

Cremorne, NSW

WOTSO
PROPERTY

Property by name
flexible by nature

INTERIM REPORT

HALF-YEAR ENDED
31 DECEMBER 2024



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Directors' Report

WOTSO Property (WOT or Group) is pleased to announce growth in headline total revenue to \$24 million, driven by 9% growth in flexspace revenue to \$15.8 million. Funds from operations per security sits at 1.3cps.

WOTSO

WOTSO FlexSpace delivers and manages our flexible workspace solutions through a monthly subscription style model. This component focuses on:

- **Workspace solutions:** providing a range of workspace options including private offices, coworking spaces and virtual offices catering to start-ups, established businesses, and remote workers.
- **Community engagement:** hosting community events and networking opportunities to foster collaboration and a sense of community among our members.
- **Member services:** offering a suite of services such as high-speed internet, meeting rooms and administrative support to enhance the member experience.
- **Technology integration:** implementing smart office technologies and a digital platform to streamline operations and improve user convenience.

Key Statistics

\$15.8 million

Flexspace Revenue

\$359

Average RevPAD for Period
(Revenue per Available Desk per Month)

80 %

Average Membership Occupancy

27

Number of WOTSO Sites

PROPERTY

The **real estate portfolio** comprises \$299 million of property and property investments which are often strategically leased by WOTSO FlexSpace. This component focuses on:

- **Asset acquisition:** acquiring prime real estate in suburban and regional areas to support the expansion of our workspace offering.
- **Property management:** efficiently managing the property portfolio to maximise occupancy rates and optimise rental income.
- **Value enhancement:** implementing property improvements and sustainable practices to increase the value and attractiveness of our real estate assets.

Key Statistics

\$299 million

Value of Property Investments
(\$265 million – Property Portfolio;
\$34 million – Equity Accounted Investments)

\$3.8 million

Gain in Valuations

97 %

Portfolio Occupancy

16

Number of Properties

WOTSO Property

Positioning for growth in a thriving flexible space market

The first half of the financial year has reinforced the strong demand for flexible workspace solutions across Australia and New Zealand. Both start-ups and established enterprises continue to seek out quality, well-located spaces that provide adaptability and cost efficiency. As a leader in this sector, WOTSO remains committed to capitalising on this trend by expanding into suburban and regional markets, where we see significant potential for long-term sustainable growth.

Despite the increasing market confidence that flexible workspaces are here to stay, there remains a degree of scepticism about the sector's profitability. Some operators have struggled, raising questions about the business model. However, much like the hotel industry, where some hotels succeed while others falter, the success of a flexspace business depends on strategic site selection, operational expertise, and financial discipline. WOTSO's approach, underpinned by real estate ownership and disciplined expansion, continues to deliver positive results.

Strong financial performance and strategic investments

For the half-year, WOTSO generated funds from operations (FFO) of \$2.1 million, underscoring the resilience of our model. We distributed \$1.6 million to our investors, reflecting our commitment to delivering value, while ensuring we reinvest for future growth.

During the period, we invested \$3.63 million in acquiring and improving properties and expanding our leased sites. Of this, \$690,000 (funded from cashflow) was allocated to growing our leased footprint. The remaining capital expenditure was funded through a combination of cash reserves and a prudent redraw of one of our debt facilities.

Growth outlook for the second half

Looking ahead, we anticipate continued momentum, with FFO expected to increase to approximately \$2.4 million in the second half of the year. This reflects both organic growth across our portfolio, and the benefits of recent investments.

We are planning to roll out five new locations in the coming months. Expansion through leased sites will be funded through FFO beyond distributions, the sale of mortgage units, and a small increase in the gearing of our real estate assets. Where possible we will acquire assets and this may result in an increase in debt over our real estate and, in some cases, the introduction of investment partners.

A resilient and scalable model

As we continue to execute our strategy, WOTSO remains well-positioned to capitalise on the structural shift towards flexible workspaces. By leveraging our real estate expertise, maintaining a disciplined investment approach, and focusing on high-potential locations, we are confident in our ability to deliver sustainable growth and long-term value for our securityholders.

WOTSO FlexSpace

During the half-year, we renewed the leases of our WOTSO locations in Chermside, Penrith, Bondi, and Zetland, extending all lease terms to 2029 and beyond. These renewals reinforce our long-term commitment to these key locations, ensuring stability for our members and continuity of operations. While lease terms provide a defined timeframe, we see these businesses as operating in perpetuity. Our strategic approach is to embed WOTSO as an integral part of the local business ecosystems in each location, fostering long term relationships with members, landlords and the communities in which we operate. The success of these sites reflects the growing demand for flexible workspace solutions in suburban and regional markets, aligning with our vision of sustained growth and community engagement. By securing these renewals, we continue to build on our strong operational foundation, ensuring WOTSO remains a leader in the flexible workspace sector, while leveraging our real estate expertise to drive long term value for securityholders.

Property

During the half-year, we also successfully secured a long-term lease renewal with Nationwide News at our Yandina property, extending their occupancy through to at least 2033. As part of the renegotiation, rent was adjusted to \$2.5 million per annum. With the updated valuation of \$29.25 million, the property is now yielding 8.55%.

In addition to this significant renewal, we successfully extended leases with several smaller tenants across our broader portfolio. These renewals have contributed to maintaining a low vacancy rate of 3%, demonstrating the resilience and demand for our properties. Our proactive asset management approach continues to deliver strong outcomes, ensuring long term stability of income, while enhancing the overall value of our portfolio.

We thank our investors for their continued support and look forward to another period of strong performance and expansion.

The Numbers

Fiscal 2025 has started off strong with flexspace income increasing by 9% over the previous period to \$15.8 million due to membership levels remaining steady (at 80%), improved desk efficiency at existing sites, and the opening of WOTSO Belmont in New Zealand which added 51 desks from June.

The flexspace operating business continues to excel as the engine of the Group as \$0.66 of every \$1 of income earned is through it. In addition to flexspace business income continuing to surge, the income earned from the traditional leasing business has increased by 7% to \$7.9 million.

More and more, the income mix of the Group is shifting towards flexspace, which earns a premium on traditional office leasing through its month-to-month subscription style model, allowing more dynamic flexibility in pricing while maintaining strong member retention rates.

Consistent with the growth in top line revenues, net rental income has also increased by 2% to \$9.1 million.

Carving out the one-off WOTSO Neutral Bay lease variation fee recognised in December 2023, FFO has remained steady at \$2.1 million. The internalisation transaction completed in February 2024 resulted in the termination of the Group's management agreements with BlackWall Limited (BWF), eliminating the associated management fees, but increasing other overhead costs. FFO per security sits at 1.3cps.

After statutory adjustments for revaluation gains and losses, depreciation and the impact of Australian Accounting Standards Board (AASB) 16, the Group has reported a statutory profit before tax of \$909,000 for the period.

