ASX PRELIMINARY HALF-YEAR REPORT

Computershare Limited

ABN 71 005 485 825

31 December 2004

Lodged with the ASX under Listing Rule 4.2A.3.

This information should be read in conjunction with the 30 June 2004 Annual Report.

Contents

COMPUTERSHARE LIMITED AND ITS CONTROLLED ENTITIES
HALF-YEAR ENDED 31 DECEMBER 2004
(Previous corresponding period half-year ended 31 December 2003)
RESULTS FOR ANNOUNCEMENT TO THE MARKET

				‘000s
Revenue from ordinary activities *(Appendix 4D item 2.1)*	up	16.6%	to	$520,580
Profit/(loss) from ordinary activities after tax attributable to members *(Appendix 4D item 2.2)*	up	7.0%	to	$45,368
Net profit/(loss) for the period attributable to members *(Appendix 4D item 2.3)*	up	7.0%	to	$45,368

Dividends *(Appendix 4D item 2.4)*	Amount per security	Franked amount per security
Final dividend *(prior year)*	5.0 cents	5.0 cents
Interim dividend	5.0 cents	0.5 cents

Record date for determining entitlements to the interim dividend — 8 March 2005
(Appendix 4D item 2.5)

Explanation of Revenue *(Appendix 4D item 2.6)*
Total revenue for the half year is $520.6 million (including proceeds on the sale of investments and properties of $13.6 million), an increase of 16.6% over the last corresponding period. Revenues were driven by a rise in client registry wins; increased margin income and interest income driven by higher cash balances and interest rates; an improvement in recoveries; and the inclusion of a full six months result from the Georgeson Shareholder Communications Group.

Explanation of Profit/(loss) from ordinary activities after tax *(Appendix 4D item 2.6)*
The current half year EBITDA result is $103.7 million including non recurring items. Net profit after tax is $45.4 million, an increase of 7.0% from the prior year. Due to business growth operating expenses have increased compared to the prior year but remain lower than the incremental increase in revenue. Depreciation and amortisation expenses have increased due to FY04 and acquisitions in the first half of the current financial year.

Explanation of Net Profit/(loss) *(Appendix 4D item 2.6)*
Please refer above.

Explanation of Dividends *(Appendix 4D item2.6)*
The company has announced an interim dividend for the 2004/05 financial year of 5.0 cents per share, franked at 0.5 cents per share.

COMPUTERSHARE LIMITED AND ITS CONTROLLED ENTITIES

CONDENSED FINANCIAL REPORT FOR THE HALF-YEAR ENDED 31 DECEMBER 2004

Contents

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2004 and any public announcements made by Computershare Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

The Board of Directors of Computershare Limited has pleasure in submitting its report in respect of the financial half-year ended 31 December 2004.

DIRECTORS

The names of the directors of the Company in office during the whole of the half-year and up to the date of this report, unless otherwise indicated, are:

Non-executive
Alexander S Murdoch
Thomas M Butler
Philip D De Feo
William E Ford
Dr Markus Kerber (appointed 18 August 2004)
Anthony N Wales

Executive
Christopher J Morris
Penelope J Maclagan

PRINCIPAL ACTIVITIES

The principal activities of the consolidated entity during the course of the financial half-year were the operation of Investor Services, Plan Services, Document Services, Analytics and Stakeholder Relationship Management Services, Corporate and Technology Services. The Investor Services operations comprise the provision of registry and related services. The Plan Services operations comprise the provision and management of employee share and option plans. Document Services operations comprise laser imaging, intelligent mailing, scanning and electronic delivery. Analytics and Shareholder Relationship Management Services comprise the provision of investor analysis, investor communication and management information services to companies, their employees, shareholders and other securities industry participants. Technology Services include the provision of software specializing in share registry, financial services and stock markets.

The Group also offers corporate trust services and acts as trustee for clients' debt offerings in certain markets and provides share ownership and other investor relations services through its analytics businesses and print and mail distribution services through its document services businesses.

Specific Computershare subsidiaries are registered securities transfer agents. In addition, certain subsidiaries are Trust companies whose charters include the power to accept deposits, primarily acting as an escrow and paying agent on behalf of customers. In certain jurisdictions the Group is subject to regulation by certain federal, provincial and state agencies and undergoes periodic examinations by those regulatory agencies.

REVIEW OF OPERATIONS

Earnings per share (pre-goodwill and post preference share dividends and outside equity interests) have increased 20% to 10.21 cents. The Group has recorded an operating profit before tax of $58.3 million for the half-year ended 31 December 2004 (2003: $54.0 million). Total revenue (including non recurring items) has increased 16.6% to $520.6 million (2003: $446.4 million) and operating cash flows have increased 19.5% to $50.9 million (2003: $42.6 million).

The result for the six months to 31 December 2004 reflects new client wins throughout the Group coupled with a continued focus on cost control. The synergies and leverage opportunities derived from acquisition activity in both the prior and current financial year are now being consolidated. During the six month period the company was pleased to announce definitive agreements for the major acquisition of EquiServe Inc., one of the USA's largest transfer agents. This deal once completed solidifies Computershare's position both in the US and the Global markets.

The following significant changes in the nature of the activities of the consolidated Group occurred during the half-year:

a) On 17 August 2004 Computershare acquired New York based Alamo Direct Mail Services Inc, a company specializing in print, mail, tabulation and proxy solicitation services to the mutual fund industry in North America, for a consideration of US $15.5 million and contingent consideration of US $9.5 million that is subject to meeting specific revenue hurdles on an initial 3 year period. Computershare intends to combine the Alamo business with its existing Georgeson mutual fund business to create a powerful new product offering to the mutual fund industry.

b) On 19 August 2004 Computershare announced the decision of the directors to cause the reset preference shares to be converted to ordinary shares on 30 September 2004. On 30 September 2004 900,000 reset preference shares were converted to ordinary shares. In addition, a reset preference share dividend of $1.8384 per share, fully franked, was paid in respect of the period 1 June 2004 to 30 September 2004.

c) On 2 September 2004 Computershare acquired Flag Communications Limited, a UK based employee relationship management company. Flag specialises in employee communications for FTSE 100 and 250 companies.

d) On 30 September 2004 Computershare sold its shares in E*Trade Australia Limited for $13.4 million, generating a book profit of $6.7 million.

e) On 21 October 2004 the Group announced definitive agreements for the major acquisition of EquiServe Inc., one of America's largest transfer agents. This is made up of a cash consideration of US $216 million plus 29,605,000 Computershare shares. The acquisition is planned for completion in the first quarter of 2005, dependent on regulatory approvals. The deal solidifies Computershare's position in the most important securities market in the world, making it a pre-eminent supplier of both share registry and employee plans services in the US.

f) On 29 October 2004 Computershare acquired Post Data, a Western Australian communications company specializing in electronic and paper-based communication solutions.

g) On 26 November 2004 Computershare announced that the local South African empowerment group, the Black Management Forum Investment Company (BMFI), will purchase a 26% equity stake in Computershare South Africa. Following the deal, the Computershare Group will own 64% of Computershare South Africa. The remaining 10% is held by Old Mutual and First Rand. This deal is expected to conclude in the second half of the current financial year.

