

Ostow Limited
ABN 39 636 701 267

INTERIM FINANCIAL REPORT
HALF-YEAR ENDED
31 DECEMBER 2024

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Ostow Limited – Directors’ Report

Directors’ Report

The Directors present their report, together with the financial statements, on the consolidated entity (“Consolidated Entity” or “Group”) consisting of Ostow Limited (“Company”) and the entities it controlled at the end of, or during, the half-year ended 31 December 2024.

Principal Activities

During the reporting period, the principal continuing activities of the Consolidated Entity consisted of flexible workspace, offering everything from a single desk to larger spaces for corporates and established teams.

Environmental Regulation

The Group’s operations are not regulated by any environmental regulation under a law of the Commonwealth or of a State or a Territory other than those that pertain to the ownership and development of real estate.

Risks

The Company has identified a number of material business risks including inflation, lease obligations and employee recruitment and retention, among others. These risks are subject to continuous assessment and review. The key business risks impacting the Company and how such risks are managed are outlined in WOTSO Property’s 2024 Annual Report and 2025 Interim Report, which can be found at <https://wotso.com/investors-information/>.

Net Flexspace Income

The statutory profit has been impacted by non-cash accounting transactions such as depreciation, amortisation and the application of Australian Accounting Standards Board (“AASB”) 16 accounting for leases. The following table carves aside these numbers, and other overhead costs to arrive at net flexspace income, which highlights the actual operating performance of the Group.

	Dec 2024 \$’000	Dec 2023 \$’000
Profit or Loss		
Flexspace income	15,606	14,534
Total Revenue	15,606	14,534
Rent expense – related parties	(4,217)	(3,681)
Rent expense – third parties	(3,944)	(3,525)
Operating expenses	(4,316)	(2,734)
WOTSO site staff costs	(2,352)	(1,940)
Total Operating Expenses	(14,829)	(11,880)
Net Flexspace Income	777	2,654
Other income	3,107	40
Finance income	1,398	1,390
WOTSO Neutral Bay lease variation fee	-	4,900
Other net remeasurement loss	(500)	-
Impact of AASB 16	(796)	95
Loss on disposal of asset	(244)	-
Depreciation and amortisation	(2,334)	(2,023)
Overhead and administration costs	(4,263)	(2,436)
Statutory (Loss) / Profit	(2,855)	4,620

Ostow Limited – Financial Statements

Statement of Profit or Loss and Other Comprehensive Income for the half-year ended 31 December 2024

	Note	Dec 2024 \$'000	Dec 2023 \$'000
Revenue			
Revenue from WOTSO members	3	15,606	14,534
Other income	3	3,107	4,940
Total Revenue		18,713	19,474
Expenses			
Staff costs		(4,934)	(3,204)
Director fees		(135)	-
Variable lease payments		(2,240)	(821)
Other operating expenses		(5,845)	(3,844)
Bad debt expenses		(18)	(9)
Total Expenses		(13,172)	(7,878)
Operating Profit		5,541	11,596
Depreciation – fit-out	4	(1,921)	(1,896)
Depreciation – right of use lease asset	5	(4,718)	(5,443)
Interest – right of use lease liability	5	(1,998)	(1,290)
Amortisation	8,9	(413)	(127)
Interest income		141	901
Finance income		1,257	489
Loss on disposal of asset		(244)	-
Other net remeasurement gains	6	(500)	443
Other non-operating expenses		-	(53)
(Loss) / Profit before income tax		(2,855)	4,620
Income tax benefit / (expense)		-	-
(Loss) / Profit for the period		(2,855)	4,620
Other comprehensive income		-	-
Total (Loss) / Profit and Other Comprehensive (Loss) / Profit		(2,855)	4,620
Attributable to members of the Group		(2,841)	4,287
Non-controlling interest		(14)	333
Total (Loss) / Profit and Other Comprehensive (Loss) / Profit		(2,855)	4,620

Balance Sheet as at 31 December 2024

	Note	Dec 2024 \$'000	Jun 2024 \$'000
Assets			
Current assets			
Cash and cash equivalents		1,249	3,532
Trade and other receivables	7	566	899
Total current assets		1,815	4,431
Non-current assets			
Pymont Bridge Road Mortgage Fund		4,567	5,167
Investment in associates	8	416	291
WOTSO software development asset	8	878	899
Rental deposits	10	1,240	1,080
Loans receivable - related parties	11	33,041	32,142
Intangible assets	9	3,072	3,329
Goodwill		1,343	1,343
Property, plant and equipment	4	14,427	15,623
Right of use lease asset	5	66,966	63,339
Total non-current assets		125,950	123,213
Total Assets		127,765	127,644
Liabilities			
Current liabilities			
Trade and other payables	12	4,046	3,780
Unearned revenue		241	374
Deferred lease payments – COVID		19	51
Employee provisions	13	1,092	994
Tenant deposits		81	90
Make good provisions	13	400	685
Right of use lease liabilities	5	7,946	7,791
Total current liabilities		13,825	13,765
Non-current liabilities			
Loans payable – related party	14	51,459	53,134
Deferred lease payments – COVID		20	29
Make good provisions	13	1,642	1,402
Employee provisions	13	228	183
Right of use lease liabilities	5	64,779	60,466
Total non-current liabilities		118,128	115,214
Total Liabilities		131,953	128,979
Net Liabilities		(4,188)	(1,335)
Share capital	15	11,522	11,520
Accumulated losses		(15,652)	(12,811)
Non-controlling interest in Ostow Limited		(58)	(44)
Total Accumulated Deficiency		(4,188)	(1,335)

Ostow Limited – Financial Statements

Statement of Cash Flows for the period ended 31 December 2024

	Dec 2024 \$'000	Dec 2023 Restated Note 18 \$'000
Cash flows from operating activities		
Members receipts	18,048	15,886
Other income	2,493	-
Operating expenditure	(9,026)	(5,011)
Employee payments	(4,788)	(3,376)
Payment of rental deposits	(161)	(310)
Net cash flows from operating activities	6,566	7,189
Cash flows from investing activities		
Proceeds from sale of investments	600	3,386
Interest received	-	1,154
Distributions received / (paid)	155	(304)
Loans (advanced) / repaid	(95)	142
Payments for investment in associates	(625)	(108)
Payments for WOTSO software development asset	(135)	(135)
Payments for property, plant and equipment	(985)	(2,419)
Proceeds from sale of PPE	16	-
Net cash flows (used in) / from investing activities	(1,069)	1,716
Cash flows from financing activities		
Rental payments	(6,558)	(6,615)
Borrowings repaid	(2,479)	(3,084)
Interest received	1,257	489
Net cash flows used in financing activities	(7,780)	(9,210)
Net decrease in cash and cash equivalents	(2,283)	(305)
Cash and cash equivalents at the beginning of the period	3,532	406
Cash and cash equivalents at the end of the period	1,249	101

All items are inclusive of GST where applicable.