	Dec 2024 \$'000	Dec 2023 \$'000
Profit or Loss		
Real estate income	7,946	7,438
Operating business income	15,801	14,534
Other income	212	52
Total Revenue	23,959	22,024
Property outgoings	(3,706)	(4,259)
External WOTSO rent expense	(4,846)	(4,245)
WOTSO site staff costs	(2,253)	(1,940)
WOTSO operating expenses	(4,103)	(2,678)
Total Operating Expenses	(14,908)	(13,122)
Net Rental Income	9,051	8,902
WOTSO Neutral Bay lease variation fee	-	4,900
Overhead and administration costs	(4,188)	(2,268)
Management fees	-	(1,604)
Borrowing costs	(3,046)	(2,990)
Loan portfolio income	274	165
Funds From Operations	2,091	7,105
Net gain / (loss) on assets	3,844	(110)
Other net remeasurement losses	(545)	-
Pymont earnings	-	1,085
Depreciation and amortisation	(4,007)	(3,762)
Impact of AASB 16	(474)	(249)
Statutory Profit Before Tax	909	4,069

Financial Position

A key differentiator between WOT and other flexspace operators is the Group's balance sheet, which is underpinned by its property portfolio, which acts as a safety net to absorb and minimise risk during periods of volatility in the market.

However, this property portfolio continues to be impacted by prevailing valuation frameworks that categorise the Group's properties as office use, which contemplates stable annual lease income, rather than the month to month, subscription style revenue many of our properties earn through flexspace memberships. As a result, these frameworks require that valuations are completed as if flexspace tenancies were earning market rent under traditional office leases. The frameworks then discount for let-up periods, leasing incentives and other items typically required to attract a traditional leasing tenant. This is not the reality for our properties as the flexspace tenancies have stable membership rates, and achieve earnings at a premium to traditional market rental rates.

Effectively, the WOTSO investment portfolio is the square peg that doesn't fit into the round hole that is existing valuation frameworks.

This challenge is highlighted through our recent independent valuations of Hobart and Mandurah during the period, which included \$1.95 million of downward adjustments for the difference between traditional office use and the month-to-month subscription style flexspace use.

The impact of this is firstly, that independent valuations will continue to reflect downward adjustments to bring the properties in line with traditional office leasing office. Secondly, the growth of WOT is constrained in capital raising, which is limited to lower debt levels as loan-to-value ratios are assessed against the already discounted property valuation. We think this is wrong but in time this will self-adjust as increasing numbers of landlords are looking to include elements of flexible space in their assets, as has been the case with self-storage and similar classes of investment.

Despite this challenge, the Group continues to maintain a strong balance sheet with Net Asset Value (NAV) per security sitting at \$1.45, and adjusted NAV, which includes a valuation of the flexspace business, at \$1.83 per security. Net gearing remained flat at 28% at 31 December.

Balance Sheet

	Dec 2024 \$'000	Jun 2024 \$'000
Cash and cash equivalents	1,527	3,674
Loan portfolio	2,446	2,449
Other current assets	630	1,567
Property investments	299,333	295,120
Other investments	416	291
Property, plant and equipment	14,427	15,622
Other non-current assets	2,207	2,085
Flexspace business valuation	92,000	80,000
Total Assets	412,986	400,808
Other current liabilities	(6,992)	(6,929)
Borrowings	(92,885)	(92,742)
Other non-current liabilities	(626)	(590)
Net ROU lease liabilities	(6,623)	(6,149)
Deferred tax liability	(5,013)	(4,973)
Total Liabilities	(112,139)	(111,383)
Attributable to NCI	(4,156)	(3,700)
Adjusted NAV Attributable to WOT Owners	296,691	285,725
Statutory adjustments:		
Flexspace business valuation	(92,000)	(80,000)
Goodwill	27,493	27,493
Management rights	3,072	3,329
Statutory NAV Attributable to WOT Owners	235,256	236,547

\$1.45

Statutory NAV
per Security
(Jun - \$1.46)

\$1.83

Adjusted NAV
per Security
(Jun - \$1.76)

28%

Net Gearing*
(Jun - 27%)

* Calculated as borrowings less liquid assets divided by total assets less liquid assets, flexspace business valuation, management rights and right of use lease assets.

Financial Statements

Statements of Profit or Loss and Other Comprehensive Income

for the period ended 31 December 2024

	Note	Dec 2024 \$'000	Dec 2023 \$'000
Revenue	2	23,959	26,216
Direct costs	3	(14,231)	(13,293)
Net Rental Income		9,728	12,923
Administration expenses	4	(4,188)	(4,214)
Trading Profit		5,540	8,709
Net gain / (loss) on assets		3,844	(747)
Operating Profit		9,384	7,962
Depreciation and amortisation	5	(4,007)	(3,932)
Finance costs	6	(4,197)	(5,107)
Finance income		274	167
WOTSO Neutral Bay lease variation	2	-	4,900
Other net remeasurement (losses) / gains	7	(545)	79
Profit Before Income Tax		909	4,069
Income tax expense	19	(40)	(144)
Total Profit		869	3,925
Foreign currency translation (losses) / gains		(99)	72
Total Profit and Other Comprehensive Income		770	3,997
Total profit and other comprehensive income attributable to:			
Members of WOTSO Property Trust		995	(884)
Members of Ostow Limited		(2,168)	3,793
Members of Planloc Limited		1,487	804
Attributable to Members of Group		314	3,713
Non-controlling interest		456	284
Total Profit and Other Comprehensive Income		770	3,997
Earnings per Security			
Weighted average number of securities		162,187,466	162,686,557
Basic and diluted earnings per security	22	0.2 cents	2.3 cents

Revenue (from Note 2)

	Dec 2024 \$'000	Dec 2023 \$'000
Revenue from Contracts with Customers		
Operating business income	15,686	14,448
Real estate income ⁽¹⁾	7,946	11,630
Other income	212	52
HealthSpace income	115	86
Total Revenue	23,959	26,216

(1) Reduction in real estate income is due to the deconsolidation of the Pymont Group in February 2024. WOT's share of Pymont's earnings is recognised in Other Net Remeasurement Gains rather than the individual class of transaction as is presented in 2023, which was pre-deconsolidation.

Direct Costs (from Note 3)

	Dec 2024 \$'000	Dec 2023 \$'000
Property outgoings	(3,723)	(5,741)
Flexspace operating costs	(7,077)	(4,718)
Right of use lease asset depreciation	(3,448)	(2,742)
Bad debt recovery / (expense)	17	(92)
Total Direct Costs	(14,231)	(13,293)

