

# **Velocity Property Group Limited**

**ABN 66 605 935 153**

## **Financial Report - 30 June 2018**

**Velocity Property Group Limited**  
**Contents**  
**30 June 2018**



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Directors	Michael Pearson - Chairman (non-executive director) Brendon Ansell - Managing Director (executive) Philip Raff - Director (executive) Cherie Leatham - Director (non-executive)
Company secretary	Phillip Young
Other company details	Postal address: PO Box 519, Bulimba, Qld 4171 Telephone: 1300 887 623 Email address: <a href="mailto:info@velocitypropertygroup.com.au">info@velocitypropertygroup.com.au</a> Website: <a href="http://www.velocitypropertygroup.com.au">www.velocitypropertygroup.com.au</a>
Registered office	9/462 Hawthorne Road, Bulimba, Qld 4171
Share register	Link Market Services Limited Locked Bag A14 South Sydney, NSW 1235 Telephone enquiries within Australia: 1300 554 474 Email address: <a href="mailto:registrars@linkmarketservices.com.au">registrars@linkmarketservices.com.au</a>
Auditor	Crowe Horwath Level 16, 120 Edward Street Brisbane, Qld 4000
Solicitors	McCullough Robertson Level 11, 66 Eagle Street Brisbane, Qld 4000  Warlow Scott Level 7, 76 Adelaide Street Brisbane, Qld 4000
Bankers	Bank of Queensland Westpac Banking Corporation ANZ Banking Group Ltd Suncorp Limited ING Bank

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Velocity Property Group Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2018.

### **Directors**

The following persons were directors of Velocity Property Group Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Mr Michael Pearson  
Mr Brendon Ansell  
Mr Philip Raff  
Mrs Cherie Leatham

#### **Michael Pearson** **Chairman (non-executive & independent)**

Michael is a qualified lawyer and is a current member and graduate of the Governance Institute & Australian Institute of Company Directors. Michael holds a Bachelor of Arts from the University of Queensland and a Bachelor of Law from Queensland University of Technology. Michael was previously the General Counsel and Company Secretary of Cardno Limited, and before that, acted in a corporate and legal role with Aveo Group (formerly FKP Property Group). Michael is currently the General Counsel and Company Secretary for ALS Limited.

Michael is also a member of the Audit & Risk Management Committee.

#### **Brendon Ansell** **Managing Director (executive)**

Brendon is a property developer with 15 years' experience having commenced as a financier for property development clients before moving full time into property development. Brendon has completed projects through his own development companies and as part of joint ventures with other equity participants. In particular, Brendon has worked closely on funding projects through structured hybrid debt/equity arrangements. Brendon is a member of the Australian Institute of Company Directors.

#### **Philip Raff** **Director (executive)**

Philip holds a Bachelor of Business from Central Queensland University along with being a member of the Australian Institute of Company Directors. Prior to joining the Group in 2013, Philip had a 20-year career in the PC industry working for multi-national corporations including IBM and Lenovo focusing on IT deployments and business transformation. In 2013, Philip began funding property developments through his Singapore network.

Philip is also a member of the Audit & Risk Management Committee.

#### **Cherie Leatham** **Director (non-executive & independent)**

Cherie is a corporate real estate lawyer with more than 15 years' experience which encompasses advising leading Australian companies across a broad range of areas including property development, infrastructure and project management. Cherie currently holds an executive role at Woolworths Limited and is responsible for the execution of strategy and identification of risk across the national real estate network. Cherie is a member of the Australian Institute of Directors and holds a Bachelor of Laws and Bachelor of Arts from Monash University.

Cherie is also the Chairman of the Audit & Risk Management Committee.

### **Company secretary**

The following person held the position of company secretary of the Company during the whole of the financial year and up to the date of this report, unless otherwise stated:

- Phillip Young

Phillip joined the Group in July 2016 as Chief Financial Officer and was appointed Company Secretary in August 2016. Prior to joining the Group, Phillip spent 13 years at Crowe Horwath, a national mid-tier accounting firm. Phillip is a member of the Chartered Accountants of Australia & New Zealand and the Governance Institute of Australia. Phillip holds a Bachelor of Business in Accounting and Information Systems from Central Queensland University.