CONSOLIDATED PROFIT

The consolidated profit of the consolidated entity for the half-year was $45,368,000 after deducting income tax and outside equity interests.

COMPUTERSHARE LIMITED AND ITS CONTROLLED ENTITIES
DIRECTORS' REPORT

DIVIDENDS

The following dividends of the consolidated entity have been paid, declared or recommended since the end of the preceding financial year:

Ordinary shares

- A final dividend in respect of the year ended 30 June 2004 was declared on 18 August 2004 and paid on 24 September 2004. This was an ordinary dividend of 5.0 cents per share, fully franked, amounting to $26,928,167.

- An interim ordinary dividend recommended by the directors of the company in respect of the current financial year, to be paid on 1 April 2005, is an ordinary dividend of 5.0 cents per share, (0.5 cents franked), amounting to $28,177,122. The dividend was not declared until 16 February 2005 and accordingly no provision has been recognised at 31 December 2004.

Reset preference shares

- A reset preference dividend of 5.5% per annum amounting to $1,817,184 fully franked in respect of the period from 1 June 2004 to 30 September 2004 was paid on 30 September 2004.

ROUNDING OF AMOUNTS

The parent entity is a company of the kind specified in Australian Securities and Investments Commission Class Order 98/0100. In accordance with that class order, amounts in the consolidated financial statements and the Directors' report have been rounded to the nearest thousand dollars unless specifically stated to be otherwise.

AUDITORS' INDEPENDENCE DECLARATION

A copy of the auditors' signed independence declaration as required under section 307C of the *Corporations Act 2001* is provided immediately after this report.

Signed in accordance with a resolution of the directors.

A. S. Murdoch, Chairman

C. J. Morris, Managing Director

16 February 2005

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Auditor's independence declaration

As lead auditor for the review of Computershare Limited for the half year ended 31 December 2004, I declare that to the best of my knowledge and belief, there have been:

a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review and
b) no contraventions of any applicable code of professional conduct in relation to the review.

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

RS Sutton
Melbourne
Partner
PricewaterhouseCoopers

16 February 2005

COMPUTERSHARE LIMITED AND ITS CONTROLLED ENTITIES
CONDENSED STATEMENT OF CONSOLIDATED FINANCIAL PERFORMANCE
FOR THE HALF-YEAR ENDED 31 DECEMBER 2004

	Note	*Half-year* 2004 $000	2003 $000
Revenues			
Sales revenue		479,962	378,222
Other revenue from ordinary activities *		40,618	68,132
Total revenue from ordinary activities		**520,580**	**446,354**
Expenses			
Direct services		393,908	281,712
Technology services		45,421	44,893
Corporate services *		16,113	60,456
Borrowing costs		7,376	3,788
Total expenses		**462,818**	**390,849**
Share of net profit/(loss) of associates accounted for using the equity method		576	(1,467)
Profit from ordinary activities before related income tax expense		**58,338**	**54,038**
Income tax expense relating to ordinary activities	4	(10,612)	(11,221)
Net profit		**47,726**	**42,817**
Net profit attributable to outside equity interests		(2,358)	(430)
Net profit attributable to members of the parent entity		**45,368**	**42,387**
Net decrease in asset revaluation reserve		(542)	-
Net exchange difference on translation of financial report of self-sustaining foreign operations		(29,807)	(21,641)
Total revenues, expenses and valuation adjustments attributable to members of the parent entity recognised directly in equity		**(30,349)**	**(21,641)**
Total changes in equity attributable to members of the parent entity other than those resulting from transactions with owners as owners		**15,019**	**20,746**
Basic earnings per share (cents per share)	9	**7.99**	**7.05**
Normalised basic earnings per share (cents per share)	9	6.28	6.00
Diluted earnings per share (cents per share)	9	**8.21**	**7.08**
Normalised diluted earnings per share (cents per share)	9	6.50	6.14

* Includes the proceeds & disposal costs respectively associated with the sale of assets.

The accompanying notes form an integral part of these financial statements.

COMPUTERSHARE LIMITED AND ITS CONTROLLED ENTITIES
CONDENSED STATEMENT OF CONSOLIDATED FINANCIAL POSITION
AS AT 31 DECEMBER 2004

	Note	*31 December 2004* $000	*30 June 2004* $000
CURRENT ASSETS			
Cash assets		100,758	90,495
Receivables		185,192	181,619
Other financial assets		34,157	50,944
Inventories		6,517	6,993
Current tax assets		5,120	3,493
Other		15,999	19,595
Total Current Assets		**347,743**	**353,139**
NON-CURRENT ASSETS			
Receivables		1,135	1,598
Other financial assets		8,360	15,266
Property, plant & equipment		81,577	92,387
Deferred tax assets		18,217	20,918
Intangibles – goodwill		676,966	698,903
Other		5,063	4,874
Total Non-Current Assets		**791,318**	**833,946**
Total Assets		**1,139,061**	**1,187,085**
CURRENT LIABILITIES			
Payables		143,461	152,998
Other payables		32,766	50,745
Interest bearing liabilities		70,820	98,824
Current tax liabilities		12,619	2,341
Provisions		19,193	32,567
Other		23,133	11,715
Total Current Liabilities		**301,992**	**349,190**
NON-CURRENT LIABILITIES			
Payables		729	331
Interest bearing liabilities		287,762	213,251
Deferred tax liabilities		9,366	9,427
Provisions		5,952	6,892
Other		2,966	3,127
Total Non-Current Liabilities		**306,775**	**233,028**
Total Liabilities		**608,767**	**582,218**
Net Assets		**530,294**	**604,867**
EQUITY			
Parent entity interest			
Contributed equity - ordinary shares		393,932	338,987
Contributed equity – reset preference shares		-	114,432
Reserves		(58,148)	(27,799)
Retained profits	5	188,450	170,750
Total parent entity interest		**524,234**	**596,370**
Outside equity interest		6,060	8,497
Total Equity		**530,294**	**604,867**

CONDENSED STATEMENT OF CONSOLIDATED FINANCIAL POSITION
AS AT 31 DECEMBER 2004

The accompanying notes form an integral part of these financial statements.