Balance Sheet at 31 December 2024

	Note	Dec 2024 \$'000	Jun 2024 \$'000
Assets			
Current Assets			
Cash and cash equivalents		1,527	3,674
Trade and other receivables	8	399	1,061
Loan portfolio	9	307	197
Other assets	10	231	506
Total Current Assets		2,464	5,438
Non-Current Assets			
Investment property portfolio	11	265,016	261,319
Equity accounted investments	12	34,733	34,092
Property, plant and equipment		14,427	15,622
Loan portfolio	9	2,139	2,252
WOTSO software development asset	13	878	899
Right of use lease assets	14	43,974	40,433
Intangible assets	15	3,072	3,329
Goodwill	16	27,493	27,493
Other assets	10	1,240	1,080
Other receivables		89	106
Total Non-Current Assets		393,061	386,625
Total Assets		395,525	392,063
Liabilities			
Current Liabilities			
Trade and other payables	17	5,900	5,935
Employee provisions		1,092	994
Borrowings	18	-	13,000
Make good provisions		400	685
Lease liabilities	14	5,948	5,958
Total Current Liabilities		13,340	26,572
Non-Current Liabilities			
Trade and other payables	17	20	29
Tenant bond liabilities		378	378
Employee provisions		228	183
Make good provisions		1,641	1,402
Borrowings	18	92,885	79,742
Deferred tax liability	19	5,013	4,973
Lease liabilities	14	42,608	38,537
Total Non-Current Liabilities		142,773	125,244
Total Liabilities		156,113	151,816
Net Assets		239,412	240,247

	Dec 2024 \$'000	Jun 2024 \$'000
Equity		
Issued capital	256,715	256,698
Accumulated losses	(21,398)	(20,189)
Foreign currency translation reserve	(61)	38
Equity Holders of WOTSO Property	235,256	236,547
Non-Controlling Interests in WOTSO Property	4,156	3,700
Total Equity	239,412	240,247
Net assets attributable to equity holders of WOTSO Property	235,256	236,547
Securities on issue (number)	162,199,852	162,176,344
Net assets per security	\$1.45	\$1.46

Investment Property Portfolio		Valuation at 30 Jun 2024 \$'000	CAPEX Movement \$'000	Straight- Line Leasing, Depreciation and Revaluation Movements \$'000	Valuation at 31 Dec 2024 \$'000
Dickson, ACT	●●	32,400	295	(295)	32,400
Sunshine Coast, QLD	●●	31,500	34	(34)	31,500
Villawood, NSW	●	28,500	31	969	29,500
Yandina, QLD	●	23,150	-	6,100	29,250
Gold Coast, QLD	●●	26,800	14	(14)	26,800
Penrith, NSW	●	26,250	28	(28)	26,250
Cremorne, NSW	●●	16,200	133	(133)	16,200
Adelaide, SA	●●	13,600	223	(223)	13,600
Hobart, TAS	●●	14,000	151	(2,151)	12,000
Fortitude Valley, QLD	●●	11,700	255	(255)	11,700
Takapuna, NZ	●●	10,799	15	(130)	10,684
Symonston, ACT	●●	9,000	63	(63)	9,000
Newcastle, NSW	●●	7,050	123	(123)	7,050
Brookvale, NSW	●●	4,900	9	(9)	4,900
Mandurah, WA	●●	3,400	3	(1,303)	2,100
Belmont, NZ	●●	2,070	107	(95)	2,082
Total Investment Property Portfolio		261,319	1,484	2,213	265,016

●● Properties with WOTSOs ● Properties without WOTSOs

Statement of Cash Flows

for the period ended 31 December 2024

	Dec 2024 \$'000	Dec 2023 \$'000
Cash Flows from Operating Activities		
Receipts from tenants / members	26,923	28,562
Payments to suppliers and employees	(16,273)	(16,608)
Payments of rental deposits	(160)	(340)
Other income received	196	-
Net Cash Flows from Operating Activities	10,686	11,614
Cash Flows from Investing Activities		
Payments for equity accounted investments	(1,786)	(108)
Payments for capital improvements	(1,484)	(3,636)
Payments for property, plant and equipment	(986)	(2,420)
Payments for WOTSO software development asset	(135)	(135)
Loans advanced	(110)	-
Proceeds from disposal of property, plant and equipment	16	-
Loans repaid from borrower	113	99
Distributions received	152	-
Proceeds from disposal of equity accounted investments	600	-
Net Cash Flows used in Investing Activities	(3,620)	(6,200)
Cash Flows from Financing Activities		
Rental payments	(4,887)	(3,721)
Interest paid	(3,017)	(4,264)
Distributions paid	(1,622)	(5,189)
Buy-back of issued securities	-	(529)
Proceeds from issue of units to NCI	-	3,400
Interest received	133	167
Re-draw of borrowings	180	-
Net Cash Flows used in Financing Activities	(9,213)	(10,136)
Net Decrease in Cash and Cash Equivalents	(2,147)	(4,722)
Cash and cash equivalents at the beginning of the period	3,674	7,450
Cash and Cash Equivalents at End of the Period	1,527	2,728

All items inclusive of GST where applicable.

Reconciliation of Operating Cash Flows

	Dec 2024 \$'000	Dec 2023 \$'000
Profit for the Period	869	3,925
Non-Cash Flows in Profit:		
Depreciation and amortisation	7,455	6,674
Net interest paid	3,923	4,940
Variable lease payments	722	228
Other net remeasurement losses / (gains)	545	(79)
Loss on disposal of property, plant and equipment	244	-
Issue of securities	17	17
Loss on hedge asset	-	715
Foreign currency translation loss	-	8
Straight-line rental income	(178)	(183)
Net (gain) / loss on assets	(3,844)	32
Operating Cash Flows Before Movement in Working Capital	9,753	16,277
Decrease / (increase) in trade and other receivables	679	(4,859)
Increase in provisions	143	31
Decrease / (increase) in rental deposits	115	(206)
Increase in deferred tax liability	40	144
(Decrease) / increase in trade and other payables	(44)	227
Net Cash Flows from Operating Activities	10,686	11,614

Statement of Changes in Equity

for the period ended 31 December 2024

	No. of Securities on Issue	Attributable to Owners of WOTSO Property Trust			Attributable to Owners of Ostow Limited			Attributable to Owners of Planloc Limited			Non-Controlling Interests \$'000	Foreign Currency Translation Reserve \$'000	Total Equity \$'000
		Issued Capital \$'000	Retained Earnings / (Accumulated Losses) \$'000	Total Entity Equity \$'000	Issued Capital \$'000	Retained Earnings / (Accumulated Losses) \$'000	Total Entity Equity \$'000	Issued Capital \$'000	Retained Earnings / (Accumulated Losses) \$'000	Total Entity Equity \$'000			
Balance at 1 July 2024	162,176,344	245,177	(48,118)	197,059	11,520	21,113	32,633	1	6,816	6,817	3,700	38	240,247
Profit / (loss) for the period	-	-	1,094	1,094	-	(2,168)	(2,168)	-	1,487	1,487	456	-	869
Other comprehensive income	-	-	-	-	-	-	-	-	-	-	-	(99)	(99)
Total Profit / (Loss) and Other Comprehensive Income / (Loss)	-	-	1,094	1,094	-	(2,168)	(2,168)	-	1,487	1,487	456	(99)	770
Transactions with Owners in Their Capacity as Owners:													
Issue of securities	23,508	14	-	14	2	-	2	1	-	1	-	-	17
Distributions paid	-	-	(1,622)	(1,622)	-	-	-	-	-	-	-	-	(1,622)
Total Transactions with Owners	23,508	14	(1,622)	(1,608)	2	-	2	1	-	1	-	-	(1,605)
Balance at 31 December 2024	162,199,852	245,191	(48,646)	196,545	11,522	18,945	30,467	2	8,303	8,305	4,156	(61)	239,412
Balance at 1 July 2023	162,859,009	245,884	(29,011)	216,873	11,615	12,201	23,816	-	5,164	5,164	30,625	133	276,611
Profit / (loss) for the period	-	-	(956)	(956)	-	3,793	3,793	-	804	804	284	-	3,925
Other comprehensive income	-	-	-	-	-	-	-	-	-	-	-	72	72
Total Profit / (Loss) and Other Comprehensive Income / (Loss)	-	-	(956)	(956)	-	3,793	3,793	-	804	804	284	72	3,997
Transactions with Owners in Their Capacity as Owners:													
Buy-back of issued securities	(450,051)	(467)	-	(467)	(62)	-	(62)	-	-	-	-	-	(529)
Issue of securities	14,399	15	-	15	2	-	2	-	-	-	-	-	17
Issue of NCI units	-	-	114	114	-	-	-	-	-	-	3,286	-	3,400
Distributions paid	-	-	(4,880)	(4,880)	-	-	-	-	-	-	(214)	-	(5,094)
Total Transactions with Owners	(435,652)	(452)	(4,766)	(5,218)	(60)	-	(60)	-	-	-	3,072	-	(2,206)
Balance at 31 December 2023	162,423,357	245,432	(34,733)	210,699	11,555	15,994	27,549	-	5,968	5,968	33,981	205	278,402