### Meetings of directors

The number of meetings of the Company's Board of Directors ('the Board') held during the year ended 30 June 2018, and the number of meetings attended by each director were:

	Full Board		Audit and Risk Committee	
	Attended	Held	Attended	Held
Michael Pearson	8	8	4	4
Brendon Ansell	8	8	-	-
Philip Raff	7	8	4	4
Cherie Leatham	8	8	4	4

Held: represents the number of meetings held during the time the director held office.

### Principal activities

During the financial year the principal continuing activities of the Group consisted of:

- Property development (residential multi-unit apartments, residential townhouses and homes)
- Property investment (residential and commercial)

Velocity Property Group is a boutique residential property development company that develops luxury multi-unit apartment and mixed commercial developments, recognisable for their stylish architectural design, high quality finishes and usable and flexible spaces that maximise lifestyle and saleability in the markets in which it operates.

The delivery of the Group's projects is completed by specialist in-house staff experienced in land acquisition, project due diligence, feasibility analysis, project management & marketing. Design and construction of the projects are tendered out to external parties.

There was no significant change in the principal activities of the Group.

### Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

### Review of operations

The profit for the Group after providing for income tax and non-controlling interest amounted to \$157,813 (30 June 2017: \$2,198,705).

### Operating and Financial Highlights

The key operating and financial highlights for the Group during the reporting period were:

- Net profit after tax of \$157,813 impacted by the revenue contribution from The Hathaway being delayed to the 2019 financial year. This result also includes non-cash unrealised foreign exchange losses of \$470,134;
- Surplus cash from completed projects, sale of investment properties and increased gearing is being utilised to replenish and deliver the Group's development portfolio;
- Achieved above average development margins for the ONE Burleigh Headland project of 27% on costs;
- Net repayment of Singapore working capital facility during the year of \$3,979,912;
- \$9,000,000 site acquisition in prime beach front location at Palm Beach on the Gold Coast to complement existing projects;
- Settlements of the luxury projects ONE Palm Beach, The Hathaway and Ellerslie Crescent houses are forecast for the 2019 financial year; and
- Net tangible assets per share increased to 4.96 cents (2017: 4.93 cents).

## **Group Development Portfolio**

As at 30 June 2018, the Group's active development portfolio comprised of the following:

### The Hathaway

The Cadell Street site in Auchenflower was acquired in February 2016. In addition to relocating and renovating the existing pre-1946 four bedroom heritage listed home, the development will include eleven luxury apartments in a three storey apartment building and three luxury townhouses. Site works have continued throughout the year and settlements are expected to be in the October to December quarter of 2018.

### ONE Palm Beach

This beach front development on the Gold Coast's Palm Beach is a partnership with the underlying landowner and will include sixteen luxury apartments spread over eight levels and a grand penthouse on the ninth level. Site works commenced in January 2017 with construction expected to be completed in the October to December quarter of 2018.

### Ellerslie Crescent Houses and Parque on Oxford

This Taringa site has development approval for four luxury homes (including the relocation and renovation of an existing pre-1946 dwelling), eleven townhouses and seven premium apartments. Site works commenced during the year and construction of the four luxury homes is expected to be completed in the October to December quarter of 2018. Construction of the townhouses and apartments is expected to be completed in the 2020 financial year.

### ONE Bulimba Riverfront

This riverfront development site in Bulimba was acquired in September 2017. Development approval has been granted for twenty-four luxury apartments all with river views and six, three level townhouses. This project was launched in May 2018 and was met by strong demand from the downsizing, high net wealth owner occupier demographic that the Group targeted. Site works have commenced and construction is expected to be completed in the 2020 financial year.

### The Esplanade, Palm Beach

This beach front development site in Palm Beach on the Gold Coast was acquired in April 2018. This site was a strategic addition to the Group's portfolio of premium projects on the Gold Coast providing further opportunity for the Group to grow its profile and brand awareness in the fast growing areas of the Gold Coast. Final development and building approvals are under consideration and the Group expects strong demand from the similar demographic that has been attracted to ONE Palm Beach.

