become more difficult, with shareholders understanding and accepting the reduction in lending flexibility, which was previously an important difference in the *modus operandi* of MTF.

dividends

MTF has two groups of shareholders – transacting shareholders who previously held co-operative shares, and who now hold ordinary shares, and perpetual preference shareholders.

Quarterly dividends totalling \$1.88m (gross) were paid to perpetual preference shareholders during the period. The dividend rate is set annually, at 30 September, at 2.40% over the one year swap rate. For the period under review, the rate was 9.42%.

On 8 April 2009, the directors declared an interim dividend on paid-up ordinary shares of 6.45% (1.27c per share), for the period from the allotment of shares on 16 January 2009 to 31 March 2009. The dividend of \$0.25m (gross) was paid on 30 April 2009.

outlook – managing uncertainty is our greatest challenge

MTF delivers a simple business model, where forecasting has previously been relatively accurate but, now, the greatest challenge facing any business is uncertainty. In forecasting the future, our assumptions are necessarily made without the benefit of reliable data and, while there are indications we might be at the bottom, it will be some time before we are on the road to recovery.

The economy will recover when confidence returns to markets of all types. MTF has a place in the economy, if for no other reason than it is proving able to manage through these difficult times.



Angus Bradshaw
Managing Director



Roger Bonifant
Chairman

financial statements

income statement

six months ended 31 march 2009

	note	6 mths to 31/03/2009 \$000 (unaudited)	6 mths to 31/03/2008 \$000 (restated unaudited)	12 mths to 30/09/2008 \$000 (audited)
interest income		43,761	43,018	87,868
interest expense		26,014	24,385	49,576
net interest income		17,747	18,633	38,292
fees		4,588	5,401	10,556
net interest income and fees		22,335	24,034	48,848
expense				
employee		2,128	2,544	4,766
communication and processing		839	951	1,954
depreciation and amortisation		715	924	1,929
administration		1,259	1,034	2,093
bad debt		302	111	208
operating expense		5,243	5,564	10,950
profit before commission and other gains (losses)		17,092	18,470	37,898
commission		10,135	16,322	32,301
profit before net gain (loss) from financial instruments designated at fair value		6,957	2,148	5,597
net gain (loss) from financial instruments designated at fair value and foreign currency translation	8	(105)	(412)	(538)
profit before taxation		6,852	1,736	5,059
taxation		2,810	1,002	1,342
profit after taxation		\$4,042	\$734	\$3,717

statement of changes in equity

six months ended 31 march 2009

shareholder equity previously reported		43,282	52,415	42,532
prior period adjustments	9	-	(9,883)	-
shareholder equity at start of period		43,282	42,532	42,532
ordinary shares issued	2	14,429	-	-
perpetual preference share dividend (net)		(1,290)	(1,483)	(2,967)
transactions with shareholders		13,139	(1,483)	(2,967)
profit after taxation		4,042	734	3,717
		4,042	734	3,717
shareholder equity at end of period		\$60,463	\$41,783	\$43,282

balance sheet
31 march 2009

	<i>note</i>	31/03/2009 \$000 (unaudited)	31/03/2008 \$000 (unaudited)	30/09/2008 \$000 (audited)
funds employed				
share capital		21,863	-	-
retained earnings		(366)	2,817	4,316
perpetual preference shares		38,966	38,966	38,966
total shareholder equity	2	60,463	41,783	43,282
share capital repayable on demand		-	6,520	6,292
total equity and shareholder interest		60,463	48,303	49,574
liabilities				
bank overdraft		1,773	1,431	481
accounts payable and accrued expense		9,736	10,439	10,178
short-term loans - secured		8,700	30,800	28,400
euro commercial paper - secured		-	-	149,572
bills of exchange - secured		474,285	526,886	366,636
derivative financial instruments		42,932	(1,503)	12,541
deferred taxation		11,151	2,209	6,511
total liabilities excluding share capital repayable on demand		548,577	570,262	574,319
total funds employed		\$609,040	\$618,565	\$623,893
employment of funds				
cash in restricted bank accounts		27,777	29,403	26,915
taxation refund due		398	221	588
accounts receivable		6,124	3,454	3,037
finance receivables		563,973	580,773	585,374
deferred taxation		6,936	-	3,592
property, plant and equipment		773	1,391	786
intangible assets		3,059	3,323	3,601
total assets		\$609,040	\$618,565	\$623,893