Notes to the Financial Statements

1. Segment Reporting

Identification of Reportable Operating Segments

WOT comprises three reportable operating segments based on different products and services provided, being:

- **Properties:** traditional commercial leases in owned properties;
- **WOTSO FlexSpace:** month-to-month flexspace business in both our owned portfolio of properties, as well as third party leased properties; and
- **Corporate, overhead and investments:** responsible for the overall management and compliance of the Group and its other investments.

These operating segments are based on the internal reports that are reviewed and used by the Directors in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments.

The accounting policies adopted for internal reporting to the Directors are consistent with those adopted in the financial statements.

Intersegment Transactions

Intersegment transactions are made at market rates and eliminated on consolidation.

Intersegment Receivables, Payables, Leases and Loans

Intersegment loans are recognised at the consideration received and are charged market interest at the discretion of the lender. All intersegment receivables, payables, leases and loans are eliminated on consolidation.

Restatement of Prior Period Segment Report

Subsequent to December 2023, the Group restructured the manner of its internal organisation and the composition of its reportable segments such that Directors manage the Group in accordance with three revised primary operating segments. These operating segments are based on the traditional leasing of the investment property portfolio, the flexible coworking operating business, as well as a corporate, overhead and investments segment responsible for the overall management and administration of the Group and its investments. This represents a change in operating segment management, where in previous years Directors viewed the Group as comprising three operating segments being those properties that are owned by the Group and the flexspace business within those properties, the flexspace business which is operated under third party lease agreements, and an overhead segment.

Accordingly, the Group has restated the operating segment information for the period ended 31 December 2023.

1. Segment Reporting (continued)

Operating Segment Information

Profit or Loss	Properties \$'000	WOTSO FlexSpace \$'000	Corporate, Overhead and Investments \$'000	Total Dec 2024 \$'000	Properties \$'000	WOTSO FlexSpace \$'000	Corporate, Overhead and Investments \$'000	Total Dec 2023 Restated \$'000
Real estate income	7,557	-	389	7,946	11,630	-	-	11,630
Operating business income	-	15,801	-	15,801	-	14,534	-	14,534
Other income	-	212	-	212	12	40	-	52
Total Revenue	7,557	16,013	389	23,959	11,642	14,574	-	26,216
Property outgoings	(3,267)	-	(439)	(3,706)	(5,833)	-	-	(5,833)
Rent expense – third parties	-	(4,451)	(395)	(4,846)	-	(3,525)	-	(3,525)
Rent expense – WOT internal	3,315	(3,315)	-	-	3,681	(3,681)	-	-
WOTSO staff costs	-	(2,253)	-	(2,253)	-	(1,940)	-	(1,940)
WOTSO operating expenses	-	(4,103)	-	(4,103)	-	(2,553)	-	(2,553)
Total Operating Expenses	48	(14,122)	(834)	(14,908)	(2,152)	(11,699)	-	(13,851)
Net Rental Income	7,605	1,891	(445)	9,051	9,490	2,875	-	12,365
WOTSO Neutral Bay lease variation	-	-	-	-	-	4,900	-	4,900
Overhead and administration costs	-	-	(4,188)	(4,188)	-	-	(2,274)	(2,274)
Fund management fees	-	-	-	-	-	-	(1,940)	(1,940)
Finance income	-	-	274	274	-	-	167	167
Finance costs	(3,046)	-	-	(3,046)	(4,457)	-	-	(4,457)
Funds From Operations	4,559	1,891	(4,359)	2,091	5,033	7,775	(4,047)	8,761
Gain / (loss) in asset value	3,844	-	-	3,844	(747)	-	-	(747)
Other net remeasurement losses	(116)	-	(429)	(545)	-	-	-	-
Depreciation and amortisation	(1,673)	(1,921)	(413)	(4,007)	(1,908)	(1,896)	(128)	(3,932)
Impact of AASB 16	-	(443)	(31)	(474)	-	(13)	-	(13)
Profit / (Loss) Before Tax	6,614	(473)	(5,232)	909	2,378	5,866	(4,175)	4,069