Reconciliation of Operating Cash Flows

	Note	Dec 2024 \$'000	Dec 2023 Restated Note 18 \$'000
(Loss) / profit for the period		(2,855)	4,620
Non-cash flows in (loss) / profit:			
Depreciation and amortisation	4,5,8,9	7,052	7,467
Net interest received / (paid)		586	(100)
Other net remeasurement loss / (gains)	6	500	(443)
Loss on disposal of assets		244	-
Issuance of securities to employees		2	-
Changes in working capital:			
Decrease / (increase) in trade and other receivables		333	(4,871)
Increase in trade and other payables		863	940
Increase in rental deposits		(160)	(310)
Increase in provisions		143	31
Decrease in unearned revenue		(133)	(145)
Decrease in tenant cash bonds		(9)	-
Net cash flows from operating activities		6,566	7,189

Ostow Limited – Financial Statements

Statement of Changes in Equity for the Half-Year ended 31 December 2024

	No. of Shares On issue	Attributable to Owners of Ostow Limited			Non- Controlling Interests \$'000	Total Equity (Accumulated Deficiency) \$'000
		Issued Capital \$'000	Accumulated Losses \$'000	Total \$'000		
Balance at 1 July 2024	162,176,344	11,520	(12,811)	(1,291)	(44)	(1,335)
Loss for the period	-	-	(2,841)	(2,841)	(14)	(2,855)
Other comprehensive Loss	-	-	-	-	-	-
Total Loss and Other Comprehensive Loss for the Period	-	-	(2,841)	(2,841)	(14)	(2,855)
Transactions with Owners in their Capacity as Owners						
Issue of securities	23,508	2	-	2	-	2
Distributions paid	-	-	-	-	-	-
Issue on non-controlling units	-	-	-	-	-	-
Deconsolidation of subsidiary	-	-	-	-	-	-
Total Transactions with Owners in their Capacity as Owners	23,508	2	-	2	-	2
Balance at 31 December 2024	162,199,852	11,522	(15,652)	(4,130)	(58)	(4,188)

	No. of Shares On issue	Attributable to Owners of Ostow Limited			Non- Controlling Interests \$'000	Total Equity (Accumulated Deficiency) \$'000
		Issued Capital \$'000	Accumulated Losses \$'000	Total \$'000		
Balance at 1 July 2023	162,859,009	11,615	(13,888)	(2,273)	9,246	6,973
Profit for the period	-	-	4,287	4,287	333	4,620
Other comprehensive income	-	-	-	-	-	-
Total Profit and Other Comprehensive Income for the Period	-	-	4,287	4,287	333	4,620
Transactions with Owners in their Capacity as Owners						
Buy-back of securities	(450,051)	(62)	-	(62)	-	(62)
Issue of securities	14,399	2	-	2	-	2
Issue of non-controlling units	-	-	-	-	3,386	3,386
Distributions paid	-	-	-	-	(254)	(254)
Disposal of subsidiary	-	-	-	-	(5,631)	(5,631)
Total Transactions with Owners in their Capacity as Owners	(435,652)	(60)	-	(60)	(2,499)	(2,559)
Balance at 31 December 2023	162,423,357	11,555	(9,601)	1,954	7,080	9,034

Ostow Limited – Notes to the Financial Statements

1. Segment Reporting

Identification of reportable operating segments:

The Company operates in three business segments, being flexspace, investments and corporate. This is based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ("CODM")) in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments.

	Flexspace \$'000	Investments \$'000	Corporate \$'000	Total Dec 2024 \$'000	Flexspace \$'000	Investments \$'000	Corporate \$'000	Total Dec 2023 \$'000
Profit or Loss								
Revenue								
Revenue from WOTSO members	15,606	-	-	15,606	14,534	-	-	14,534
Other income	3	614	2,490	3,107	4,940	-	-	4,940
Total Revenue	15,609	614	2,490	18,713	19,474	-	-	19,474
Expenses								
Other operating expenses	(4,316)	(944)	(585)	(5,845)	(3,844)	-	-	(3,844)
Staff costs	(2,352)	-	(2,582)	(4,934)	(3,204)	-	-	(3,204)
Director fees	-	-	(135)	(135)	-	-	-	-
Variable lease payments	(2,240)	-	-	(2,240)	(821)	-	-	(821)
Bad debt expenses	(18)	-	-	(18)	(9)	-	-	(9)
Total Expenses	(8,926)	(944)	(3,302)	(13,172)	(7,878)	-	-	(7,878)
Operating Profit / (Loss)	6,683	(330)	(812)	5,541	11,596	-	-	11,596
Depreciation – fit-out	(1,863)	(53)	(5)	(1,921)	(1,896)	-	-	(1,896)
Depreciation – right of use lease asset	(4,349)	(369)	-	(4,718)	(5,443)	-	-	(5,443)
Interest – right of use lease liability	(1,941)	(57)	-	(1,998)	(1,290)	-	-	(1,290)
Amortisation	-	(155)	(258)	(413)	-	(127)	-	(127)
Interest income	4	75	1,178	1,257	-	901	-	901
Finance income	-	-	141	141	21	468	-	489
Other non-operating expenses	-	-	-	-	-	(53)	-	(53)
Other net remeasurement loss	-	(500)	-	(500)	443	-	-	443
Gain / (loss) on disposal of assets	(249)	5	-	(244)	-	-	-	-
Profit / (loss) before income tax	(1,715)	(1,384)	244	(2,855)	3,431	1,189	-	4,620

Ostow Limited – Notes to the Financial Statements

Balance Sheet	Flexspace \$'000	Investments \$'000	Corporate \$'000	Total Dec 2024 \$'000	Flexspace \$'000	Investments \$'000	Corporate \$'000	Total Jun 2024 \$'000
Current assets								
Cash and cash equivalents	58	491	700	1,249	390	997	2,145	3,532
Trade and other receivables	205	77	284	566	275	213	411	899
Total current assets	263	568	984	1,815	665	1,210	2,556	4,431
Non-current assets								
Investment in Pymont Bridge Road Mortgage Fund	-	-	4,567	4,567	-	-	5,167	5,167
Investment in Hamlet	-	416	-	416	-	291	-	291
WOTSO software development asset	-	878	-	878	-	899	-	899
Rental deposits	1,240	-	-	1,240	1,080	-	-	1,080
Loans receivable - related parties	-	1,009	32,032	33,041	-	-	32,142	32,142
Goodwill and intangible assets	-	-	4,415	4,415	-	-	4,672	4,672
Property, plant and equipment	13,963	432	32	14,427	15,169	431	23	15,623
Right of use lease asset	65,552	1,414	-	66,966	61,556	1,783	-	63,339
Total non-current assets	80,755	4,149	41,046	125,950	77,805	3,404	42,004	123,213
Total Assets	81,018	4,717	42,030	127,765	78,470	4,614	44,560	127,644
Liabilities								
Current liabilities								
Trade and other payables	3,022	292	732	4,046	2,696	322	762	3,780
Unearned revenue	241	-	-	241	374	-	-	374
Deferred lease payments – COVID	19	-	-	19	51	-	-	51
Employee provisions	188	-	904	1,092	172	-	822	994
Tenant deposits	38	43	-	81	78	-	12	90
Make good provisions	400	-	-	400	685	-	-	685
Right of use lease liabilities	7,213	733	-	7,946	7,095	696	-	7,791
Total current liabilities	11,121	1,068	1,636	13,825	11,151	1,018	1,596	13,765
Non-current liabilities								
Loans payable – related party	-	-	51,459	51,459	-	-	53,134	53,134
Deferred lease payments – COVID	20	-	-	20	29	-	-	29
Make good provisions	1,642	-	-	1,642	1,402	-	-	1,402
Employee provisions	40	-	188	228	33	-	150	183
Right of use lease liabilities	64,039	740	-	64,779	59,352	1,114	-	60,466
Total non-current liabilities	65,741	740	51,647	118,128	60,816	1,114	53,284	115,214
Total Liabilities	76,862	1,808	53,283	131,953	71,967	2,132	54,880	128,979
Net Assets / (Liabilities)	4,156	2,909	(11,253)	(4,188)	6,503	2,482	(10,320)	(1,335)