	Note	*Half-year* 2004 $000	2003 $000
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		486,555	371,308
Payments to suppliers and employees		(422,523)	(305,047)
Dividends received		1	64
Interest paid and borrowing costs		(7,355)	(3,891)
Interest received		1,528	1,778
Australian net GST paid		(5,578)	(5,161)
Income taxes paid		(1,754)	(16,489)
Net cash inflow from operating activities	10	**50,874**	**42,562**
CASH FLOWS FROM INVESTING ACTIVITIES			
Payments for purchase of controlled entities, net of cash acquired		(29,689)	(156,261)
Payments for investment in associated entities		-	(678)
Payments for investment in listed & unlisted entities		(3,079)	(1,761)
Payments for property, plant and equipment		(16,413)	(7,239)
Proceeds from sale of assets		26,831	60,476
Proceeds from sale of controlled entities, net of cash disposed		1,874	-
Other		-	(1,055)
Net cash outflow from investing activities		**(20,476)**	**(106,518)**
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issues of ordinary shares		-	905
Buy-back of ordinary shares		(30,639)	-
Buy-back of preference shares		(29,447)	-
Proceeds from borrowings		123,213	241,129
Repayment of borrowings		(47,711)	(125,369)
Dividends paid - ordinary shares		(26,928)	(13,529)
Dividends paid – reset preference shares		(1,817)	(4,137)
Dividend paid - outside equity interest in controlled entities		(1,047)	(456)
Proceeds from finance leases		1,390	739
Repayment of finance leases		(3,894)	(265)
Other		-	(48)
Net cash (outflow) / inflow from financing activities		**(16,880)**	**98,969**
Net increase in cash held		13,518	35,013
Cash at the beginning of the financial year		90,495	60,828
Exchange rate variations on foreign cash balances		(3,255)	(3,612)
Cash at the end of the financial year		**100,758**	**92,229**

The accompanying notes form an integral part of these financial statements.

1. ACCOUNTING POLICIES

Basis of Preparation

This general purpose financial report for the interim half-year reporting period ended 31 December 2004 has been prepared in accordance with Australian Accounting Standard AASB1029 - "Interim Financial Reporting", other mandatory professional reporting requirements (Urgent Issues Group Consensus Views), other authoritative pronouncements of the Australian Accounting Standards Board and the *Corporations Act 2001*.

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2004 and any public announcements made by Computershare Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001* and Australian Stock Exchange Listing Rules.

This financial report has been prepared in accordance with the historical cost convention and does not take account of changes in either the general purchasing power of the dollar or in the prices of specific assets.

Where necessary, comparative figures have been adjusted to conform with changes in presentation in the current period.

Unless otherwise stated, the accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period.

Further details can be found in the Report to Shareholders for 30 June 2004.

The adoption of International Financial Reporting Standards (IFRS)

The Australian Accounting Standards Board (AASB) is adopting IFRS for application to reporting periods beginning on or after 1 January 2005. The AASB will issue Australian equivalents to IFRS, and the Urgent Issues Group will issue abstracts corresponding to International Accounting Standards Board interpretations originated by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee. The adoption of Australian equivalents to IFRS will be first reflected in Computershare Limited's financial statements for the half-year ending 31 December 2005 and the year ending 30 June 2006. Information on how the transition to Australian equivalents to IFRS is being managed, and the key differences in accounting policies that are expected to arise, is set out in note 2.

2. MANAGING THE TRANSITION TO IFRS

The Adoption of International Financial Reporting Standards

For reporting periods beginning on or after 1 January 2005, Computershare must comply with the Australian equivalents of International Financial Reporting Standards (IFRS). This means that the Group will present interim financial statements for the six months ending 31 December 2005 and annual financial statements for the year ending 30 June 2006 under IFRS.

Entities complying with the Australian equivalent to IFRS for the first time will be required to restate their comparative financial statements to amounts reflecting the application of IFRS to that comparative period. All adjustments to IFRS will be made, retrospectively, against opening retained earnings.

It is important to note, that whilst the adoption of IFRS will change the Group's reported results, this does not represent a change in the strength of the underlying business.

Management of the Transition to IFRS

Computershare has established a project team to manage the transition to the Australian equivalents of IFRS. The project team is chaired by the Chief Financial Officer and reports to the Risk and Audit Committee. The project team has prepared a detailed timetable for managing the transition. The project status is monitored on a regular basis and Computershare is currently on schedule.

Computershare is managing the transition to IFRS in three distinct phases:

- Analysis and planning;
- Evaluation of the new financial reporting requirements and initial conversion; and
- Embedding IFRS into business as usual.

Since the completion of the 30 June 2004 annual report significant progress has been made in the Group's transition to IFRS and we are currently on schedule to meet internal project deadlines.

Significant milestones met in the last six months include:

- The Group's accounting policies under IFRS, including the options available under AASB 1 *First Time Adoption of IFRS,* have been agreed and documented in the Group Accounting Policy Manual.
- The cash generating units of the consolidated Group have been identified. These cash generating units will be used as the basis for assessing the carrying value of goodwill.
- In addition, a discounted cash flow model for completing goodwill impairment testing has been developed. This model is currently being critically reviewed and will be finalised in the coming six month period.
- An impact analysis of the transition to IFRS has been completed for all existing global share plans.
- On 30 September 2004 the Group converted its reset preference share capital into ordinary shares thereby eliminating the need to reclassify reset preference share capital from equity to debt upon adoption of IFRS.
- All derivative financial instruments used by the Computershare Group have been summarised and a prima facie assessment of these instruments vis-à-vis the new hedge accounting criteria has been completed.
- The hedge accounting documentation required under AASB 139 has been assessed and a proforma template has been developed to ensure a clear and transparent trail is available for both internal and external review purposes.
- In addition, the hedge effectiveness testing requirements of AASB 139 have been reviewed and Computershare is currently evaluating the available options to collate the required data and perform effectiveness testing on a periodic basis.
- Appropriate Group procedures and report templates have been developed to ensure that the information required for completion of the opening IFRS conversion adjustments can be collected in a timely and efficient manner. These procedures and report templates will be tested in the coming six months.

Key differences in accounting policies expected to arise upon the adoption of IFRS

The most significant differences between current Computershare accounting policies and IFRS are summarised below. Both the Australian Accounting Standards Board and the International Accounting Standards Board have a number of on-going projects in place which may impact on the differences described below and the impact on the future financial results of Computershare.

Annual impairment testing of goodwill

- Current goodwill will no longer be amortised but subject annual impairment testing. In accordance with the new standard, this impairment testing will be based on the discounted cash flows of each cash generating unit within the Group.
- Under AASB 1, *First Time Adoption of IFRS*, it is likely that the carrying value of goodwill (being the original value less accumulated amortisation) as at 30 June 2004 and 31 December 2004 will be carried forward indefinitely, subject to annual impairment testing both on transition and on an on-going basis.
- The amortisation charge currently recorded in the financial results of Computershare will be eliminated resulting in an increase in reported profits.
- As noted above, Computershare has made significant progress in the last six months to ensure that impairment testing can be performed in an efficient and effective manner going forward.

Financial instruments – recognition and measurement

- In accordance with IFRS, all financial instruments will be recorded on the balance sheet.
- Computershare currently applies hedge accounting to all financial instruments and accordingly, these transactions are recorded off balance sheet.
- Under IFRS the fair value of financial instruments which meet the hedge accounting criteria will be recorded in the balance sheet, with changes in the fair value being taken to shareholders' equity. There is a minimal impact on profit expected.
- Under IFRS the fair value of financial instruments which do not satisfy the hedge criteria will also be recorded in the balance sheet, but changes in their fair value will be taken directly to the profit & loss account.
- Based on a preliminary assessment of Computershare's portfolio, vanilla instruments are expected to qualify for hedge accounting under IFRS, however cancellable and hybrid financial instruments may not.
- In light of the significant complexity and on-going changes in relation to the new financial instruments accounting standards, Computershare has adopted a policy of seeking IFRS sign off before proceeding with anything other than vanilla instruments.
- In accordance with our internal project plan and as noted above, Computershare has completed several key stages of work in preparation for the transition to IFRS. This work will continue in the coming six months.