1. Segment Reporting (continued)

Balance Sheet	Properties \$'000	WOTSO FlexSpace \$'000	Corporate, Overhead and Investments \$'000	Total Dec 2024 \$'000	Properties \$'000	WOTSO FlexSpace \$'000	Corporate, Overhead and Investments \$'000	Total Jun 2024 Restated \$'000
Assets								
Current Assets								
Cash and cash equivalents	217	194	1,116	1,527	142	390	3,142	3,674
Trade and other receivables	156	163	80	399	587	175	299	1,061
Loan portfolio	-	-	307	307	-	-	197	197
Other assets	122	109	-	231	391	115	-	506
Total Current Assets	495	466	1,503	2,464	1,120	680	3,638	5,438
Non-Current Assets								
Investment property portfolio	265,016	-	-	265,016	261,319	-	-	261,319
Investments in Pyrmont Bridge Property	-	-	28,704	28,704	-	-	28,634	28,634
Investments in Pyrmont Bridge Road Mortgage Fund	-	-	4,567	4,567	-	-	5,167	5,167
Other equity accounted investments	1,046	-	416	1,462	-	-	291	291
Property, plant and equipment	-	14,427	-	14,427	-	15,622	-	15,622
Loan portfolio	-	-	2,139	2,139	-	-	2,252	2,252
WOTSO software development asset	-	-	878	878	-	-	899	899
Intangible assets	-	-	3,072	3,072	-	-	3,329	3,329
Goodwill	-	26,150	1,343	27,493	-	26,150	1,343	27,493
Other assets	-	1,240	-	1,240	-	1,080	-	1,080
Other receivables	89	-	-	89	106	-	-	106
Total Non-Current Assets	266,151	41,817	41,119	349,087	261,425	42,852	41,915	346,192
Total Assets	266,646	42,283	42,622	351,551	262,545	43,532	45,553	351,630
Liabilities								
Current Liabilities								
Trade and other payables	(1,736)	(3,165)	(999)	(5,900)	(2,000)	(2,800)	(1,135)	(5,935)
Employee provisions	-	-	(1,092)	(1,092)	-	-	(994)	(994)
Borrowings	-	-	-	-	(13,000)	-	-	(13,000)
Total Current Liabilities	(1,736)	(3,165)	(2,091)	(6,992)	(15,000)	(2,800)	(2,129)	(19,929)
Non-Current Liabilities								
Trade and other payables	-	(20)	-	(20)	-	(29)	-	(29)
Tenant bond liabilities	(378)	-	-	(378)	(378)	-	-	(378)
Employee provisions	-	-	(228)	(228)	-	-	(183)	(183)
Borrowings	(92,885)	-	-	(92,885)	(79,742)	-	-	(79,742)
Total Non-Current Liabilities	(93,263)	(20)	(228)	(93,511)	(80,120)	(29)	(183)	(80,332)
Total Liabilities	(94,999)	(3,185)	(2,319)	(100,503)	(95,120)	(2,829)	(2,312)	(100,261)
Net Assets Before Statutory Adjustments	171,647	39,098	40,303	251,048	167,425	40,703	43,241	251,369
Deferred tax liability	-	-	(5,013)	(5,013)	-	-	(4,973)	(4,973)
Net impact of AASB 16	-	(6,564)	(59)	(6,623)	-	(6,121)	(28)	(6,149)
Net Assets After Statutory Adjustments	171,647	32,534	35,231	239,412	167,425	34,582	38,240	240,247

2. Revenue

Revenue is earned through real estate leasing under traditional lease arrangements, and month-to-month terms under the WOTSO FlexSpace brand.

	Dec 2024 \$'000	Dec 2023 \$'000
Revenue from Contracts with Customers		
Operating business income	15,686	14,448
Real estate income	7,946	11,630
Other income	212	52
HealthSpace income	115	86
Total Revenue	23,959	26,216

The Group earned income from the WOTSO FlexSpace business of \$15.8 million for the period (Dec 2023 - \$14.5 million) as the operating business continued to grow with the opening of WOTSO Belmont in New Zealand, together with growing membership levels at start-up WOTSO sites at Cremorne, Liverpool, and Blacktown.

The deconsolidation of the Pyrmont Group on 29 February 2024 has resulted in lower top-line real estate income, driving a decrease to \$8 million (Dec 2023 - \$11.6 million). Excluding the Pyrmont Group from the comparative figures shows a 7% increase in real estate income.

The Group's option at Neutral Bay was exercised in September 2023, resulting in the existing lease being varied. 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 WOTSO Neutral Bay was relocated to the Group's Cremorne property.

3. Direct Costs

	Dec 2024 \$'000	Dec 2023 \$'000
Property outgoing	3,723	5,741
Flexspace operating costs	7,077	4,718
Right of use lease asset depreciation	3,448	2,742
Bad debt (recovery) / expense	(17)	92
Total Direct Costs	14,231	13,293

4. Administration Expenses

	Dec 2024 \$'000	Dec 2023 \$'000
WOTSO FlexSpace overheads	2,224	1,570
Other WOT overheads	1,521	349
Compliance costs	443	355
Management fees	-	1,940
Total Administration Expenses	4,188	4,214

The internalisation of management in February 2024 resulted in a re-distribution of the nature of the Group's administration expenses leading to an increase in WOTSO FlexSpace and other WOT overheads, and a reduction in external management fees.

WOTSO FlexSpace overheads comprise \$1.4 million for head office staff and other overhead costs of running the business, such as travel and marketing costs. Other WOT overheads include \$1.2 million for head office staff and other costs of running the non-flexspace aspects of the Group's operations.

Management fees paid to BWF have decreased to \$nil following the internalisation of management in February 2024. Prior to the Group internalising its management rights, the Group paid a management fee calculated at 0.75% of gross assets per annum and a fee calculated at 2% of gross revenue on all WOTSO FlexSpace sales up to \$20 million per annum, and 5% on sales above \$20 million per annum.

5. Depreciation and Amortisation

	Dec 2024 \$'000	Dec 2023 \$'000
Building and Fixtures Depreciation		
WOTSO fitout depreciation	1,921	1,896
Property depreciation	1,673	1,909
Total Building and Fixtures Depreciation	3,594	3,805
Amortisation of Intangible Assets		
WOTSO software development asset	156	127
Management rights	257	-
Total Amortisation of Intangible Assets	413	127
Total Depreciation and Amortisation	4,007	3,932

Building and fixtures depreciation comprises depreciation of fitout and property improvements.

The WOTSO software development asset and management rights are finite life intangible assets with the WOTSO software development asset amortised over a five-year period, and the management rights being amortised over the remaining term of the management agreement that expires in 2031.

6. Finance Costs

	Dec 2024 \$'000	Dec 2023 \$'000
Interest on borrowings	3,046	4,457
Interest on lease liabilities	1,151	650
Total Finance Costs	4,197	5,107

The deconsolidation of the Pymont Group in February 2024 has had a twofold impact on the level of finance costs recognised by WOT during the period. Primarily, the derecognition of the Pymont Group's borrowings has resulted in lower interest costs on bank debt compared to the previous corresponding period. All other bank debt and the official cash rate, which is the primary driver of finance costs, have remained otherwise stable from the previous corresponding period.

The deconsolidation of the Pymont Group simultaneously resulted in the recognition of the WOTSO FlexSpace leases at Pymont. These leases contributed \$227,000 to the increase in AASB 16 lease interest costs.

7. Other Net Remeasurement (Losses) / Gains

	Dec 2024 \$'000	Dec 2023 \$'000
Gain on lease termination	-	79
Loss on equity accounted investments	(545)	-
Total Other Net Remeasurement (Losses) / Gains	(545)	79

8. Trade and Other Receivables

	Dec 2024 \$'000	Jun 2024 \$'000
Trade receivables – Operating business	182	165
Trade receivables – Real estate leases	218	171
Related parties	84	835
Expected credit loss allowance	(85)	(110)
Total Trade and Other Receivables	399	1,061

9. Loan Portfolio

Name	Dec 2024 \$'000	Jun 2024 \$'000	Current Security \$'000	Interest Rate	Security/Details
Vendor finance*	197	197	3,500	4.0% fixed	Commercial property in Toowoomba that was sold in 2021
IndigoBlack Constructions	110	-	-	Cash rate + 3%	N/A
Total Current Loan Portfolio	307	197			
Vendor finance*	1,130	1,228	3,500	4.0% fixed	Commercial property in Toowoomba that was sold in 2021
Employee loans	1,009	1,024	948	Cash rate + 2%	WOT securities and BWF shares
Total Non-Current Loan Portfolio	2,139	2,252			

* Same asset as security.