Ostow Limited – Notes to the Financial Statements

2. Cash Flow Management

At the end of the period the balance sheet showed current liabilities exceeded current assets by \$12 million (June 2024 - \$9.3 million) as well as a net liability position of \$4.2 million (June 2024 \$1.3 million). The net current liability position is primarily driven by lease payments and make good provisions due over the next 12 months totalling \$8.3 million (June 2024 - \$8.5 million). The corresponding leased assets are not allowed to be classified as current assets under accounting standards, but would approximately offset this deficit.

The net liability position is expected to improve over the next financial period as more WOTSO FlexSpaces reach maturity.

The Group has positive operating cash flow and closely monitors liquidity. The Company also has an available line of credit in the form of a loan agreement with WOTSO Property Trust ("WPT"), the trust to which it is stapled making up WOTSO Property. With the Company forming part of the stapled group, WPT will be able to provide financial support to the Company if required. This financial support may be in the form of pausing, adjusting and deferring monthly rent payments and advancing funds by way of loan. The majority of the lease liability referred to above relates to WPT owned properties.

3. Revenue

<i>Disaggregation of Revenue from Contracts with Customers</i>	Dec 2024 \$'000	Dec 2023 \$'000
Offices	12,007	10,747
Coworking	1,732	1,583
Other Services*	1,867	2,204
Total Revenue from WOTSO Members	15,606	14,534
Other income	3,107	4,940
Total Revenue	18,713	19,474

*Other Services includes meeting room hire, parking, virtual office and other member services.

The Group's option at Neutral Bay was exercised in September 2023, resulting in the Group varying its existing lease. On exercise of the option the Group became entitled to a lease variation fee of \$4.9 million, which was received in March 2024 following the settlement of the sale of the Neutral Bay building. In May 2024 the WOTSO Neutral Bay business was relocated to the Cremorne property.

4. Property, Plant and Equipment

	Dec 2024 \$'000	Jun 2024 \$'000
Fit-out	32,786	32,061
Accumulated depreciation	(18,359)	(16,438)
Total	14,427	15,623

Reconciliations of the written down values at the beginning and end of the current reporting period are set out below:

	Dec 2024 \$'000	Jun 2024 \$'000
Carrying amount at the beginning of the period	15,623	13,930
Additions	985	5,832
Depreciation expense	(1,921)	(4,139)
Disposals	(260)	-
Carrying amount at the end of the period	14,427	15,623

5. Right of Use Assets and Lease Liabilities

Right of use lease assets relate to third party leases held by WOTSO. WOTSO leases premises to house its flexible workspace product under agreements of 5 to 10 years with, in some cases, options to extend. The leases have various escalation clauses. On renewal, the terms of the leases are renegotiated.

	Dec 2024 \$'000	Jun 2024 \$'000
Right of use assets	113,095	104,750
Less: accumulated depreciation	(46,129)	(41,411)
	66,966	63,339

Reconciliations of the written down values at the beginning and end of the current reporting period are set out below:

	Dec 2024 \$'000	Jun 2024 \$'000
Carrying amount at the beginning of the period	63,339	42,247
Right of use assets – modifications*	6,169	13,025
Remeasurement of right of use assets**	820	1,442
Additions***	1,356	17,977
Recognition of lease through acquisition of subsidiary****	-	1,906
Depreciation expense	(4,718)	(10,012)
Disposals	-	(3,246)
Carrying amount at the end of the period	66,966	63,339

*Lease modifications relate to the extension of the lease terms for WOTSO Penrith, Pyrmont and Zetland.

**Remeasurements reflect revised contractual payments within existing lease liabilities, including changes in an index or rate used to determine the amounts payable.

***Additions relate to the new lease for the existing WOTSO site at Takapuna, New Zealand.

****With the acquisition of Yeost Lease Pty Ltd in the prior financial year, the Group assumed the lease over the Neutral Bay property.

Ostow Limited – Notes to the Financial Statements

Right of use lease liabilities are measured and repaid over the term of the lease. For lease commitment details refer to Note 16(d).

	Dec 2024 \$'000	Jun 2024 \$'000
Opening Balance	68,257	46,798
Modifications and remeasurements	7,035	14,293
Additions	1,356	17,977
Recognition of lease through acquisition of subsidiary	-	1,921
Disposals	-	(3,689)
Interest charged	1,998	3,021
Repayments	(5,921)	(12,064)
Total Lease Liabilities	72,725	68,257

Current lease liabilities	7,946	7,791
Non-current lease liabilities	64,779	60,466
Total Lease Liabilities	72,725	68,257

6. Other Net Remeasurement (Loss) / Gains

	Dec 2024 \$'000	Dec 2023 \$'000
Gain on lease modifications	-	443
Loss on equity accounted investments	(500)	-
Total	(500)	443

Other net remeasurement loss comprises a loss on the revaluation of equity accounted investment in IndigoBlack Constructions. Reconciliations of the investment value at the beginning and end of the current reporting period are set out below:

	Dec 2024 \$'000	Jun 2024 \$'000
Opening balance	-	-
Purchase	500	500
Impairment	(500)	(500)
Closing balance	-	-

7. Trade and Other Receivables

	Dec 2024 \$'000	Jun 2024 \$'000
Trade receivables from WOTSO members	158	195
Trade receivables from related parties	297	621
Expected credit loss allowance	(23)	(32)
Other receivables	134	115
Total	566	899

8. WOTSO Software Development Asset

Over the last few years the Group has undertaken a project to develop in-house software to help manage its operations and customer invoicing. The software has been developed in conjunction with external developers and commenced commercialisation during 2022. The Group owns a perpetual licence over the software and during the half-year it increased its ownership in the software business to 39% (Jun 2024 - 35%). At 31 December 2024, the Group has contributed \$878,000 net of amortisation (Jun 2024 - \$899,000) to fund the development of the software, and has increased its investment in associate to \$416,000 (Jun 2024 - \$291,000).