Financial instruments – disclosure and presentation

- The Group's reset preference shares would have been reclassified as debt under IFRS. On 30 September 2004 the Group's reset preference shares were converted into ordinary shares thereby eliminating the need for reclassification in the December 2005 balance sheet on conversion to IFRS.
- A reset preference share dividend of $1.8384 per share franked at 30% was also paid in respect of the period 1 June 2004 to 30 September 2004. The portion of this dividend which relates to the 2005 financial year will be reclassified as an interest expense in the P&L in the 2005 IFRS comparatives.

Share based payments

- Equity based compensation in the form of shares will be recognised as an expense in the period during which the employee provides related services.
- Currently Computershare only recognises an expense for shares purchased on market.
- As noted above, an impact analysis of adoption of the AASB 2, *Share Based Payments*, has been performed and the Group will be in a position to quantify and disclose the impact of this change in the 30 June 2005 financial statements.
- With regards to options, Computershare will not be required to recognise an expense for unvested options under IFRS as all of the Group's unvested options were issued before 7 November 2002 and therefore fall outside the scope of the new standard.

Deferred tax assets & liabilities

- Deferred tax will be calculated using the "balance sheet" approach under IFRS. Due to the criteria for the recognition of a deferred tax asset under IFRS, the adoption of IFRS may result in the recognition of more deferred tax assets and liabilities.
- Tax effect accounting will also follow the underlying transaction under IFRS. As a result, some tax effects may be recognised in equity.
- In accordance with the Group's internal transition project plan, a detailed review of the tax adjustments required under IFRS will be performed in the second half of this financial year.

Business Combinations

- Computershare has elected to adopt the option to "grandfather" all pre-1 July 2004 acquisitions, as permitted under AASB 1, *First Time Adoption of IFRS*. This means that the carrying value of goodwill as at 30 June 2004 will not be adjusted upon the adoption of IFRS, subject to any impairment testing as noted above.
- All post 1 July 2004 business combinations will be re-stated to comply with IFRS.
- Most significantly this will involve the collection of data to enable the valuation of intangible assets which may have previously been subsumed in goodwill.
- Computershare finance teams worldwide have already begun work on collating this data and this stage of the project will be completed in the coming six months.
- Additionally, restructuring provisions will no longer be included in the calculation of goodwill unless the acquiree was committed to the restructure prior to the acquisition. Instead any restructuring provision will be recorded in the post acquisition income statement.

Defined benefit superannuation funds

- Under IFRS any actuarial surplus or deficit relating to a defined benefit superannuation fund must be recorded as an asset or liability of the employer, with the movement being recorded in the income statement.
- Computershare operates defined benefit superannuation funds in Hong Kong and India for a small number of employees therefore the impact of transitional adjustments under IFRS is expected to be immaterial to the Group.

Annual impairment testing of fixed assets

- Similar to goodwill, the carrying value of fixed assets will be subject to annual impairment testing under IFRS.
- In accordance with the new standard, this impairment testing will be based on the discounted cash flows of each cash generating unit within the Group.
- In the context of the Computershare Group the risk of a fixed asset impairment is considered to tbe low. Any impairment resulting from the testing described above will be recorded as an expense in the P&L.

Intangible assets

- Computershare has not previously adopted a policy of recognising internally developed software as an intangible asset. As a result no adjustment will be required as a result of the transition to IFRS.
- Computershare's existing accounting policy will continue unchanged under IFRS.

Non current assets held for sale

- In accordance with AASB 5, non current assets held for sale will be separately classified and measured at the lower of carrying value or fair value less costs to sell. Depreciation of held for sale assets will cease.
- Assets held for sale are expected to be non-recurring items within the context of the Computershare Group.

The above should not be regarded as a complete list of changes in accounting policy that will result from the transition to IFRS as the project team has not yet completed detailed transitional work on each new standard. For this reason it is not yet possible to quantify the impact of the transition to the Australian equivalents to IFRS on the Group's financial position and reported results.

3. INDIVIDUALLY SIGNIFICANT ITEMS

Included in the condensed statement of consolidated financial performance are the following individually significant items:

- The sale of the Group's shares in E*Trade Australia Limited;
- The sale of Computershare's former premises in Melbourne;

	E*Trade shares	Premises	Total
	$000	$000	$000
Net sale Proceeds	13,402	5,115	18,517
Written down value	(6,690)	(2,371)	(9,061)
Gain on sale	**6,712**	**2,744**	**9,456**

The half year ended 31 December 2003 individually significant items included the sale and leaseback of Computershare Limited's premises in the UK (the Pavilions) comprising of land and buildings. The gain on the sale of the premises comprised of the following:

	$000
Net sale Proceeds	51,834
Written down value	(46,144)
Gain on sale	**5,690**

4. RECONCILIATION OF INCOME TAX EXPENSE

	Half-year 2004 $000	2003 $000
Operating profit	58,338	54,038

The tax expense for the financial year differs from the amount calculated on the profit. The differences are reconciled as follows:

	2004 $000	2003 $000
Prima facie income tax expense thereon at 30%	17,501	16,211
Tax effect of permanent differences:		
Amortisation of goodwill not deductible	4,881	2,131
Depreciation not deductible	228	561
Research and development allowance	(800)	(619)
Non-deductible provisions	5	169
Benefit of tax losses not brought to account	1,203	-
Writeoff of deferred tax liability on sale of UK buildings (the Pavilions)	-	(4,187)
Tax free profit on sale of UK buildings (due to indexation allowance)	-	(1,707)
Rebatable/non-assessable dividend	(2,393)	-
Other deductible items	(3,314)	-
Non assessable accounting profit on the sale of E*Trade	(2,013)	-
Other	(1,210)	-
Differential in tax rates	(3,136)	(2,606)
Prior year tax (over)/under provided	(352)	698
Restatement of deferred tax balances due to income tax rate changes	12	570
Income tax expense on operating profit	**10,612**	**11,221**

5. RETAINED EARNINGS

	Dec 04 $000	Jun 04 $000
Retained profits at the beginning of the financial year	170,750	128,366
Ordinary dividends provided for or paid	(26,928)	(30,027)
Reset preference dividends provided for or paid	(1,282)	(7,571)
Transfer from Asset Revaluation Reserve	542	-
Net profit attributable to members of Computershare Limited	45,368	79,982
Retained profits at the end of the financial year	**188,450**	**170,750**

6. CHANGES IN COMPOSITION OF THE ENTITY – CONTROLLED ENTITIES ACQUIRED

The following controlled entities were acquired by the consolidated entity at the date stated and its operating results have been included in the Consolidated Statement of Financial Performance from the relevant date.

On 17 August 2004 Computershare acquired New York based Alamo Direct Mail Services Inc. for a consideration of US $15.5 million and contingent consideration of US $9.5 million that is subject to meeting specific revenue hurdles on an initial 3 year period.