## **Group Investment Property Portfolio**

As at 30 June 2018, the Group's investment property portfolio consists of ten residential apartments currently valued at \$7,214,000. As at the date of this report, all of the apartments are currently leased.

The Group is constantly reviewing its investment property portfolio to ensure optimum rental income returns are being generated versus realising the capital and utilising that capital through development projects where superior returns are generated. During the period, one residential and one commercial investment property were sold.

## **Business Strategies and Future Outlook**

The Group's vision is to create sustainable value for its shareholders through the core business activity of creating exclusive communities that people are proud to be a part of by continually striving for excellence and innovation in the design, environmentally friendly functionality and delivery of its development projects.

The Group is actively monitoring the market for opportunities to further increase and replenish its development portfolio, with a specific focus on key markets in south-east Queensland, particularly Brisbane and the Gold Coast, where there are still favourable off market opportunities available, providing they meet the Group's development criteria.

Ongoing investment is being made into the Group's brand and market awareness to continue the growth of the Group's exceptional profile. In the future, it is expected that this will open up additional sales channels and increase early off-the-plan sales to clients. This will complement the current sales being achieved which is a testament to the Group's development projects being desirable living spaces in desirable locations in the key upmarket areas of south-east Queensland.

By engaging with the communities where the Group's projects are situated, the Group is able to gather valuable market intelligence to continually refine the product offering to the target demographic. The Group believes there is strong demand for desirable living spaces in desirable locations enabling the Group to satisfy market demands rather than creating an over supply of product that hopefully sells.

### **Likely developments and expected results of operations**

The Directors continue to be mindful of enhancing shareholder return and in the absence of a dividend payment must continue to recycle the cash and capital generated from completed developments, into replenishing the Group's development property portfolio across key locations in south-east Queensland.

The Group continues to seek out opportunities to add to its investment property portfolio in line with its strategic goal to build a recurring income stream. This income, along with the development projects on hand will provide the foundations for the future operations. The Group is constantly reviewing its investment property portfolio to ensure the capital is being appropriately utilised versus superior returns that are available through development opportunities.

### **Significant changes in the state of affairs**

There were no significant changes in the state of affairs of the Group during the financial year.

### **Matters subsequent to the end of the financial year**

No matter or circumstance has arisen since 30 June 2018 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

### **Environmental regulation**

The Group's operations are subject to environmental regulations under both Commonwealth and State legislation in relation to its property development activities. The Directors are not aware of any significant breaches during the reporting period.

### **Directors Interests**

The relevant interests of each Director in the shares of the Group at the date of this report is presented below. The table below also includes the relevant interests of each Director and their related parties.

<b>Director</b>	<b>Ordinary Shares</b>
Brendon Ansell	85,953,571
Philip Raff	31,950,000
Michael Pearson	100,000
Cherie Leatham	-

There are no options held by Directors over unissued ordinary shares of the Group.

### **Remuneration report (audited)**

The remuneration report details the key management personnel remuneration framework and arrangements for the Group, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Additional disclosures relating to key management personnel

#### ***Principles used to determine the nature and amount of remuneration***

The objective of the Group's executive reward framework is to attract and retain executives whilst ensuring reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency

The Board is responsible for determining and reviewing remuneration arrangements for its directors and executives. The performance of the Group depends on the quality of its directors and executives. The remuneration philosophy is to attract, motivate and retain high performance and high quality personnel.

The reward framework is designed to align executive reward to shareholders' interests. The Board have considered that it should seek to enhance shareholders' interests by:

- having net profit after tax as a core component of the remuneration framework
- focusing on sustained growth in shareholder wealth, consisting of dividends and growth in share price, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value
- attracting and retaining high calibre executives

Additionally, the reward framework should seek to enhance executives' interests by:

- rewarding capability and experience
- reflecting competitive reward for contribution to growth in shareholder wealth
- providing a clear structure for earning rewards

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

#### ***Non-executive directors remuneration***

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board. The Board may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration. Non-executive directors do not receive share options or other incentives.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was at the Annual General Meeting held on 26 October 2016, where the shareholders approved a maximum annual aggregate remuneration of \$250,000. This amount was agreed upon as it allowed the Group the capacity to appoint additional non-executive directors in the future should the Board consider it in the best interests of the shareholders. It is not proposed to alter the aggregate level of remuneration for non-executive directors in the 2019 financial year.