During the period, \$156,000 of amortisation (Dec 2023 - \$127,000) was recognised as an expense in the Statement of Profit or Loss and Other Comprehensive Income.

9. Intangible Assets

The Group's intangible assets of \$3.1 million comprise management rights acquired through the internalisation transaction last financial year. These management rights are deemed to have a finite useful life and are measured at cost and amortised using the straight-line method over the estimated remaining useful life of 7 years.

During the period, amortisation of \$257,000 (Dec 2023 - \$nil) was recognised as an expense in the Statement of Profit or Loss and Other Comprehensive Income.

10. Rental Deposits

	Dec 2024 \$'000	Jun 2024 \$'000
Lease rental deposits	657	796
Term deposit for bank guarantee	583	284
Total Non-Current Rental Deposits	1,240	1,080

Ostow Limited – Notes to the Financial Statements

11. Loan Portfolio

	Dec 2024 \$'000	Jun 2024 \$'000
Loan receivable – Planloc Limited	31,922	31,118
Loan receivable – IndigoBlack	110	-
Loan receivable – Employees	1,009	1,024
Total Non-Current Loan Portfolio	33,041	32,142

The loan to Planloc Limited, which also forms part of the stapled group WOTSO Property, is unsecured and subject to a term of 5 years from June 2023 with interest chargeable at the discretion of the lender. For the period ended 31 December 2024 the Company charged interest of \$1.1 million at a margin of 3% over the RBA cash rate (Dec 2023 - \$468,000).

The employee loans are subject to interest charged at 2% over the RBA cash rate and are secured against WOT securities and BlackWall Limited (ASX: BWF) shares which were valued at \$948,000 at 31 December 2024 based on the quoted ASX price of both securities.

12. Trade and Other Payables

	Dec 2024 \$'000	Jun 2024 \$'000
Current trade and other payables	2,424	2,080
Current Payables with related party	318	400
Total Trade and Other Payables	2,742	2,480
Accrued expenses	624	445
Sundry payables	680	855
Total	4,046	3,780

The rent deferral received by the Group was treated as a variable lease payment per AASB 16, but the difference has been recognised as a deferred rent liability. At 31 December 2024 WOTSO had rent deferral liabilities totalling \$39,000 (Jun 2024 - \$80,000), for which it will continue to receive deferred repayments over the term of the leases.

13. Provisions

	Dec 2024 \$'000	Jun 2024 \$'000
Current – employee benefits	1,092	994
Non-current – employee benefits	228	183
Total employee benefits provisions	1,320	1,177

Current – make good provision	400	685
Non-current – make good provision	1,642	1,402
Total make good provisions	2,042	2,087
Total provisions	3,362	3,264

Employee benefit provisions relate to annual leave and long service leave payable to employees.

Make good provisions relate to estimated costs required to return leased property to the condition required under the lease. These have been discounted at the same rate as the underlying lease liability, per AASB 16.

14. Borrowings

	Dec 2024 \$'000	Jun 2024 \$'000
Loan from related party - WPT	51,459	53,134
Total non-current borrowings	51,459	53,134

The borrowings from WPT are unsecured and are subject to interest at a margin of 2.0% over the RBA cash rate and for a loan term of 5 years from June 2021. Interest is chargeable at the discretion of the lender. No interest was charged during the period.

15. Issued Capital

	Dec 2024 Shares	Jun 2024 Shares	Dec 2024 \$'000	Jun 2024 \$'000
At the beginning of the period	162,176,344	162,859,009	11,520	11,615
Buy-back of issued securities	-	(697,064)	-	(96)
Issue of new units	23,508	14,399	2	1
At the end of the period	162,199,852	162,176,344	11,522	11,520

16. Financial Risk Management

a) Financial Risk Management

The main risks to which the Group is exposed through its financial instruments are market risk (including interest rate risk and price risk), credit risk and liquidity risk. The Group's principal financial instruments are cash and cash equivalents, financial assets and loans payable. Additionally, the Group has various other financial instruments such as trade debtors, lease rental deposits and trade creditors, which arise directly from its operations.

This note presents information about the Group's exposure to each of the above risks, their objectives, policies, and processes for measuring and managing risk, and the management of capital. The Board has overall responsibility for the establishment and overseeing of the risk management framework. It monitors the Group's risk exposure by regularly reviewing finance and property markets.

Ostow Limited – Notes to the Financial Statements

The Group holds the following major financial instruments:

	Dec 2024 \$'000	Jun 2024 \$'000
Financial assets		
Cash and cash equivalents	1,249	3,352
Trade and other receivables	566	899
Rental deposits	1,240	1,080
Loans receivable – related party	33,041	32,142
Financial liabilities		
Trade and other payables	4,046	3,780
Loans payable – related party	51,459	53,134
Lease liabilities	72,725	68,257

b) Sensitivity analysis

Although the Group is exposed to currency risk through its subsidiary in New Zealand, which operates the flexspace business in New Zealand Dollars (NZD), management considers that this is a low risk due to the immaterial investment and the low volatility between both currencies, Australian and NZD. The Group is not exposed to any material credit, interest or liquidity risks.

c) Capital management

The Group's objectives when managing capital are to:

- safeguard its ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the dividends paid to shareholders, issue new shares, buy-back shares, and purchase or sell assets.

d) Liquidity risk

	Maturing In 1 year \$'000	Maturing in 2 – 5 years \$'000	Maturing over 5 years \$'000	Total \$'000
At 31 December 2024				
Trade and other payables	4,046	-	-	4,046
Borrowings	-	51,459	-	51,459
Lease Liabilities	7,946	23,578	41,201	72,725
	11,992	75,037	41,201	128,230

At 30 June 2024

Trade and other payables	3,780	-	-	3,780
Borrowings	-	53,134	-	53,134
Lease Liabilities	7,791	17,523	42,943	68,257
	11,571	70,657	42,943	125,171

17. Contingencies

The Group had no contingent assets or liabilities at 31 December 2024 (Jun 2024 - \$nil).

18. Prior Period Adjustment

During 2024, the Group assessed that variable lease payments were more appropriately classified as operating activity cash flows, rather than financing activity cash flows. Consequently, for the period ended 31 December 2023, operating cash flow activities have been reduced by \$821,000 and financing cash flow activities have been increased by \$821,000.

19. Subsequent Events

To the best of the Directors' knowledge, since the end of the period there have been no matters or circumstances that have materially affected the Group's operations or may materially affect its operations, state of affairs or the results of operations in future financial periods.