Details of the acquisition are as follows:

	$000
Cash consideration	21,191
Other consideration	13,341
Total consideration paid	34,532
Fair value of identifiable net liabilities acquired	(1,136)
Goodwill on consolidation	**35,668**

During the half year ended 31 December 2004 Computershare acquired other entities for a consideration of $9.6 million.

Details of the acquisitions are as follows:

	$000
Cash consideration	8,897
Other consideration	731
Total consideration paid	9,628
Fair value of identifiable net assets acquired	123
Goodwill on consolidation	**9,505**

7. SEGMENT INFORMATION

The consolidated entity operates predominantly in six business segments: Investor Services, Plan Services, Document Services, Analytics and Stakeholder Relationship Management Services, Corporate and Technology Services. The Investor Services operations comprise the provision of registry and related services. The Plan Services operations comprise the provision and management of employee share and option plans. Document Services operations comprise laser imaging, intelligent mailing, scanning and electronic delivery. Intersegment charges are at normal commercial rates.

PRIMARY BASIS - Business Segments
December 2004

Major business segments	Stakeholder Relationship Services $000	Corporate Services $000	Document Services $000	Investor Services $000	Plan Services $000	Technology Services $000	Unallocated $000	Consolidated Total $000
Revenue								
External revenue	23,780	41,405	28,423	357,999	59,594	7,566	1,813	520,580
Intersegment revenue	3,675	36,880	43,153	21,699	1,208	54,110	(160,725)	-
Total segment revenue	**27,455**	**78,285**	**71,576**	**379,698**	**60,802**	**61,676**	**(158,912)**	**520,580**
Segment Result								
Profit/(loss) from ordinary activities before income tax	(530)	8,808	6,054	28,660	6,344	7,638	1,364	58,338
Income tax expense								(10,612)
Profit from ordinary activities after income tax								**47,726**
Depreciation	419	439	1,625	5,314	437	5,892	-	14,126
Amortisation Goodwill	1,457	226	564	17,632	1,837	-	-	21,716
Other non-cash expenses	-	135	504	1,125	69	61	-	1,894
Liabilities								
Total segment liabilities	8,380	369,992	11,784	143,253	57,785	13,305	4,268	**608,767**
Assets								
Total segment assets	67,314	1,054,818	109,993	845,369	121,841	43,732	(1,104,006)	**1,139,061**
Carrying value of investments in associates included in segment assets	-	5,249	-	-	-	-	-	5,249
Segment assets acquired during the reporting period:								
Property, plant & equipment	934	793	5,006	11,224	1,094	4,751	-	23,802
Other Non Current Segment Assets	1,966	-	7,610	33,111	-	-	-	42,687
Total	**2,900**	**793**	**12,616**	**44,335**	**1,094**	**4,751**	**-**	**66,489**

7. SEGMENT INFORMATION CONTINUED….

PRIMARY BASIS - Business Segments
December 2003

Major business segments	Stakeholder Relationship Services $000	Corporate Services $000	Document Services $000	Investor Services $000	Plan Services $000	Technology Services $000	Unallocated $000	Consolidated Total $000
Revenue								
External revenue	7,598	65,442	20,991	297,222	45,582	7,865	1,654	446,354
Intersegment revenue	26	28,252	29,099	4,426	200	50,750	(112,753)	-
Total segment revenue	**7,624**	**93,694**	**50,090**	**301,648**	**45,782**	**58,615**	**(111,099)**	**446,354**
Segment Result								
Profit/(loss) from ordinary activities before income tax	(1,446)	(1,585)	5,859	40,277	3,307	6,697	929	54,038
Income tax expense								(11,221)
Profit from ordinary activities after income tax								**42,817**
Depreciation	12	1,177	1,391	3,448	65	6,118	-	12,211
Amortisation Goodwill	441	-	417	12,362	1,305	(1,338)	-	13,187
Other non-cash expenses	4	662	504	961	66	121	-	2,318
Liabilities								
Total segment liabilities	1,859	238,986	8,199	134,793	30,535	12,530	20,658	**447,560**
Assets								
Total segment assets	18,236	1,002,411	43,142	898,414	52,237	43,521	(996,557)	**1,061,404**
Carrying value of investments in associates included in segment assets	-	9,618	-	-	-	-	-	9,618
Segment assets acquired during the reporting period:								
Investments	46	1,958	-	167,360	-	-	-	169,364
Property, plant & equipment	-	478	1,079	2,147	6	3,529	-	7,239
Total	**46**	**2,436**	**1,079**	**169,507**	**6**	**3,529**	**-**	**176,603**

The segment 'Stakeholder Relationship Services' was previously named 'Analytics and Shareholder Relationship Management Services'.

SECONDARY BASIS – Geographic Segments
December 2004

Major geographic segments	Asia	Australia & New Zealand	South Africa	Europe	North America	Unallocated/ Eliminations	Consolidated Total
	$000s	$000s	$000s	$000s	$000s	$000s	$000s
Revenue							
External revenue	31,946	152,643	21,010	113,245	199,922	1,814	**520,580**
Segment Result							
Profit/(loss) from ordinary activities before income tax	6,766	32,078	258	11,046	6,902	1,288	58,338
Income tax expense							(10,612)
Profit from ordinary activities after income tax							**47,726**
Assets							
Total segment assets	93,294	882,711	39,834	110,048	1,112,085	(1,098,911)	**1,139,061**
Segment assets acquired during the reporting period:							
Property, plant & equipment	2,195	6,480	786	4,696	9,645	-	23,802
Other Non Current Segment Assets	-	7,610	-	1,966	33,111	-	42,687
Total	**2,195**	**14,090**	**786**	**6,662**	**42,756**	**-**	**66,489**

December 2003

Major geographic segments	Asia	Australia & New Zealand	South Africa	Europe	North America	Unallocated/ Eliminations	Consolidated Total
	$000s	$000s	$000s	$000s	$000s	$000s	$000s
Revenue							
External revenue	12,088	122,040	18,749	147,381	144,442	1,654	**446,354**
Segment Result							
Profit/(loss) from ordinary activities before income tax	2,588	18,275	581	16,615	15,050	929	54,038
Income tax expense							(11,221)
Profit from ordinary activities after income tax							**42,817**
Assets							
Total segment assets	79,336	1,078,524	31,997	125,027	743,077	(996,557)	**1,061,404**
Segment assets acquired during the reporting period:							
Property, plant & equipment	527	1,857	58	1,110	3,687	-	7,239
Other Non Current Segment Assets	-	232	86	2,009	167,037	-	169,364
Total	**527**	**2,089**	**144**	**3,119**	**170,724**	**-**	**176,603**

8. EQUITY SECURITIES ISSUED

	Half-year 2004 Shares	2003 Shares	*Half-year* 2004 $000	2003 $000
Issues of ordinary shares during the half-year				
Exercise of options issued under the Computershare Limited Employee Option Plan	**-**	545,000	**-**	905
Exercise of options issued to Citigroup	**978,781**	548,271	**-**	-
Issued as part of acquisitions	**200,000**	7,000,000	**600**	22,260
Share buy back	**(10,220,000)**	-	**(30,639)**	-
Issued for no consideration:				
Dividend reinvestment plan issues	**-**	-	**-**	-
Employee share scheme issues	**1,825,649**	1,500,000	**-**	-
Conversion of the reset preference shares	**24,000,382**	-	**84,984**	-
	16,784,812	9,593,271	**54,945**	23,165

	Half-year 2004 Shares	2003 Shares	*Half-year* 2004 $000	2003 $000
Repurchases of reset preference shares during the half year				
Repurchases of reset preference shares	**(284,807)**	-	**(29,447)**	-
Conversion to ordinary shares	**(900,000)**	-	**(84,985)**	-
	(1,184,807)	-	**(114,432)**	-

On 26 May 2004 Computershare announced its intention to buy-back up to 27,500,000 ordinary shares between 10 June 2004 and 17 December 2004 as part of on-going capital management. On 16 December Computershare announced a continuation of this buy-back until 17 June 2005 or earlier if the maximum number of shares are purchased prior to this time. Between 1 January 2005 and 15 February 2005 the company has not bought back any ordinary shares.