#### ***Executive remuneration***

The Group aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.



The executive remuneration and reward framework has four components:

- base pay and non-monetary benefits
- short-term performance incentives
- other remuneration such as superannuation

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board based on individual performance, the overall performance of the Group and comparable market remunerations.

Executives may receive their fixed remuneration in the form of cash or other fringe benefits (for example salary sacrifice) where it does not create any additional costs to the Group and provides additional value to the executive.

The short-term incentives ('STI') program is designed to align the targets of the business with the performance hurdles of executives. STI payments are granted to executives based on specific annual targets and key performance indicators ('KPI's') being achieved.

### **Details of remuneration**

#### *Amounts of remuneration*

Details of the remuneration of key management personnel of the Group are set out in the following tables.

The key management personnel of the Group consisted of the following directors of Velocity Property Group Limited:

- Michael Pearson
- Brendon Ansell
- Philip Raff
- Cherie Leatham

And the Chief Financial Officer:

- Phillip Young

There were no changes in key management personnel after the reporting date and the date the financial report was authorised for issue.

	Short-term benefits		Post-employment benefits	Total
	Cash salary and fees	Cash bonus	Super-annuation	
	\$	\$	\$	\$
<b>2018</b>				
<i>Non-Executive Directors:</i>				
Michael Pearson	75,000	-	7,125	82,125
Cherie Leatham	60,000	-	5,700	65,700
<i>Executive Directors:</i>				
Brendon Ansell	180,000	-	17,100	197,100
Philip Raff	124,000	-	-	124,000
<i>Other Key Management Personnel:</i>				
Phillip Young	156,000	4,016	15,201	175,217
	<u>595,000</u>	<u>4,016</u>	<u>45,126</u>	<u>644,142</u>

	Short-term benefits		Post-employment benefits	Total
	Cash salary and fees	Cash bonus	Super-annuation	
	\$	\$	\$	\$
<b>2017</b>				
<i>Non-Executive Directors:</i>				
Michael Pearson **	49,039	-	4,659	53,698
Cherie Leatham **	39,231	-	3,727	42,958
<i>Executive Directors:</i>				
Brendon Ansell	177,692	-	16,881	194,573
Philip Raff *	129,000	-	-	129,000
<i>Other Key Management Personnel:</i>				
Phillip Young	144,231	-	13,702	157,933
	<u>539,193</u>	<u>-</u>	<u>38,969</u>	<u>578,162</u>

\* Philip Raff received short-term salary and fees of \$22,000 from the period 1 July 2016 to 30 August 2016 before he was appointed to the position of director.

\*\* Michael Pearson and Cherie Leatham were appointed as directors on 24 October 2016.

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration		At risk - STI	
	2018	2017	2018	2017
<i>Non-Executive Directors:</i>				
Michael Pearson	100%	100%	-	-
Cherie Leatham	100%	100%	-	-
<i>Executive Directors:</i>				
Brendon Ansell	100%	100%	-	-
Philip Raff	100%	100%	-	-
<i>Other Key Management Personnel:</i>				
Phillip Young	98%	100%	2%	-

### Service agreements

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements for the year ended 30 June 2018 are as follows:

Name: Brendon Ansell  
Title: Managing Director  
Agreement commenced: 21 August 2017  
Term of agreement: Employment agreement  
Details: Base salary for the year ending 30 June 2018 of \$180,000 plus superannuation; \$1,000 reimbursement for each international business trip; mobile phone provided by the company. No fixed end date with 6 months termination notice by either party.