20. Critical Accounting Estimates and Judgements

The Directors evaluate estimates and judgements incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends in economic data obtained both externally and within the Group.

a) Goodwill and Other Indefinite Life Intangible Assets

The Group tests annually, or more frequently if events or changes in circumstances indicate impairment, whether goodwill and other indefinite life intangible assets have suffered any impairment. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of assumptions, including estimated discount rates based on the current cost of capital and growth rates of the estimated future cash flows.

b) Lease Term for Right of Use Lease Assets and Liabilities

The lease term is a significant component in the measurement of both the right-of-use asset and lease liability. Judgement is exercised in determining whether there is reasonable certainty that an option to extend the lease or purchase the underlying asset will be exercised, or an option to terminate the lease will not be exercised when ascertaining the periods to be included in the lease term. In determining the lease term, all facts and circumstances that create an economical incentive to exercise an extension option, or not to exercise a termination option, are considered at the lease commencement date. Factors considered may include the importance of the asset to the Consolidated Entity's operations; comparison of terms and conditions to prevailing market rates; incurrence of significant penalties; existence of significant leasehold improvements; and the cost and disruption to replace the asset. The Group reassesses whether it is reasonably

Ostow Limited – Notes to the Financial Statements

certain to exercise an extension option, or not exercise a termination option, if there is a significant event or change in circumstances.

c) Lease Make Good Provisions

Whenever the Group incurs an obligation for costs to dismantle and remove property from leased premises, restore the premises in which it is located, or restore the underlying asset to the condition required by the lease, a provision is recognised and measured. Judgement is exercised in estimating the present value of these costs. The Group reviews these estimates at each reporting period and adjusts them if there is a significant event or change in circumstance

21. Statement of Material Accounting Policies

The Company is part of the listed WOT stapled group, incorporated and domiciled in Australia. The financial statements for the Group were authorised for issue in accordance with a resolution of the Directors on the date they were issued.

a) Basis of Preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and other authoritative pronouncements of the AASB and the *Corporations Act 2001* (Cth). The financial statements of the Company also comply with IFRS as issued by the International Accounting Standards Board.

The financial statements have been prepared on an accruals basis and are based on historical costs modified by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied.

The Group is a group of the kind referred to in ASIC Class Order 2016/191 and, in accordance with that Class Order, amounts in the Directors' Report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

The statutory financial information for the Group has been presented for the period ended 31 December 2024 and for the comparative year ended 31 December 2023.

The financial statements are presented in Australian dollars.

The following is a summary of the material accounting policies adopted by the Group in the preparation of the financial statements. The accounting policies have been consistently applied unless otherwise stated.

b) Going Concern

The financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

The Company is in a net current liability and a net liability position, as described in Note 2. However, many of the WOTSO sites are in the build-up phase and profitability is expected to improve. The Group has earned positive cash flows from operations during the period and projects it will have sufficient cash balances to pay debts as they fall due and forecasts for the next twelve months display enough liquidity for it to be appropriate for the Company to continue as a going concern.

Additionally, short-term funding may be obtained from related parties if needed.

c) Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current period. Any change of presentation has been made to make the financial statements more relevant and useful to the user.

d) Segment Reporting

AASB 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the Chief Operating Decision Makers ("CODM") to allocate resources to the segment and to assess its performance.

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the CODM. The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

e) Presentation Currency

Both the functional and presentation currency of the Company and its Australian subsidiaries is Australian dollars. Functional currency NZD results are translated to presentation currency.

f) New Accounting Standards and Interpretations

The Consolidated Entity has adopted all the new or amended Accounting Standards and Interpretations issued by the AASB that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted. Based on our preliminary assessment, we do not expect them to have material impact on the Group.

OSTOW Limited – Directors’ Report

Directors’ Report (Continued)

Auditor and Non-audit Services

A copy of the auditor’s independence declaration as required under section 307C of the *Corporations Act 2001* (Cth) is set out in these financial statements.

ESV Business Advice and Accounting continues in office in accordance with section 327 of the *Corporations Act 2001* (Cth).

Rounding of Amounts

The entities comprising the Group are of a kind referred to in ASIC Legislative Instrument 2016/191, and in accordance with that legislative instrument, amounts in the Directors’ Report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

Officeholders of the Group

Joseph (Seph) Glew Non-Executive Director and Chairman

Jessica (Jessie) Glew CEO and Executive Director

Richard Hill Non-Executive Director

Paul Tresidder Non-Executive Director

Agata Ryan Company Secretary

The above-named directors held office during and since the end of the half-year.

Signed in accordance with a resolution of the Board of Directors of the Group.



Seph Glew
Chairman
Sydney, 27 February 2025



Jessie Glew
Director
Sydney, 27 February 2025

Ostow Limited – Directors’ Declaration

Directors’ Declaration

In the Directors’ opinion:

- (a) the financial statements and notes are in accordance with the *Corporations Act 2001* (Cth), including:
 - (i) complying with AASB 134 Interim Financial Reporting, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the Group’s financial position at 31 December 2024 and of its performance for the financial period ended on that date; and
- (b) there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the directors made pursuant to section 305(5) of the *Corporations Act 2001* (Cth).

On behalf of the Directors



Seph Glew
Chairman
Sydney, 27 February 2025



Jessie Glew
Director
Sydney, 27 February 2025

Ostow Limited – Auditor’s Independence Declaration and Auditor’s Report

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AUDITOR’S INDEPENDENCE DECLARATION TO THE DIRECTORS OF OSTOW LIMITED

In accordance with the requirements of section 307C of the Corporations Act, as auditor for the review of Ostow Limited and its Controlled Entities for the half year ended 31 December 2024, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

Dated at Sydney the 27th of February 2025



ESV Business Advice and Accounting



Chris Kirkwood
Partner

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INDEPENDENT AUDITOR’S REVIEW REPORT TO THE MEMBERS OF OSTOW LIMITED

Report on the Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of Ostow Limited and Controlled Entities ("the Group"), which comprises the balance sheet as at 31 December 2024, the statement of profit or loss and other comprehensive income, the statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising material accounting policy information and other explanatory information, and the directors’ declaration.

Based on our review, which is not an audit, we have not become aware of any matters that make us believe that the accompanying half-year financial report of the Ostow Limited and Controlled Entities does not comply with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the Group’s financial position as at 31 December 2024 and of its financial performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor’s Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board’s APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the Independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors at the time of this auditor’s report.

Directors’ Responsibility for the Half-Year Financial Report

The Directors of Ostow Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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Ostow Limited – Auditor’s Independence Declaration and Auditor’s Report

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INDEPENDENT AUDITOR’S REVIEW REPORT TO THE MEMBERS OF OSTOW LIMITED

Auditor’s Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group’s financial position as at 31 December 2024 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Dated at Sydney on the 27th of February 2025



ESV Business Advice and Accounting



Chris Kirkwood
Partner

PLANLOC LIMITED
ABN 50 062 367 560

INTERIM FINANCIAL REPORT
HALF-YEAR ENDED
31 DECEMBER 2024

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Directors’ Report

The Directors present their report, together with the financial statements of Planloc Limited (“Planloc” or “Company”) for the half-year ended 31 December 2024.