10. Other Assets

	Dec 2024 \$'000	Jun 2024 \$'000
Prepaid expenses	109	354
Other	122	152
Total Current Other Assets	231	506
Rental deposits	657	796
Term deposits for bank guarantees	583	284
Total Non-Current Other Assets	1,240	1,080
Total Other Assets	1,471	1,586

11. Investment Property Portfolio

Investment Property Portfolio		Independent Valuation Date	Independent Valuer Cap Rate	Dec 2024 \$'000	Jun 2024 \$'000
Start-Up Phase					
Cremorne, NSW	●●	Jun-24	4.35%	16,200	16,200
Takapuna, NZ	●●	Dec-22	5.00%	10,684	10,799
Mandurah, WA	●●	Dec-24	10.00%	2,100	3,400
Belmont, NZ	●●	PPC*	n/a	2,082	2,070
Developing Phase					
Dickson, ACT	●●	Jun-22	6.50%	32,400	32,400
Adelaide, SA	●●	Jun-23	6.50%	13,600	13,600
Fortitude Valley, QLD	●●	Jun-22	6.00%	11,700	11,700
Newcastle, NSW	●●	Dec-22	6.50%	7,050	7,050
Brookvale, NSW	●●	Jun-23	4.00%	4,900	4,900
Mature Phase					
Sunshine Coast, QLD	●●	Dec-22	5.97%	31,500	31,500
Villawood, NSW	●	Dec-24	6.50%	29,500	28,500
Gold Coast, QLD	●●	Jun-22	7.28%	26,800	26,800
Penrith, NSW	●	Jun-22	5.75%	26,250	26,250
Yandina, QLD	●	Dec-24	8.25%	29,250	23,150
Hobart, TAS	●●	Dec-24	8.00%	12,000	14,000
Symonston, ACT	●●	Jun-24	7.00%	9,000	9,000
Total Investment Property Portfolio				265,016	261,319

●● Properties with WOTSOs ● Properties without WOTSOs

* Price Plus Capital (PPC) valuations of recent acquisitions have been held at the properties' purchase price plus any capital expenditure incurred since acquisition.

The fair values of properties are determined based on the most recent independent valuation, with consideration for any capital expenditure since valuation. These adjustments don't assume any value margin but simply add the amount of capital spent.

The Group assesses the values of its assets regularly. Where we believe that values may have moved materially up or down from the amount being held, a new independent valuation is sought. For those properties that have not been independently revalued at 31 December 2024, the Group has assessed that there are no indicators of impairment with those properties and that the carrying amounts reflect fair value.

Independent valuations are completed by certified practising valuers. The fair value of each property is determined with consideration to the highest and best use of each property, which is the current use of each property.

Independent valuations are determined with reference to the direct comparison approach, market capitalisation method and the discounted cash flow method.

12. Equity Accounted Investments

Name of Investee	Proportion of Ownership Interest	Dec 2024 \$'000	Jun 2024 \$'000
Pymont Bridge Property Pty Ltd	43%	28,704	28,634
Pymont Bridge Road Mortgage Fund	58%	4,567	5,167
BH Melbourne Unit Trust	50%	1,046	-
Vicinia Pty Ltd	39%	416	291
IndigoBlack Constructions	50%	-	-
Total Investments in Associates		34,733	34,092

BH Melbourne Acquisition

During the period the Group subscribed for 50% of the beneficial ownership in a special purpose unit trust that completed the purchase of Level 3, 11-19 Bank Place in Melbourne, Victoria. Settlement of the property occurred in December 2024. WOT has assessed that it holds joint control of the trust and has accounted for the investment as a joint venture.

WOT expects to open its first Melbourne based flexspace in the property in Q3 of fiscal 2025.

13. WOTSO Software Development Asset

Over the last few years WOTSO has undertaken a project to develop in-house software to help manage its operations and customer invoicing. The software, Hamlet, has been developed in conjunction with external developers and commenced commercialisation during 2022. The Group owns a perpetual licence of the software and, during the period, increased its ownership in the business to 39% (Jun 2024 – 35%). As 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 Vicinia, the owner of the Hamlet software, 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.

14. Right of Use Lease Assets and Lease Liabilities

Right of Use Lease Assets

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 contain various escalation clauses. On renewal, the terms of the leases are renegotiated. For impairment testing, the right of use assets have been allocated to the WOTSO cash-generating unit.

	Dec 2024 \$'000	Jun 2024 \$'000
Opening balance	40,433	34,615
Additions	6,989	6,420
Recognition of leases held with Pyrmont Bridge Property	-	4,995
Recognition of lease through acquisition of subsidiary	-	1,906
Disposals	-	(1,670)
Depreciation	(3,448)	(5,833)
Total Right of Use Lease Assets	43,974	40,433

	Dec 2024 \$'000	Jun 2024 \$'000
Right of use lease asset	69,547	62,558
Accumulated depreciation	(25,573)	(22,125)
Written Down Value of Right of Use Lease Assets	43,974	40,433

Lease Liabilities

	Dec 2024 \$'000	Jun 2024 \$'000
Opening balance	44,495	38,656
Additions	6,989	6,420
Interest charged	1,151	1,533
Modification	46	5,185
Recognition of lease through acquisition of subsidiary	-	1,921
Terminations	-	(1,724)
Repayments	(4,125)	(7,496)
Total Lease Liabilities (Current and Non-Current)	48,556	44,495

15. Intangible Assets

The Group's intangible assets of \$3.1 million (Jun 24 - \$3.3 million) comprise management rights acquired through the internalisation transaction completed in February 2024. These management rights are deemed to have a finite useful life and are measured at amortised 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.

16. Goodwill

Goodwill of \$27.49 million (Jun 2024 - \$27.49 million) comprises:

- \$26.15 million (Jun 2024 - \$26.15 million) generated when Ostow Limited (formerly WOTSO Limited) was stapled to WOTSO Property Trust (formerly BlackWall Property Trust) as part of the stapling transaction completed in February 2021.
- \$1.34 million (Jun 2024 - \$1.34 million) generated through the internalisation of management transaction completed in February 2024.

In accordance with Note 24 no events or changes in circumstances indicate any impairment of goodwill at 31 December 2024.

17. Trade and Other Payables

	Dec 2024 \$'000	Jun 2024 \$'000
Trade payables	4,770	4,908
Accrued expenses	624	431
Related parties	15	18
Unearned revenue	391	437
Tenant deposits	81	90
COVID deferred rent	19	51
Total Current Trade and Other Payables	5,900	5,935
COVID deferred rent	20	29
Total Non-Current Trade and Other Payables	20	29
Total Trade and Other Payables	5,920	5,964

18. Borrowings

All facilities are priced off the bank bill swap rate. The facilities have no undrawn balance, except for the Takapuna facility, which has AU\$208,000 undrawn (Jun 2024 – AU\$393,000). The loan to value ratio (LVR) shown below is calculated against the carrying value in these financial statements with the facility LVR covenant shown in parenthesis.