Name: Philip Raff  
Title: Director and Commercial Manager  
Agreement commenced: 28 October 2016  
Term of agreement: Consultancy Agreement  
Details: Base fee of \$120,000 excluding GST for a minimum of 47 weeks per annum performance. Travel allowance of \$1,000 excluding GST for each business trip to Australia. No fixed end date with 6 months termination notice by either party.

Name: Cherie Leatham  
 Title: Independent Non-Executive Director  
 Agreement commenced: 24 October 2016  
 Term of agreement: Letter of Appointment  
 Details: Annual fees of \$60,000 plus superannuation. Re-elected at the 2017 Annual General Meeting held on 14 November 2017.

Name: Michael Pearson  
 Title: Independent Non-Executive Director and Chairman  
 Agreement commenced: 24 October 2016  
 Term of agreement: Letter of appointment  
 Details: Annual fees of \$75,000 plus superannuation, initial 3 year term.

Name: Phillip Young  
 Title: Company Secretary and Chief Financial Officer  
 Agreement commenced: 30 June 2017  
 Term of agreement: Employment Agreement  
 Details: Base salary of \$156,000 plus superannuation. Gross bonus (including superannuation) of 0.2% of FY18 annual net profit after tax. No fixed end date with 3 month termination notice by either party.

**Additional disclosures relating to key management personnel**

**Shareholding**

The number of shares in the Company held during the financial year by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Additions	Disposals/ other	Balance at the end of the year
<i>Ordinary shares</i>					
Brendon Ansell	85,953,571	-	-	-	85,953,571
Philip Raff	31,950,000	-	-	-	31,950,000
Michael Pearson	100,000	-	-	-	100,000
	<u>118,003,571</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>118,003,571</u>

**This concludes the remuneration report, which has been audited.**

**Corporate Governance Statement**

The Group is committed to ensuring that its systems, procedures and practices reflect a high standard of corporate governance. The Directors believe that the Group's corporate governance framework is critical in maintaining high standards of corporate governance and fostering a culture that values ethical behaviour, integrity and respect, to protect shareholders' and other stakeholders' interest at all times.

During the year ended 30 June 2018, the Group's corporate governance framework was consistent with the third edition of the Corporate Governance Principles and Recommendations released by the ASX Corporate Governance Council. The Group's corporate governance statement and associated policies for the year ended 30 June 2018 can be found at the Group's website at: [www.velocitypropertygroup.com.au/corporate-governance](http://www.velocitypropertygroup.com.au/corporate-governance)

**Indemnity and insurance of officers**

The Group has indemnified the directors and executives of the Group for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Group paid a premium in respect of a contract to insure the directors and executives of the Group against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium. The directors and officers liability insurance taken out to protect their interests' is in line with what would commonly be expected for the nature of the Group's business.

### **Indemnity and insurance of auditor**

The Group has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Group or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

### **Proceedings on behalf of the Group**

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Group, or to intervene in any proceedings to which the Group is a party for the purpose of taking responsibility on behalf of the Group for all or part of those proceedings.

### **Non-audit services**

Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in note 28 to the financial statements.

The directors are satisfied that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf), is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The directors are of the opinion that the services as disclosed in note 28 to the financial statements do not compromise the external auditor's independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as advocate for the Company or jointly sharing economic risks and rewards.

### **Auditor's independence declaration**

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

### **ASIC class order 2016/191 rounding of amounts**

The Group is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors Reports) Instrument 2016/191. Amounts in the financial statements have been rounded to the nearest dollar.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors



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Brendon Ansell  
Managing Director



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Michael Pearson  
Chairman

27 August 2018

## Auditor's Independence Declaration

As auditor of Velocity Property Group Limited for the year ended 30 June 2018, I declare that, to the best of my knowledge and belief, there have been:

- i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- ii. no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Velocity Property Group Limited and the entities it controlled during the year.