Principal activities

Planloc is a listed property investment company. The Company is stapled to two other entities (WOTSO Property Trust and Ostow Limited) and forms the listed WOTSO Property (ASX: WOT) (“Group”). The Company owns a retail mixed use property located in Penrith, NSW, and holds investment positions in two property investment structures that ultimately own an entertainment precinct in Villawood, NSW and an office building in Pyrmont, NSW.

Penrith Investment Property

The Penrith property is fully occupied and was independently valued in June 2022 at \$26.25 million,. The tenancies include Barbeques Galore, Boating Camping Fishing, Rashay’s Restaurant, Tru Ninja, Factory Plus, Only About Children, and City Cave.

Villawood Investment

The Company also owns just under 50% of the WRV Unit Trust (“WRV”), which owns The Woods property, an entertainment precinct in Sydney’s west, approximately 28km from Sydney CBD. The property has great exposure to Woodville Road and is home to 8 different tenants including Zone Bowling, Chipmunks Playland, Sydney Indoor Climbing Gym, Jump Swim School, Flip Out, the Woods Café, Reverse Vending Machine and Cross Fit Bawn. It was independently valued in December 2024 at \$29.5 million.

Pyrmont Investment

The Company holds a 43% investment in an office building with over 14,000sqm of NLA located at 55 Pyrmont Bridge Road on the fringe of Sydney CBD. The property was independently valued in June 2023 at \$134.3 million.

Risks

The Company has identified a number of material business risks including inflation, interest costs, valuations and unplanned capital expenditures, among others. These risks are subject to continuous assessment and review. The key business risks impacting the Company, and how such risks are managed, are outlined in WOTSO Property’s 2024 Annual Report and 2025 Interim Report, which can be found at <https://wotso.com/investors-information/>.

PLANLOC Limited – Financial Statements

Statement of Profit or Loss and Other Comprehensive Income for the half-year ended 31 December 2024

	Note	Dec 2024 \$'000	Dec 2023 \$'000
Revenue			
Property rental income		1,139	1,083
Finance income		27	32
Equity accounted share of profit	2	994	573
Unrealised gain on investment property	2	18	44
Total Revenue		2,178	1,732
Expenses			
Property outgoings		(153)	(175)
Business operating expenses	3	(256)	(130)
Depreciation expense	8	(52)	(62)
Finance costs		(1,587)	(887)
Total Expenses		(2,048)	(1,254)
Profit before income tax		130	478
Income tax expense		(39)	(144)
Profit for the period		91	334
Other comprehensive income		-	-
Total Income and Other Comprehensive Income		91	334

Balance Sheet as at 31 December 2024

	Note	Dec 2024 \$'000	Jun 2024 \$'000
Assets			
Current assets			
Cash and cash equivalents		62	29
Loan portfolio	4	197	197
Deferred rent receivable	5	21	24
Trade and other receivables	6	11	63
Total current assets		291	313
Non-current assets			
Deferred rent receivable	5	19	30
Loan portfolio	4	1,130	1,228
Equity accounted investments	7	27,364	26,370
Investment property	8	26,250	26,250
Total non-current assets		54,763	53,878
Total Assets		55,054	54,191
Liabilities			
Current liabilities			
Trade and other payables	9	378	450
Borrowings	10	-	13,000
Total current liabilities		378	13,450
Non-current liabilities			
Borrowings	10	44,922	31,118
Deferred tax liabilities		5,013	4,974
Total non-current liabilities		49,935	36,092
Total Liabilities		50,313	49,542
Net Assets		4,741	4,649
Equity			
Share capital	11	2	1
Retained earnings		4,739	4,648
Total Equity		4,741	4,649

PLANLOC Limited – Financial Statements

Statement of Cash Flows for the period ended 31 December 2024

	Note	Dec 2024 \$'000	Dec 2023 \$'000
Cash Flows from Operating Activities			
Receipt from property tenants		1,077	1,191
Payments to suppliers		(360)	(374)
Net Cash Flows from Operating Activities		717	817
Cash Flows from Investing Activities			
Repayment of loan portfolio		98	99
Interest received		28	32
Payments of capital expenditure	8	(28)	-
Net Cash Flows from Investing Activities		98	131
Cash Flows from Financing Activities			
Proceeds of borrowings		805	-
Interest paid		(1,587)	(887)
Repayment of borrowings		-	(92)
Net Cash Flows used in Financing Activities		(782)	(979)
Net Increase / (decrease) in Cash and Cash Equivalents		33	(31)
Cash and cash equivalents, at the beginning of the period		29	58
Cash and Cash Equivalents, at End of the Period		62	27

Reconciliation of Operating Cash Flows

	Dec 2024 \$'000	Dec 2023 \$'000
Profit for the Period	91	334
Non-Cash Flows in Profit:		
Straight-line rental income	(6)	(18)
Pymont Bridge Road Property Pty Ltd ("PBR") equity accounted share of profit	(71)	-
WRV equity accounted share of profit	(923)	(573)
Unrealised gain on revaluation of Penrith Property	(18)	(44)
Depreciation	52	62
Net interest paid	1,559	855
Deferred tax liabilities	39	144
Changes in Operating Assets and Liabilities:		
Decrease in trade and other receivables	66	6
(Decrease) / increase in trade and other payables	(72)	51
Net Cash Flows from Operating Activities	717	817

PLANLOC Limited – Financial Statements

Statement of Changes in Equity for the half-year ended 31 December 2024

	No. of Shares on Issue	Ordinary Shares \$'000	Retained Earnings \$'000	Total \$'000
Balance at 1 July 2024	162,176,344	1	4,648	4,649
Profit for the period	-	-	91	91
Other comprehensive income	-	-	-	-
Total Profit and Other Comprehensive Income for the Period	-	-	91	91
Transactions with Owners in Their Capacity as Owners				
Issue of securities	23,508	1	-	1
Total Transactions with Owners in Their Capacity as Owners	23,508	1	-	1
Balance at 31 December 2024	162,199,852	2	4,739	4,741
Balance at 1 July 2023	162,859,009	-	5,165	5,165
Profit for the period	-	-	334	334
Other comprehensive income	-	-	-	-
Total Profit and Other Comprehensive Income for the Period	-	-	334	334
Transactions with Owners in Their Capacity as Owners				
Issue of securities	14,399	-	-	-
Buy-back of issued securities	(450,051)	-	-	-
Total Transactions with Owners in Their Capacity as Owners	(435,652)	-	-	-
Balance at 31 December 2023	162,423,357	-	5,499	5,499

PLANLOC Limited – Notes to the Financial Statements

1. Segment Reporting

The Company operates in one business segment, being the ownership and leasing of investment properties in Australia.