All of the Group's borrowings as at 31 December 2024 have been classified as non-current as no borrowings are due in the next 12 months (Jun 2024 - \$13 million current). The Group has \$38.9 million of unencumbered properties.

Security	LVR (Covenant)	Borrowings		Security Value \$'000	Expiry	Margin	Lender
		Dec 2024 \$'000	Jun 2024 \$'000				
Villawood	41% (60%)	12,000	12,000	29,500	01/26	1.81%	NAB
Various	44% (65%)	44,000	44,000	99,700	01/26	1.86%	NAB
Hobart & Newcastle	38% (45%)	7,200	7,200	19,050	02/26	2.00%	ANZ
Fortitude Valley	26% (N/A)	3,000	3,000	11,700	09/27	2.42%	BOQ
Takapuna	34% (N/A)	3,685	3,542	10,684	11/27	2.39%	BNZ
Yandina	34% (60%)	10,000	10,000	29,250	02/28	2.01%	NAB
Penrith	50% (55%)	13,000	13,000*	26,250	12/28	2.06%	CBA
Unencumbered Properties		-	-	38,882			
Total		92,885	92,742				

* Classified as current on the Balance Sheet

19. Tax

WOT comprises a number of taxable entities, the property-owning trusts; Planloc Limited and the Ostow Limited tax group.

Property Owning Trusts

At 30 June 2024, the property owning trusts are estimated to have carried forward revenue tax losses of approximately \$31 million. These losses are available to offset future taxable income, however they are not recognised on the balance sheet.

Planloc Limited

Net deferred tax liabilities are recognised on Planloc Limited's balance sheet (Dec 2024 – \$5.0 million; Jun 2024 - \$5.0 million) in relation to unrealised gains on the assets of the company.

Ostow Limited

At 31 December 2024 Ostow Limited recognised deferred tax assets of \$631,000 (Jun 2024 - \$684,000) and deferred tax liabilities of \$631,000 (Jun 2024 - \$684,000) in relation to the management rights acquired through the internalisation transaction completed in February 2024. These deferred tax balances have been presented on a net basis on Ostow Limited's balance sheet (Jun 2024 - \$nil) given Ostow's ability and intent to settle these on a net basis.

Ostow Limited comprises a consolidated tax group which has carried forward revenue tax losses of approximately \$8 million as at 30 June 2024.

20. Distributions

A distribution of 1.0 cent per security has been declared to be paid on 4 April 2025.

Prior Distributions Paid	Payment Date	Amount Per Security	Distributions Paid \$'000
Final distribution	8 October 2024	1.0 cps	1,662
Total Dec 2024			1,662
Final distribution	24 November 2023	3.0 cps	4,880
Total Dec 2023			4,880

21. Financial Instruments

Fair Value Measurements

(i) Fair Value Hierarchy

The Group classifies fair value measurements using a fair value hierarchy that reflects the subjectivity of the inputs used in making measurements. The fair value hierarchy has the following levels:

- **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 Group currently does not have any assets or liabilities that are traded in an active market.

The fair value of financial assets and financial liabilities that are not traded in an active market are determined using valuation techniques. For investments in related party unlisted security trusts, fair values are determined by reference to published security prices of these investments which are based on the net tangible assets of the investments.

The following table presents the Group's assets measured at fair value. Refer to Note 24 for further details of assumptions used and how fair values are measured.

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
At 31 December 2024				
Investment property portfolio	-	-	265,016	265,016
Loan portfolio	-	-	2,446	2,446
At 30 June 2024				
Investment property portfolio	-	-	261,319	261,319
Loan portfolio	-	-	2,449	2,449

(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 year.

Significant unobservable inputs associated with the valuation of investment properties are as follows:

Significant Unobservable Inputs Used to Measure Fair Value	Change to Inputs	Impact of Increase in Input on Fair Value \$'000	Impact of Decrease in Input on Fair Value \$'000
Capitalisation rate	0.25%	(10,700)	11,100
Net market rent	5%	17,000	(17,000)

Under the capitalisation approach, net market rent and adopted capitalisation rates are strongly interrelated as the fair values of investment properties are derived by capitalising the total net market rent. On the one hand, increases in adopted capitalisation rates may offset the impact on fair value of an increase in net market rent. Similarly, a decrease in adopted capitalisation rates may also offset the impact on fair value of a decrease in net market rent. On the other hand, opposite direction changes in net market rent and adopted capitalisation rates may increase the impact to fair value.

(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 year ended 31 December 2024:

	\$'000
At 31 December 2024	
Balance at the beginning of the period	263,768
Net gain on assets	3,844
Capital improvements	1,484
Straight-line rental income	178
Loans advanced	110
Loans repaid	(113)
Foreign currency translation gain	(136)
Depreciation	(1,673)
Balance at 31 December 2024	267,462
At 30 June 2024	
Balance at the beginning of the Period	396,549
Capital improvements	5,328
Acquisition of properties	2,070
Loans advanced	1,027
Straight-line rental income	481
Foreign currency translation gain	(53)
Loans repaid	(199)
Net loss on assets	(529)
Hedge asset	(715)
Depreciation	(3,934)
Derecognition of Pyrmont assets	(136,257)
Balance at 30 June 2024	263,768

22. Earnings per Security

	Dec 2024 \$'000	Dec 2023 \$'000
Profit after income tax	770	3,997
Non-controlling interest	(456)	(284)
Profit After Income Tax Attributable to Owners of WOT Securities	314	3,713
	Number	Number
Weighted average number of ordinary securities used in calculating basic and diluted earnings per security	162,187,466	162,686,557
	Cents	Cents
Basic and diluted earnings per security	0.2	2.3

23. Subsequent Events

Subsequent to 31 December 2024, WOT has drawn down on \$6.5 million of borrowings secured against the Groups Cremorne property. The facility, held with Bank of Queensland, includes an interest margin of 2.15% and is set to expire in January 2028.

In addition, on 28 January 2025, WOT exchanged contracts for the purchase of the property at 31 Hannah St in Whangarei in New Zealand. The purchase for NZ\$3.7 million represents WOT's third investment property in New Zealand, with WOTSO FlexSpace expected to open in the property in early fiscal 2026.

To the best of the Directors' knowledge, since the end of the period there have been no other 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.

24. Critical Accounting Estimates and Judgments

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.

Key Estimates – Fair Values of Investment Properties

The Group carries its investment properties at fair value, with changes in the fair values recognised in profit or loss. At the end of each reporting period the Directors update their assessment of the fair value of each property, taking into account the most recent independent valuations. The key assumptions used in this determination are set out in the Investment Property Portfolio table in Note 11. 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 all properties, with the exception of some recent acquisitions, are held at independent valuations carried out in the last 24 months plus any capital expenditure incurred subsequent to valuation. Some recent acquisitions are held at recent purchase price plus any capital expenditure incurred.

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 in accordance with the accounting policy in Note 25. 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.

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

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.