Angus Bradshaw
Managing Director



Roger Bonifant
Chairman

26 May 2009

statement of cash flow

six months ended 31 march 2009

	<i>note</i>	6 months to 31/03/2009 \$000 (unaudited)	6 months to 31/03/2008 \$000 (unaudited)	12 months to 30/09/2008 \$000 (audited)
cash flow from operating activities				
interest and fee income		47,867	47,760	97,060
funding and securitisation costs		(26,378)	(24,224)	(49,584)
income taxation paid		(1,324)	(1,215)	(1,215)
commission		(9,455)	(15,319)	(30,603)
operating expense		(3,639)	(4,148)	(7,555)
net cash flow from operating activities before net changes in operating assets and liabilities		7,071	2,854	8,103
<i>net changes in operating assets and liabilities:</i>				
finance receivable instalments		199,669	225,256	445,166
increase (decrease) in bills of exchange - net		126,891	133,163	(22,224)
increase (decrease) in euro commercial paper - net		(149,572)	(126,648)	22,924
increase (decrease) in finance receivable advances		(168,565)	(239,517)	(455,031)
increase (decrease) in short-term loans - net		(19,700)	9,500	7,100
		(11,277)	1,754	(2,065)
net cash flow from operating activities	5	(4,206)	4,608	6,038
cash flow from investing activities				
sale of property, plant and equipment		7	-	14
purchase of property, plant and equipment		(27)	(73)	(129)
purchase of intangible assets		(255)	(310)	(843)
net cash flow from investing activities		(275)	(383)	(958)
cash flow from financing activities				
repay share capital and transacting shareholder deposits		(20)	(495)	(751)
proceeds from share issue	2	5,362	-	-
dividend to perpetual preference shareholders		(1,291)	(1,483)	(3,620)
net cash flow from financing activities		4,051	(1,978)	(4,371)
net increase (decrease) in cash		(430)	2,247	709
cash on hand at beginning of period		26,434	25,725	25,725
cash on hand at end of period		\$26,004	\$27,972	\$26,434
represented by:				
cash at bank (overdraft)		(1,773)	(1,431)	(481)
cash in restricted bank accounts		27,777	29,403	26,915
		\$26,004	\$27,972	\$26,434

notes to financial statements

note 1: presentation and accounting policies

(a) basis for preparation

reporting entity

The unaudited condensed half-year financial statements are those of Motor Trade Finances Limited (MTF or Company) and its subsidiaries (Group). The principal activities of MTF consist of accepting finance receivables entered into by transacting shareholders with their customers.

MTF is a profit-orientated entity, incorporated in New Zealand under the Companies Act 1993. MTF is an issuer for the purpose of the Financial Reporting Act 1993. The financial statements have been prepared in accordance with the aforementioned Acts.

The registered office of the Company is 193 Princes Street, Dunedin.

statement of compliance

The unaudited condensed half-year financial statements are prepared in accordance with Generally Accepted Accounting Practice (NZ GAAP) and comply with New Zealand Equivalents to International Financial Reporting Standards (NZ IFRS), as appropriate for interim financial statements (NZ IAS 34). The half-year financial statements should be read in conjunction with the Group annual report for the year ended 30 September 2008.

The accounting policies, estimates and methods of computation in these interim financial statements are the same as those used to prepare the financial statements and related notes included in the Group annual report for the year ended 30 September 2008.

note 2: equity

	note	share capital	retained earnings	perpetual preference shares	total equity
31 March 2009					
Balance at beginning of period		-	4,316	38,966	43,282
Profit for the period		-	4,042	-	4,042
Perpetual preference share dividend		-	(1,290)	-	(1,290)
Conversion of shares repayable on demand to ordinary shares	(a)	6,386	-	-	6,386
Cash issue of ordinary shares	(b)	8,053	-	-	8,053
Bonus issue from August and September 2008 retained profit allocated to former co-operative shareholders	(c)	6,964	(6,964)	-	-
Bonus issue from retained profits withheld from former co-operative shareholders not fully participating in cash issue	(d)	470	(470)	-	-
Balance at end of period		\$21,863	\$(366)	\$38,966	\$60,463
31 March 2008					
Balance at beginning of period		-	3,566	38,966	42,532
Profit for the period		-	734	-	734
Perpetual preference share dividend		-	(1,483)	-	(1,483)
Balance at end of period		-	\$2,817	\$38,966	\$41,783
30 September 2008					
Balance at beginning of period		-	3,566	38,966	42,532
Profit for the period		-	3,717	-	3,717
Perpetual preference share dividend		-	(2,967)	-	(2,967)
Balance at end of period		-	\$4,316	\$38,966	\$43,282

share capital

A capital restructure proposal was approved on 29 October 2008, to raise additional capital, capitalise undistributed profits and convert to an investor owned company, to ensure the company has capital appropriate to meet prudential, regulatory and operational requirements.