2. Investment Gains

	Dec 2024 \$'000	Dec 2023 \$'000
Investment property in Penrith	18	44
Total unrealised gains on investment property	18	44

	Dec 2024 \$'000	Dec 2023 \$'000
Investment in WRV	923	573
Investment in PBR	71	-
Total equity accounted share of profit	994	573

3. Business Operating Expenses

	Dec 2024 \$'000	Dec 2023 \$'000
Consultants fees	18	-
Administration expenses	238	130
Total business operating expenses	256	130

4. Loan Portfolio

	Dec 2024 \$'000	Jun 2024 \$'000	Current Security \$'000	Interest Rate	Details
Current – vendor finance	197	197	3,500*	4.0%	See below
Non-current – vendor finance	1,130	1,228	3,500*	4.0%	See below
	1,327	1,425			

*Same asset as security.

In 2021, WOTSO Property Trust, part of the Group, sold its Toowoomba property. The sale was executed through a vendor finance agreement with the Company over a 10-year period which is being repaid at an agreed interest rate of 4%. The loan is secured against the Toowoomba property by a registered first mortgage. The loan runs until 2031 when it will be fully repaid.

5. Deferred Rent Receivable

	Dec 2024 \$'000	Jun 2024 \$'000
Current – deferred rent receivable	21	24
Non-current – deferred rent receivable	19	30
Total deferred rent receivable	40	54

6. Trade and Other Receivables

	Dec 2024 \$'000	Jun 2024 \$'000
Accounts receivable	11	32
Other receivables	-	31
Total trade and other receivables	11	63

7. Equity Accounted Investments

The Company's equity accounted investments comprise an investment in WRV and PBR. The investment in WRV reflects a 49.88% (Jun 2024: 49.88%) holding in WRV Unit Trust, which owns The Woods, Villawood, NSW. The property is an entertainment precinct in Sydney's west, approximately 28km from Sydney CBD. The property has great exposure to Woodville Road and is home to 8 different tenants including Zone Bowling, Chipmunks Playland, Sydney Indoor Climbing Gym, Jump Swim School, Flip Out, the Woods Café, Reverse Vending Machine and Cross Fit Bawn. It was independently valued in December 2024 at \$29.5 million.

Last financial year, the Company acquired a 43% investment holding in Pyrmont Bridge Property Pty Ltd (PBR). This entity owns the property at 55 Pyrmont Bridge Road, Pyrmont, NSW. The property holds over 14,000sqm of NLA. The property was last independently valued in June 2023 at \$134.3 million.

	Dec 2024 \$'000	Jun 2024 \$'000
Balance at the beginning of the period	26,370	8,838
Additions	-	21,705
Distributions received	-	(3,990)
Equity accounted share of profit / (loss)	994	(183)
Balance at the end of the period	27,364	26,370

PLANLOC Limited – Notes to the Financial Statements

As at end of the period the Company owned units in WRV and PBR as follows:

Entity	Holdings		Returns of Capital / Distribution Received	
	Dec 2024 '000	Jun 2024 '000	Dec 2024 \$'000	Jun 2024 \$'000
WRV Unit Trust	3,990	3,990	-	3,990
Pymont Bridge Property	49,275	49,275	-	-
			-	3,990

8. Investment Property

The Company has a property investment in a big box retail complex located at 120 Mulgoa Road, Penrith. Tenants of the fully occupied property include Boating Camping Fishing (BCF), Barbeques Galore, Only About Children, Tru Ninja, Factory Plus, City Cave and Rashays restaurant.

The property was independently valued in June 2022 at \$26.25 million. The valuer adopted a market yield of 5.75%, with net income of around \$1.5 million p.a. The Company has assessed the independent valuation and considers that this is appropriate as the fair value is determined having regard to the highest and best use of the property. The independent valuation was determined with reference to the direct comparison approach, market capitalisation method and the discount discounted cash flow method.

A reconciliation of the property value is as follows:

	\$'000
Balance at 1 July 2024	26,250
Capital improvements	28
Depreciation	(52)
Revaluations	18
Movement in straight-line receivable	6
Balance at 31 December 2024	26,250
Balance at 1 July 2023	26,250
Capital improvements	5
Depreciation	(125)
Movement in straight-line receivable	29
Revaluations	91
Balance at 30 June 2024	26,250

9. Trade and Other Payables

	Dec 2024 \$'000	Jun 2024 \$'000
Trade and other payables	288	385
Rental income in advance	59	34
Tenant deposits	31	31
Total Trade and Other Payables	378	450

10. Borrowings

	Dec 2024 \$'000	Jun 2024 \$'000
CBA	-	13,000
Total current borrowings	-	13,000
Ostow Limited	31,922	31,118
CBA	13,000	-
Total non-current borrowings	44,922	31,118
Total Borrowings	44,922	44,118

The loan from CBA, which was renewed in December 2024, is secured against the Company's Penrith property. The current margin of the facility is 2.06% over BBSY and the borrowings are unhedged. The facility's next review date is December 2028.

The unsecured borrowings are from Ostow Limited, which is stapled to the Company, forming part of the capital structure of the Group, and therefore a related party. Interest is chargeable at the discretion of the lender and the loan is subject to a term of five years from June 2023. At 31 December 2024, the Company had paid interest for \$1.1 million, at a margin of 3% over the RBA cash rate (Dec 2023 - \$468,000).

11. Share Capital

	Dec 2024 Shares	Jun 2024 Shares	Dec 2024 \$'000	Jun 2024 \$'000
At the beginning of the period	162,176,344	162,859,009	1	-
Buy-back of issued securities	-	(697,064)	-	-
Issue of new securities	23,508	14,399	1	1
At the end of the period	162,199,852	162,176,344	2	1

PLANLOC Limited – Notes to the Financial Statements

12. Financial Instruments

Fair value measurement

(i) Fair value hierarchy

Australian Accounting Standards Board (AASB) 13 requires disclosure of fair value measurements by level in the following fair value measurement hierarchy:

- Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and
- Level 3 – Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The fair value of financial assets traded in active markets is subsequently based on their quoted market prices at the end of the reporting period, without any deduction for estimated future selling costs. The quoted market price used for financial assets held by the Company is the current bid price and the quoted market price for financial liabilities is the current asking price.

The following table presents the Company's assets measured at fair value as at the reporting date. Refer to note 15 for further details of assumptions used and how fair values are measured.

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000 Restated – Note 14
At 31 December 2024				
Loan portfolio	-	-	1,327	1,327
Investment properties	-	-	26,250	26,250
At 30 June 2024				
Loan portfolio	-	-	1,425	1,425
Investment properties	-	-	26,250	26,250

(ii) Valuation techniques used to derive Level 3 fair values

The carrying amounts of the loan portfolio approximate the fair values as they are short term receivables.

For all other financial assets, carrying value is an approximation of fair value. There were no transfers between Level 1, 2 and 3 financial instruments during the period.