25. Material Accounting Policies

The financial statements cover the Group, which comprises WOTSO Property Trust, Ostow Limited, Planloc Limited and their controlled entities. All are incorporated and domiciled in Australia, except for eight controlled entities incorporated and domiciled in New Zealand. WOTSO Property Trust is a managed investment scheme registered in Australia. The address of the Group's registered office is Level 1, 50 Yeo Street, Neutral Bay NSW 2089.

A description of the nature of the Group's operations and its principal activities is included in the Directors' Report, which is not part of the financial statements.

The financial statements for the Group were authorised for issue in accordance with a resolution of the Directors of the Group 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 'Interim Financial Reporting' 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 is in a net current liability position of \$11 million at 31 December 2024. This is largely driven by the recognition of AASB 16 current lease liabilities of \$6 million of which no corresponding lease asset is recorded under AASB 16. The Group has positive operating cash flows, strong cash trading profit and a healthy net asset position. Additionally, the Group closely monitors liquidity to manage cash flows, including the amount and timing of CAPEX and project costs.

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 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 the Group is Australian Dollars.

New Accounting Standards and Interpretations

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

The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those of the previous financial period. Several amendments apply for the first time in the current period. However, they do not impact the consolidated financial statements of the Group.

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 a material impact on the Group.



Directors' Report

(Continued from Page 6)

Business Risks

In the current economic, geopolitical and social climate effective risk management is critical in achieving our strategy and continuing to grow the WOTSO FlexSpace business and capitalising on investment opportunities to expand our property portfolio. Below we have highlighted a number of the key risks we manage in achieving these goals.

Material Business Risk	Inflation
Potential Impact	Most of our property portfolio is contracted on a gross lease basis. This exposes the Group to the risk that property outgoings may increase faster than income.
Management Plan	This is a risk we have accepted as mismatches in income and expenses are a normal property risk, and are expected to balance out over time.
Material Business Risk	Interest costs
Potential Impact	The Group has borrowings that are exposed to interest rate movements and rising interest costs will negatively impact net earnings.
Management Plan	The Directors believe that Group gearing is such that foreseeable increases in interest costs can be managed without undue stress.
Material Business Risk	Lease obligations
Potential Impact	The profitability of leased sites is affected by movements in rents. As WOTSO's lease terms are longer than the month-to-month terms it provides to members, there is a potential mismatch if rents rise and/or members fees fall.
Management Plan	We mitigate this risk by siloing each lease in a separate company.

Material Business Risk Access and cost of capital

Potential Impact

The Group's access to, and the cost of capital (both debt and equity), impacts its ability to pursue new opportunities.

Management Plan

We have little ability to control these factors other than to secure the best deals available at any given time.

Material Business Risk Competition

Potential Impact

The Group continues to enjoy limited competition in the suburban flexible workspace market, but we expect this to change as competitors shift their focus to this market in response to the "work near home" trend.

Management Plan

We believe that WOTSO's less corporate feel and growing demand in suburban locations should allow it to be a complementary offer, rather than direct competition.

Material Business Risk Valuations

Potential Impact

The real estate market is dynamic and values may rise or fall from time to time. Any change in our real estate values affects the Group's net tangible asset backing, and a sudden fall in the value of a particular asset could cause lending covenants to be breached.

Management Plan

Whilst the Group has no capacity to influence the market, we are continuously looking at ways to enhance the value of our properties. We also continuously review our lending covenants and ensure there is sufficient headroom above these levels.

Material Business Risk Employee recruitment and retention

Potential Impact

The tightening labour market and upward pressure on wages impacts the day-to-day operation of our business.

Management Plan

We continually review our remuneration, reward and training with the aim of being a competitive and attractive employer.

Business Risks (continued)

Material Business Risk	Cyber risk
Potential Impact	As with most businesses we do have cyber risks that we cannot eliminate entirely but our risks are relatively small, and we perform regular systems reviews to ensure sensitive information is properly stored or destroyed.
Management Plan	We hold specific cyber insurance policies that provide cover in the event of a cyber-attack/breach.
Material Business Risk	Unplanned capital expenditure
Potential Impact	The need for significant unforeseen capital expenditure would affect the Group and may negatively impact debt obligations and/or distributions to investors.
Management Plan	We practice continual maintenance and repurposing of our properties and third-party sites to avoid material wear and tear that could necessitate significant expense for the Group. Additionally, we hold sufficient insurance coverage across our portfolio to absorb any material unplanned capital expenditure.
Material Business Risk	Macroeconomic factors
Potential Impact	Threat of domestic and global recession, ongoing impacts of COVID and investor sentiment are some of the primary macroeconomic considerations that may impact our business.
Management Plan	As a management team we continually monitor these factors however, ultimately, they are often beyond our control.

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

Directors' Declaration

In the opinion of the Directors of Ostow Limited, Planloc Limited and WOTSO Fund Services Limited, the responsible entity of WOTSO Property Trust, collectively referred to as the "Directors":

- (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 as 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 each of Ostow Limited, Planloc Limited and WOTSO Property Trust will be able to pay their 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



Pymont, NSW

Auditor's Independence Declaration and Auditor's Report

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AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

As auditor for the review of WOTSO Property Trust, the deemed parent for stapled security WOTSO Property, 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 of 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 REVIEW REPORT TO THE UNITHOLDERS OF WOTSO PROPERTY TRUST

Report on the Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of WOTSO Property Trust as the deemed parent presenting the stapled security arrangement of WOTSO Property ('the Group'), which comprises the consolidated balance sheet as at 31 December 2024, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising material accounting policy information and other explanatory information on pages 7 to 22, and the directors' declaration.

WOTSO Property consists of WOTSO Property Trust and its controlled entities as at half year ended 31 December 2024. Ostow Limited and its controlled entities as at half year ended 31 December 2024 and Planloc Limited. Units in WOTSO Property Trust and shares in Ostow Limited and Planloc Limited are jointly traded as a Stapled Security on the Australian Securities Exchange under the name of WOTSO Property.

Based on our review, which is not an audit, we have not become aware of any matters that makes us believe that the accompanying half-year financial report of the Group 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 responsible entity, would be in the same terms if given to the directors at the time of this auditor's report.

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INDEPENDENT AUDITOR'S REVIEW REPORT TO THE UNITHOLDERS OF WOTSO PROPERTY TRUST

Directors' Responsibility for the Review of the Half-Year Financial Report

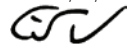
The Directors of responsible entity are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable 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.

Auditor's Responsibilities for the Half-year Review of the Financial Report

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



Cremorne, NSW



Takapuna, NZ

WOTSO PROPERTY

WOTSO Property (ASX:WOT)

A security comprising:

- Ostow Limited (ACN 636 701 267)
- WOTSO Fund Services Limited (ACN 079 608 825) as responsible entity for WOTSO Property Trust (ARSN 109 684 773)
- Planloc Limited (ACN 062 367 560)

Address

50 Yeo Street, Neutral Bay NSW 2089

Telephone

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Email

invest@wotso.com

Website

www.wotso.com

Registry

Computershare Investor Services Pty Ltd
6 Hope Street
Ermington NSW 2115
www.computershare.com.au

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

Business advice
and accounting



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

Business advice
and accounting

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