9. EARNINGS PER SHARE

	Calculation of Basic EPS **$000**	***Calculation of Diluted EPS*** **$000**	***Calculation of Normalised Basic EPS*** **$000**	***Calculation of Normalised Diluted EPS*** **$000**
Half year end 31 December 2004				
Earnings per share (cents per share)	7.99 cents	8.21 cents	6.28 cents	6.50 cents
Net profit	47,726	47,726	47,726	47,726
Outside equity interest (profit)/loss	(2,358)	(2,358)	(2,358)	(2,358)
Exclusion of non recurring transactions – sale of land & buildings			(9,456)	(9,456)
Dividends on reset preference shares	(1,282)		(1,282)	
Net profit	**44,086**	**45,368**	**34,630**	**35,912**
Weighted average number of ordinary shares used as denominator in calculating basic earnings per share	551,812,848		551,812,848	
Weighted average number of ordinary and potential ordinary shares used as denominator in calculating diluted earnings per share		552,581,135		552,581,135

	Calculation of Basic EPS	*Calculation of Diluted EPS*	*Calculation of Normalised Basic EPS*	*Calculation of Normalised Diluted EPS*
	$000	**$000**	**$000**	**$000**
Half year end 31 December 2003				
Earnings per share (cents per share)	7.05 cents	7.08 cents	6.00 cents	6.14 cents
Net profit	42,817	42,817	42,817	42,817
Outside equity interest (profit)/loss	(430)	(430)	(430)	(430)
Exclusion of non recurring transactions – sale of land & buildings	-	-	(5,690)	(5,690)
Dividends on reset preference shares	(4,159)	-	(4,159)	-
Net profit	**38,228**	**42,387**	**32,538**	**36,697**
Weighted average number of ordinary shares used as denominator in calculating basic earnings per share	542,096,252		542,096,252	
Weighted average number of ordinary and potential ordinary shares used as denominator in calculating diluted earnings per share		598,057,149		598,057,149

Employee options which are not dilutive and therefore not included in the calculation of diluted EPS are as follows:

Issue Date	*Expiry Date*	*Exercise Price*	*Number On Issue 30/6/04*	*Number Issued This Year*	*Number Exercised This year*	*Number Cancelled This year*	*Number On Issue 31/12/2004*	
11 Feb 2000	10 Jan 2005	$6.830	2,937,050	-	-	-	2,937,050	
07 Apr 2000	06 Mar 2005	$7.100	863,000	-	-	133,750	729,250	
09 Jun 2000	08 May 2005	$6.910	116,250	-	-	3,000	113,250	
12 Jun 2000	11 Jun 2005	$6.910	-	-	-	-	-	
02 Jul 2000	01 Jun 2005	$7.950	21,000	-	-	-	21,000	
01 Aug 2000	01 Jul 2005	$7.920	20,000	-	-	-	20,000	
15 Aug 2000	14 Jul 2005	$7.850	224,000	-	-	-	224,000	
08 Sep 2000	07 Aug 2005	$8.000	975,500	-	-	4,500	971,000	
15 Dec 2000	14 Nov 2005	$8.000	35,000	-	-	-	35,000	
25 Sep 2000	24 Aug 2005	$7.970	99,000	-	-	-	99,000	
29 Dec 2000	28 Nov 2005	$9.186	68,200	-	-	-	68,200	
21 Feb 2001	20 Jan 2006	$5.820	13,953	-	-	-	13,953	
26 Feb 2001	25 Jan 2006	$7.400	58,000	-	-	-	58,000	
27 Apr 2001	26 Mar 2006	$6.690	18,000	-	-	-	18,000	
01 Jul 2001	31 May 2006	$7.350	467,000	-	-	-	467,000	
01 Jul 2001	31 May 2006	$5.950	902,500	-	-	16,000	886,500	
02 Jul 2001	01 Jun 2006	$5.950	915,000	-	-	-	915,000	
02 Jul 2001	01 Jun 2006	$5.940	92,500	-	-	-	92,500	
02 Jul 2001	01 Jun 2006	$7.350	74,000	-	-	-	74,000	
02 Jul 2001	01 Jun 2006	$5.950	2,175,750	-	-	82,000	2,093,750	
31 Jul 2001	30 Jun 2006	$6.150	44,250	-	-	4,750	39,500	
06 Mar 2002	05 Feb 2007	$2.770	1,871,100	-	-	8,000	1,863,100	A, B
06 Mar 2002	05 Feb 2007	$2.520	60,000	-	-	-	60,000	A, B
10 Apr 2002	09 Mar 2007	$2.520	158,000	-	-	14,000	144,000	A, B
27 May 2002	26 Apr 2007	$2.550	100,000	-	-	-	100,000	A, B
Total			**12,309,053**	**-**	**-**	**266,000**	**12,043,053**	

Options in the table above which were not included in potential ordinary shares for the purposes of 31 December 2004 diluted EPS are marked with an (A). Options in the table above which were not included in potential ordinary shares for the purposes of 31 December 2003 diluted EPS are marked with a (B).

There have been no issues of ordinary shares or options between reporting date and the time of completion of this report.