- (a) On 2 February 2009, co-operative share capital of 6,386,000 \$1 shares was converted to ordinary shares.
- (b) On 16 January 2009, 8,053,169 ordinary shares, arising from a cash issue, were issued to transacting shareholders. The shares are subject to deferred settlement. At 31 March 2009, future calls of \$2,691,000, due for payment by 30 September 2009, are included in accounts receivable.
- (c) On 16 January 2009, \$6,964,763 of retained profit was converted to ordinary shares, through a non-taxable bonus issue.
- (d) Shareholders that did not subscribe to the cash issue, and subsequently held less than 30,000 ordinary shares (excluding bonus shares issued above), are required to subscribe to the shortfall through the issue of non-taxable bonus shares, from commission payable, until the minimum is achieved.
- (e) Until 1 February 2011, ordinary shares may only be traded, with board approval, to new or existing transacting shareholders. During this period, the directors will determine the trading platform on which ordinary shares will be traded.
- (f) No shareholder or group of associated persons may hold more than 15% of the ordinary shares on issue.
- (g) MTF cancelled its registration as a co-operative company on 2 February 2009.
- (h) The rights of perpetual preference shareholders remain the same.

impact on statement of changes in equity	31/03/2009 \$000 (unaudited)	31/03/2008 \$000 (unaudited)	30/09/2008 \$000 (audited)
Ordinary shares issued during period	21,863	-	-
Less bonus issue from August and September 2008 retained profit allocated to former co-operative shareholders	(6,964)	-	-
Bonus share issue from retained profits withheld from former co-operative shareholders not fully participating in cash issue	(470)	-	-
	\$14,429	-	-

impact on statement of cash flow

Cash issue of ordinary shares	8,053	-	-
Unpaid capital	(2,691)	-	-
	\$5,362	-	-

note 3: contingent liabilities

The Company has a contingent liability arising from impending legal action by the Commerce Commission, in relation to fees charged under the Credit Contracts and Consumer Finance Act 2003. MTF is unable to quantify the contingent liability, as the Commerce Commission has not provided any detail beyond its intention. The Company will defend any action taken by the Commerce Commission.

note 4: going concern

At the date of this report, the Company was utilising its standby liquidity facility. The facility matures every six months and expires on 23 July 2009. MTF is working with its bankers and professional advisers to explore alternatives to replace the existing funding facilities, provided through a securitisation programme.

The directors believe the existing liquidity facilities will be extended at least until 23 December 2009, consistent with the actions of the same providers in rolling over the facilities on previous maturities. The directors' confidence is based on discussions with each of the liquidity providers, the track record of sustainable earnings before distributions to transacting shareholders and the quality of finance receivables. At no stage in the discussions have the liquidity providers indicated they will not be extending the facilities to 23 December 2009.

The directors believe the Company is a going concern. Because of the global credit crisis and resulting factors outside their control, the directors acknowledge the risk of the Company not being able to continue as a going concern and not being able to pay debts when they become payable. If the Company is unable to operate, and pay debts when they become payable, adjustments may have to be made to assets and liabilities, to reflect values that may differ from amounts recorded in the Balance Sheet.

These financial statements do not include any adjustments relating to the recoverability and classification of recorded assets or the amounts and classification of liabilities that may be necessary should the Company be unable to continue as a going concern.

note 5: reconciliation of profit after taxation to net cash flow from operating activities

	6 months to 31/03/2009 \$000 (unaudited)	6 months to 31/03/2008 \$000 (unaudited)	12 months to 30/09/2008 \$000 (audited)
Profit after taxation	4,042	734	3,717
Non-cash items	929	1,096	2,664
	4,971	1,830	6,381
Movement in other items			
Increase (decrease) in accounts receivable	(396)	(1,202)	(784)
Increase (decrease) in accounts payable and accrued expense	(442)	514	253
Increase (decrease) in provision for taxation	190	(737)	(1,104)
Increase (decrease) in deferred taxation	1,296	524	1,234
(Increase) decrease in finance receivables	21,400	(15,588)	(20,189)
Increase (decrease) in bills of exchange	107,649	162,560	2,310
Increase (decrease) in euro commercial paper	(149,572)	(126,648)	22,924
Increase (decrease) in derivative financial instruments	30,391	(26,145)	(12,101)
Increase (decrease) in short term loans	(19,700)	9,500	7,100
	(9,184)	2,778	(357)
Movement in working capital items classified as investing or financing activities	7	-	14
Net cash surplus (deficit) from operating activities	\$(4,206)	\$4,608	\$6,038

note 6: events after balance date

On 8 April 2009, the directors declared an interim dividend on paid-up ordinary shares of 6.45% (1.27c per share), for the period from the allotment of shares on 16 January 2009 to 31 March 2009. The dividend was paid on 30 April 2009.