(iii) Fair value measurements using significant observable inputs (Level 3)

The following table is a reconciliation of the movements in financial assets classified as Level 3 for the period ended 31 December 2024:

At 31 December 2024	\$'000
Balance, at beginning of the period	27,675
Additions	28
Loan repayment	(98)
Fair value movement	18
Depreciation	(52)
Straight-line rental income	6
Balance, at end of the period	27,577

At 30 June 2024	\$'000 Restated – Note 14
Balance, at beginning of the year	27,871
Loan repayment	(196)
Depreciation	(62)
Straight-line rental income	18
Fair value movement	44
Balance, at end of the year	27,675

13. Subsequent Events

To the best of the Directors' knowledge, there have been no matters or circumstances that have arisen since the end of the period that have materially affected or may materially affect the Company's operations in future financial periods, the results of those operations or the Company's state of affairs in future financial periods.

14. Prior Period Adjustment

During the period, the Company assessed that it held significant influence over WRV and consequently should account for this investment following the equity method. In prior periods, this investment was classified as a financial asset and measured at fair value. As the determination of WRV's fair value in prior periods was made with reference to the underlying net assets of WRV, the Company's equity accounted share of profits of WRV equal the fair value adjustments the Company recognised in prior periods for its investment in WRV. As a result, there is \$nil impact on profit or loss, or net assets of the Company.

15. Critical Accounting Estimates and Judgments

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. The Directors evaluate estimates and judgments incorporated into the financial statements based on historical knowledge and best available current information.

Impairment

The Company assesses impairment at each reporting date by evaluating conditions specific to the Company that may lead to impairment of assets.

PLANLOC Limited – Notes to the Financial Statements

Fair values of investment properties

The Company carries its investment property at fair value with changes in the fair values recognised through profit and loss statement. At the end of each reporting period, the Directors review and update their assessment of the fair value of the property, considering the most recent independent valuation.

The key assumptions used in this determination are set out in Note 12. Independent Valuer Yield represents the market rent divided by the property value and the market yield the independent valuer has applied to arrive to the valuation. If there are any material changes in the key assumptions due to changes in economic conditions, the fair value of the investment properties may differ and may need to be re-estimated. For this report the property is held at independent valuation carried out in June 2022. Based on the Directors' assessment, the valuation was appropriate and aligned with current occupancy rates and the market yield of 5.75%.

16. Statement of Material Accounting Policies

Planloc is a public company, forming part of the stapled Group, which is incorporated and domiciled in Australia. The financial statements for the Company were authorised for issue in accordance with a resolution of the Directors on the date they were issued.

Basis of Preparation

These general purpose financial statements for the interim half-year reporting period ended 31 December 2024 have been prepared in accordance with AASB 134 and the *Corporations Act 2001* (Cth), as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2024. The principal accounting policies adopted are consistent with those of the previous financial year ended 30 June 2024 and corresponding interim report period, unless otherwise stated.

The financial statements have been prepared on an accruals basis and are based on historical costs modified by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied.

The Group is a group of the kind referred to in ASIC Class Order 2016/191 and, in accordance with that Class Order, amounts in the Directors' Report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

The following is a summary of the material accounting policies adopted by the Group in the preparation of the financial statements. The accounting policies have been consistently applied, unless otherwise stated.

Going concern

These financial statements have been prepared on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business. The Group has positive operating cash flows and closely monitors liquidity to manage cash flows. With Planloc being a member of the Group, the other members of the Group will be able to provide financial support to Planloc if required. This financial support may

be in the form of pausing, adjusting and deferring monthly loan interest payments and management fees, and advancing funds by way of loan.

Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial period. Any change of presentation has been made in order to make the financial statements more relevant and useful to the user.

Segment Reporting

AASB 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the Chief Operating Decision Makers ("CODM") to allocate resources to the segment and to assess its performance.

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the CODM. The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

Presentation currency

Both the functional and presentation currency of Planloc is Australian Dollars.

New Accounting Standards and Interpretations

The Company has adopted all the new or amended Accounting Standards and Interpretations issued by the (AASB that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted. Based on our preliminary assessment, we do not expect them to have material impact on the Company.

PLANLOC Limited – Directors’ Report (Continued)

Directors’ Report (Continued)

Auditor and Non-audit Services

A copy of the auditor’s independence declaration as required under section 307C of the *Corporations Act 2001* (Cth) is set out in these financial statements.

ESV Business Advice and Accounting continues in office in accordance with section 327 of the *Corporations Act 2001* (Cth).

Rounding of Amounts

The entities comprising the Group are of a kind referred to in ASIC Legislative Instrument 2016/191, and in accordance with that legislative instrument, amounts in the Directors’ Report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

Officeholders of the Group

Joseph (Seph) Glew Non-Executive Director and Chairman

Jessica (Jessie) Glew CEO and Executive Director

Richard Hill Non-Executive Director

Paul Tresidder Non-Executive Director

Agata Ryan Company Secretary

The above-named directors held office during and since the end of the half-year.

Signed in accordance with a resolution of the Board of Directors of the Group.



Seph Glew
Chairman
Sydney, 27 February 2025



Jessie Glew
Director
Sydney, 27 February 2025

PLANLOC Limited – Directors’ Declaration

Directors’ Declaration

Directors’ Declaration

In the Directors’ opinion:

- (a) the financial statements and notes are in accordance with the *Corporations Act 2001* (Cth), including:
 - (i) complying with AASB 134 Interim Financial Reporting, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the Group’s financial position at 31 December 2024 and of its performance for the financial period ended on that date; and
- (b) there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the directors made pursuant to section 305(5) of the *Corporations Act 2001* (Cth).

On behalf of the Directors



Seph Glew
Chairman
Sydney, 27 February 2025



Jessie Glew
Director
Sydney, 27 February 2025

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AUDITOR’S INDEPENDENCE DECLARATION TO THE DIRECTORS OF PLANLOC LIMITED

In accordance with the requirements of section 307C of the Corporations Act, as auditor for the review of Planloc Limited for the half year ended 31 December 2024, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

Dated at Sydney the 27th of February 2025

ESV Business Advice and Accounting

Chris Kirkwood
Partner

Business advice
and accounting



INDEPENDENT AUDITOR’S REVIEW REPORT TO THE MEMBERS OF PLANLOC LIMITED

Report on the Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of Planloc Limited ("the Company"), which comprises the balance sheet as at 31 December 2024, the statement of profit or loss and other comprehensive income, the statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising material accounting policy information and other explanatory information, and the directors’ declaration.

Based on our review, which is not an audit, we have not become aware of any matters that make us believe that the accompanying half-year financial report of Planloc Limited does not comply with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the Company’s financial position as at 31 December 2024 and of its financial performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor’s Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board’s APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the Independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors at the time of this auditor’s report.

Directors’ Responsibility for the Half-Year Financial Report

The Directors of Planloc Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

PLANLOC Limited – Auditors’ Independence Declaration and Auditor’s Report

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INDEPENDENT AUDITOR’S REVIEW REPORT TO THE MEMBERS OF PLANLOC LIMITED

Auditor’s Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Company's financial position as at 31 December 2024 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Dated at Sydney on the 27th of February 2025



ESV Business Advice and Accounting



Chris Kirkwood
Partner