The following options have been cancelled between reporting date and the time of completion of this report:

Cancellation date	Exercise price	Number of options cancelled
06 January 2005	$5.95	5,000
06 January 2005	$5.95	3,000
10 January 2005	$6.83	2,937,050
12 January 2005	$7.85	10,000
12 January 2005	$5.95	15,000

10. RECONCILIATION OF NET PROFIT AFTER TAX TO CASHFLOWS FROM OPERATING ACTIVITIES

	Dec-04 $000	Dec-03 $000
Net profit after income tax	47,726	42,817
Adjustments for non-cash income and expense items:		
- Depreciation and amortisation	37,891	27,718
- Discount on acquisition	-	(2,902)
- Profit on sale of assets	(13,168)	(9,449)
- Share of net profit/(loss) of associates accounted for using equity method	(576)	1,467
- Other	1,040	(61)
Changes in assets and liabilities:		
- (Increase)/decrease in accounts receivable	(13,236)	(4,687)
- (Increase)/decrease in inventory	657	-
- (Increase)/decrease in net tax assets	(1,011)	(258)
- (Increase)/decrease in other assets	1,730	884
- Increase /(decrease) in payables	(3,731)	2,618
- Increase/(decrease) in income tax liabilities	10,368	(5,927)
- Increase/(decrease) in provisions	(8,572)	(8,677)
- Increase/(decrease) in other liabilities	-	(104)
- Increase/(decrease) in reserves	(8,244)	(877)
Net cash provided by operating activities	**50,874**	**42,562**

11. CONTINGENT LIABILITIES

Contingent liabilities at balance date, not otherwise provided for in these financial statements are categorised as follows:

(a) Guarantees and Indemnities

Guarantees and indemnities of $460,000,000 (30 June 2004: $360,000,000) have been given to the consolidated entity's Australian Bankers by Computershare Limited, Computershare Technology Services Pty Limited, CDS International Limited, Computershare Document Services Limited, Computershare Investor Services Pty Limited, Computershare New Zealand Limited, Computershare Investor Services Ltd (incorporated in NZ), Computershare Limited (incorporated in the UK), Computershare Investor Services PLC, Computershare Inc, Computershare Investor Services LLC, Computershare Technology Services (UK) Ltd, Computershare Analytics (UK) Limited, Computershare Financial Services Inc, ACN 081 035 752 Pty Ltd, Computershare Investor Services Inc, Computershare Canada Inc, Computershare Finance LLC, Computershare Investments (UK) Ltd, Computershare Investments (UK) (No.2) Ltd, Computershare Investments (UK) (No.3) Ltd, Georgeson Shareholder Communications Inc, Transcentive Inc, Computershare Finance Company Pty Ltd, and Computershare US General Partnership as security for Computershare Finance Company Pty Ltd's facilities.

Bank guarantees of $520,000 (2004: $520,000) have been given in respect of facilities provided to Computershare Clearing Pty Ltd.

A bank guarantee of $500,000 (2004: $500,000) has been given in respect of facilities provided to Sepon Australia Pty Ltd.

A bank guarantee of $199,500 (2004: $199,500) has been given in respect of facilities provided to Computershare Investor Services Pty Ltd.

A bank guarantee of $88,350 (2004: $88,350) has been given in respect of facilities provided to Computershare Document Services Pty Ltd.

Bank guarantees totaling CAD $1,800,000 (2004: CAD $1,800,000) have been given by Computershare Trust Company of Canada and Computershare Investor Services Inc in respect of standby letters of credit for the payment of payroll.

Guarantees of US $2,749,150 (30 June 2004: US $2,000,000) have been given by Computershare Investor Services LLC as security for payroll and healthcare administration services in USA.

Guarantees of US $2,340,861 and AU $497,713 (30 June 2004: US$3,290,001 and AU$497,713) have been given by Computershare Limited as security for bonds in respect of leased premises.

A bank guarantee of HK $398,197 (2004: $398,197) has been given by Computershare Hong Kong Investor Services Limited as security for bonds in respect of leased premises.

A bank guarantee of Rand 850,000 (2004: Rand 850,000) has been given by Computershare South Africa (Pty) Ltd as security for bonds in respect of leased premises.

(b) Legal Matters

Due to the nature of operations, certain commercial claims in the normal course of business have been made against Computershare in various countries. The directors, based on legal advice, are contesting, or where appropriate compromising all of these matters. It is considered unlikely that any material liability to the Group will eventuate.

(c) Other

As noted in this financial report the Group is subject to regulatory capital requirements administered by certain US and Canadian banking commissions and by the Financial Services Authority in the UK. These requirements pertain to the trust company charter granted by the commissions and the Financial Services Authority. Failure to meet minimum capital requirements, or other ongoing regulatory requirements, can initiate action by the regulators that, if undertaken, could revoke or suspend the Group's ability to provide trust services to customers in these markets. At all relevant times the Computershare subsidiaries have met all minimum capital requirements. In addition to the capital requirements, a trust company must deposit eligible securities with a custodian. The Group has deposited a certificate of deposit with the Group's custodian in the UK in order to satisfy this requirement.

Computershare Limited (Australia) has issued a letter of warrant to Computershare Custodial Services Ltd. This obligates Computershare Limited (Australia) to maintain combined tier one capital of at least Rand 500,000,000.

Potential withholding and other tax liabilities arising from distribution of all retained distributable earnings of all foreign incorporated subsidiaries is $2,185,447 (30 June 2004: $3,616,807). No provision is made for withholding tax on unremitted earnings of applicable foreign incorporated controlled entities as there is currently no intention to remit these earnings to the parent entity.

In consideration of the Australian Securities and Investments Commission agreeing to allow $5,000,000 to form part of the net tangible assets of Computershare Clearing Pty Ltd so that it can meet certain financial requirements under the conditions of its Australian Financial Services Licence, Computershare Limited has agreed to make, at the request of Computershare Clearing Pty Ltd, a $5,000,000 loan to it. Computershare Limited has agreed to subordinate its loan to any other unsecured creditors of Computershare Clearing Pty Ltd. The loan was made pursuant to a deed of subordination dated 7 January 2004.

Computershare Limited (Australia), as the parent company, has undertaken to own, either directly or indirectly, all of the equity interests and guarantee performance of the obligations of Computershare Investor Services LLC, Computershare Trust Company Inc, Georgeson Shareholder Communications Inc, Computershare Trust Company of Canada and Computershare Investor Services Inc with respect to any financial accommodation related to transactional services provided by Harris Trust and Savings Bank, Chicago.

12. SIGNIFICANT EVENTS AFTER BALANCE DATE

No matter or circumstance has arisen since the end of the half-year which is not otherwise disclosed within this report or in the consolidated financial statements, that has significantly 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 subsequent financial years.

Directors' Declaration

In the directors' opinion:

(a) the financial statements and notes set out on pages 8 to 27 are in accordance with the *Corporations Act 2001*, including:

  (i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and

  (ii) giving a true and fair view of the consolidated entity's financial position as at 31 December 2004 and of its performance, as represented by the results of its operations and its cash flows, for the half-year ended on that date; and

(b) there are reasonable grounds to believe that Computershare Limited will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the directors.

A. S. Murdoch, Chairman

C. J. Morris, Managing Director

Melbourne
16 February 2005

Statement of the CEO and CFO of Computershare Limited

We, the undersigned, state that:

a) With regard to the integrity of the year end financial report Computershare Limited and its controlled entities (the Group) for the half year ended 31 December 2004:

   (i) The financial statements and associated notes comply in all material respects with applicable accounting standards, local corporations law requirements and Computershare Group Accounting Policies and Computershare Group year end reporting requirements; and
   (ii) The financial statements and associated notes give a true and fair view, in all material respects, of the financial position as at 31 December 2004 and performance of the Group for the year then ended; and
   (iii) In our opinion, there are reasonable grounds to believe that the Group will be able to pay its debts as when they become due and payable.

b) With regard to the financial records and systems of risk management and internal compliance and control of the Group for the half year ended 31 December 2004:

   (i) The financial records of the Group have been properly maintained such that the records correctly record and explain its transactions and financial position and performance and would enable true and fair financial statements to be prepared and audited; and
   (ii) The statements made in (a) above regarding the integrity of the financial statements are founded on a sound system of risk management and internal compliance and control which, in all material respects, implement the policies adopted by the Board of Directors of Computershare Limited;
   (iii) The risk management and internal compliance and control systems of the Group relating to financial reporting, compliance and operations objectives are, in all material respects, operating efficiently and effectively; and
   (iv) Subsequent to 31 December 2004, no changes or other matters have arisen that would have a material effect on the operation of risk management and internal compliance and control systems of the Group.