note 7: asset quality

Included in the fair value of finance receivables are the following individually impaired assets

Individually impaired assets - managed transacting shareholders			
Finance receivables	18,039	1,686	2,504
Balances available for offset	(15,535)	(1,020)	(2,420)
Impaired	(\$2,504)	(\$666)	(\$84)

note 8: net gain (loss) from financial instruments designated at fair value and foreign currency translations

	6 mths to 31/03/2009	6 mths to 31/03/2008	12 mths to 30/09/2008
	\$000	\$000	\$000
	(unaudited)	(unaudited)	(audited)
Net gain(loss) arising on:			
Finance receivables	13,263	3,259	12,121
Individual provision (impaired assets) - realised	(979)	(421)	175
Individual provision (impaired assets) - unrealised	(1,441)	-	-
Interest rate swap derivatives - realised	201	-	(402)
Interest rate swap derivatives - unrealised	(11,149)	(3,250)	(12,432)
Foreign currency derivatives - unrealised/realised	(19,242)	29,396	24,533
Foreign currency translation of ECP/BOE	19,242	(29,396)	(24,533)
	(\$105)	(\$412)	(\$538)

note 9: prior period adjustments – half-year comparatives

(a) Effect of prior period adjustment on opening equity (1 October 2007)

	note	
Share capital repayable on demand	(i)	(6,949)
Finance receivables recognised at FVTPL – restatement of fair value	(ii)	(930)
Deferred taxation adjustments	(iii)	(982)
Commission	(iv)	(1,022)
Total adjustments on restatement		(9,883)

- (i) NZ IAS 32 *Financial Instruments: Presentation* was subject to change after the standard was issued in November 2004, in particular around the issue of financial instruments with characteristics of equity. A *Revised Amendment to NZ IAS 32 Financial Instruments: Presentation*, issued in February 2008 differed, in certain key areas, to previous amendments and the original standard. Initial assessment of the revised amendment was to recognise the ordinary shares as equity. Upon clarification, NZ IAS 32 required the ordinary A shares issued by MTF be reclassified as liabilities.
- (ii) Subsequent to the release of the 31 March 2008 half-year accounts, the methodology used for determining the fair value of finance receivables was changed.
- (iii) Subsequent to the release of the 31 March 2008 half-year accounts, MTF undertook a review of the treatment of deferred taxation in relation to transition to IFRS. The change in fair value methodology and review in the utilisation of imputation credit payments and tax losses in subsidiaries resulted in adjustments to the opening position, previously reported in the 31 March 2008 half-year accounts.
- (iv) The transition to IFRS resulted in the reclassification of distributions from movements in equity to expense. MTF previously assessed the obligation to transacting shareholders as the commission approved by the directors. Under superseded NZ GAAP, the distribution reflects the commission paid less amounts withheld. The effect on the balance sheet is to reclassify any commission withheld from retained earnings as a liability, reflecting an obligation of MTF to the transacting shareholder.

(b) Effect of the restatement of financial statements for half-year period ending 31 March 2008

	note	
Net profit after taxation, previously reported		1,267
Increase in net loss on financial instruments recognised at FVTPL - restatement of fair value	(ii)	(1,067)
Decrease in commission	(iv)	534
Net profit after taxation (restated)		734

directors

Roger Bonifant *MAGSc, MSc, CNZM* (Chairman)

Angus Bradshaw *BCA, ACA, F Fin* (Managing Director)

Warwick Cashmore

Graeme Gibbons *BCom, CA*

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Managing Director

Angus Bradshaw *BCA, ACA, F Fin*

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Glen Todd *BCom, ACA, A Fin*

Treasury

Daniel Clarkson *BCom, DipGrad, SA Fin*

Credit

Russell Walker *MBA, BCom, ACA, CMA, SA Fin*

Marketing

Justin Stott *BCom, BPhEd*

Information Technology

Daniel Irvine

Customer Support

Simon Hopkins

MTF Direct

Mark Grammer *MMgt Grad DipFin*

management