C.J. Morris
Chief Executive Officer

T.F. Honan
Chief Financial Officer

16 February 2005

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Independent review report to the members of Computershare Limited

Statement

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the financial report of Computershare Limited:

- does not give a true and fair view, as required by the Corporations Act 2001 in Australia, of the financial position of the Computershare Limited Group (defined below) as at 31 December 2004 and of its performance for the half-year ended on that date, and
- is not presented in accordance with the Corporations Act 2001, Accounting Standard AASB 1029: Interim Financial Reporting and other mandatory financial reporting requirements in Australia, and the Corporations Regulations 2001.

This statement must be read in conjunction with the rest of our review report.

Scope

The financial report and directors' responsibility

The financial report comprises the statement of financial position, statement of financial performance, statement of cash flows, accompanying notes to the financial statements, and the directors' declaration for the Computershare Limited Group (the consolidated entity), for the half-year ended 31 December 2004. The consolidated entity comprises both Computershare Limited (the company) and the entities it controlled during that half-year.

The directors of the company are responsible for the preparation and true and fair presentation of the financial report in accordance with the Corporations Act 2001. This includes responsibility for the maintenance of adequate accounting records and internal controls that are designed to prevent and detect fraud and error, and for the accounting policies and accounting estimates inherent in the financial report.

Review approach

We conducted an independent review in order for the company to lodge the financial report with the Australian Securities and Investments Commission. Our review was conducted in accordance with Australian Auditing Standards applicable to review engagements. For further explanation of a review, visit our website http://www.pwc.com/au/financialstatementaudit.

We performed procedures in order to state whether, on the basis of the procedures described, anything has come to our attention that would indicate that the financial report does not present fairly, in accordance with the Corporations Act 2001, Accounting Standard AASB 1029: Interim Financial Reporting and other mandatory financial reporting requirements in Australia, a view which is consistent with our understanding of the consolidated entity's financial position, and its performance as represented by the results of its operations and cash flows.

We formed our statement on the basis of the review procedures performed, which included:

- inquiries of company personnel, and
- analytical procedures applied to financial data.

Our procedures include reading the other information included with the financial report to determine whether it contains any material inconsistencies with the financial report.

These procedures do not provide all the evidence that would be required in an audit, thus the level of assurance provided is less than that given in an audit. We have not performed an audit, and accordingly, we do not express an audit opinion.

While we considered the effectiveness of management's internal controls over financial reporting when determining the nature and extent of our procedures, our review was not designed to provide assurance on internal controls.

Our review did not involve an analysis of the prudence of business decisions made by directors or management.

Independence

In conducting our review, we followed applicable independence requirements of Australian professional ethical pronouncements and the Corporations Act 2001.

PricewaterhouseCoopers

RS Sutton
Partner

Melbourne
16 February 2005

NTA Backing *(Appendix 4D item 3)*

	Dec 2004	Dec 2003
Net tangible asset backing per ordinary share	$(0.31)	$(0.31)

Controlled entities acquired or disposed of *(Appendix 4D item 4)*

Acquired	**Alamo Direct Mail Services Inc**	**Flag Communications Limited**	**Post Data**
Date control gained	17 August 2004	2 September 2004	29 October 2004
Contribution to profit/(loss) from ordinary activities after tax in current period, where material	Immaterial	Immaterial	Immaterial
Profit/(Loss) from ordinary activities after tax during the whole of the previous corresponding period, where material	Immaterial	Immaterial	Immaterial

Disposed of	**Source One**
Date control lost	17 September 2004
Contribution to profit/(loss) from ordinary activities after tax in current period, where material	Immaterial
Profit/(Loss) from ordinary activities after tax during the whole of the previous corresponding period, where material	Immaterial

Additional dividend information *(Appendix 4D item 5)*

Details of dividends declared or paid during or subsequent to the half-year ended 31 December 2004 are as follows:

Record date	Payment date	Type	Amount per security	Total dividend	Franked amount per security	Foreign sourced dividend amount per security
18 August 2004	24 September 2004	Final	5.0 cents	$26,928,167	5.0 cents	-
16 September 2004	30 September 2004	Reset	1.8384 cents	$1,817,184	1.8384 cents	-
9 March 2005	01 April 2005	Interim	5.0 cents	$28,177,122	0.5 cents	-

Dividend reinvestment plans *(Appendix 4D item 6)*

The company has no dividend reinvestment plan in operation.

Associates and Joint Venture entities *(Appendix 4D item 7)*

Name	*Ownership interest*		*Aggregate share of profits/(losses), where material*		*Contribution to net profit, where material*	
	Dec 2004 %	**Dec 2003 %**	**Dec 2004 $000**	**Dec 2003 $000**	**Dec 2004 $000**	**Dec 2003 $00**
Chelmer Limited	50	50	-	-	-	-
Computershare GmbH (a)	100	100	-	-	-	(1,872)
Pepper Technology AG (b)	100	36.65	-	(297)	-	(153)
The National Registry Company (c)	45	29.875	2,320	355	878	558
GSC Proxitalia s.p.A (d)	46	57.8	258	-	(302)	-
Total			**2,578**	**58**	**576**	**(1,467)**

a) Formerly known as Deutsche Borse Computer GmbH. On 31 December 2003,the Computershare Group acquired the remaining 51% of Deutsche Borse Computershare GmbH. From that date onward, the result and balance sheet of that entity have been consolidated by the Computershare Group.
b) On 1 March 2004, the Computershare Group acquired the remaining 73.35% of Pepper Technology AG. From that date onward, the result and balance sheet of that entity have been consolidated by the Computershare Group.
c) On 24 June 2004, the Computershare Group acquired an additional 15.125% of The National Registry Company bring the Group's holding to 45%.
d) From 1 July 2004, the Computershare Group no longer controlled GSC Proxitalia s.p.A. Subsequently this company has been recorded as an associate from this date.

Audit Status *(Appendix 4D item 9)*

This report is based on accounts which have been reviewed.

CORPORATE DIRECTORY

DIRECTORS
Alexander Stuart Murdoch (Chairman)
Christopher John Morris (Chief Executive Officer)
Philip D DeFeo
William E Ford
Thomas M Butler
Penelope J Maclagan
Anthony N Wales
Markus Kerber

COMPANY SECRETARIES
Paul X Tobin
Mark B Davis

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The New Zealand Stock Exchange

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Australia and New Zealand Banking Group Limited
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Melbourne Victoria 3000

The Royal Bank of Scotland Plc
Corporate and Institutional Banking
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