**Crowe Horwath Brisbane**



**John Zabala**  
Partner

Brisbane  
Date: 27 August 2018

*Crowe Horwath Brisbane is a member of Crowe Horwath International, a Swiss Verein. Each member of Crowe Horwath is a separate and independent legal entity. Liability limited by a scheme approved under Professional Standards Legislation. Liability limited other than for the acts or omissions of financial services licensees.*

*The title 'Partner' conveys that the person is a senior member within their respective division, and is among the group of persons who hold an equity interest (shareholder) in its parent entity, Findex Group Limited. The only professional service offering which is conducted by a partnership is the Crowe Horwath external audit division. All other professional services offered by Findex Group Limited are conducted by a privately owned organisation and/or its subsidiaries.*

**Velocity Property Group Limited**  
**Statement of comprehensive income**  
**For the year ended 30 June 2018**



	Note	Consolidated 2018 \$	2017 \$
<b>Revenue</b>			
Revenue from sale of properties		17,148,563	14,245,665
Other revenue from operations	4	<u>253,934</u>	<u>3,458,564</u>
Total revenue		<u>17,402,497</u>	<u>17,704,229</u>
<b>Expenses</b>			
Cost of property development and construction	5	(13,985,782)	(12,208,405)
Employee benefits expense		(1,157,587)	(747,186)
Depreciation and amortisation expense		(12,546)	(9,120)
Administration and other expenses	6	<u>(2,094,220)</u>	<u>(1,821,077)</u>
Total expenses		<u>(17,250,135)</u>	<u>(14,785,788)</u>
<b>Profit before income tax expense</b>		152,362	2,918,441
Income tax expense	8	<u>(54,444)</u>	<u>(793,321)</u>
<b>Profit after income tax expense for the year</b>		97,918	2,125,120
Other comprehensive income for the year, net of tax		<u>-</u>	<u>-</u>
<b>Total comprehensive income for the year</b>		<u>97,918</u>	<u>2,125,120</u>
Profit for the year is attributable to:			
Non-controlling interest		(59,895)	(73,585)
Shareholders of Velocity Property Group Limited		<u>157,813</u>	<u>2,198,705</u>
		<u>97,918</u>	<u>2,125,120</u>
Total comprehensive income for the year is attributable to:			
Non-controlling interest		(59,895)	(73,585)
Shareholders of Velocity Property Group Limited		<u>157,813</u>	<u>2,198,705</u>
		<u>97,918</u>	<u>2,125,120</u>
		<b>Cents</b>	<b>Cents</b>
Basic earnings per share	9	0.04	0.78
Diluted earnings per share	9	0.04	0.78

*The above statement of comprehensive income should be read in conjunction with the accompanying notes*

**Velocity Property Group Limited**  
**Statement of financial position**  
**As at 30 June 2018**



	Note	Consolidated 2018 \$	2017 \$
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents	10	3,720,463	4,853,474
Trade and other receivables		63,290	58,916
Inventories	12	64,941,295	28,093,260
Other	13	311,308	271,400
<b>Total current assets</b>		<u>69,036,356</u>	<u>33,277,050</u>
<b>Non-current assets</b>			
Investment properties	14	7,214,000	10,559,000
Property, plant and equipment	15	1,095,657	23,519
Intangibles		3,450	5,451
<b>Total non-current assets</b>		<u>8,313,107</u>	<u>10,587,970</u>
<b>Total assets</b>		<u>77,349,463</u>	<u>43,865,020</u>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	16	3,950,187	604,472
Borrowings	17	43,762,671	20,663,312
Employee benefits		26,062	14,898
Redeemable preference shares	18	3,196,821	3,196,821
<b>Total current liabilities</b>		<u>50,935,741</u>	<u>24,479,503</u>
<b>Non-current liabilities</b>			
Borrowings	19	7,783,343	907,500
Deferred tax	8	689,179	634,735
<b>Total non-current liabilities</b>		<u>8,472,522</u>	<u>1,542,235</u>
<b>Total liabilities</b>		<u>59,408,263</u>	<u>26,021,738</u>
<b>Net assets</b>		<u>17,941,200</u>	<u>17,843,282</u>
<b>Equity</b>			
Issued capital	21	15,216,548	15,216,548
Reserves	22	472,862	472,862
Retained profits		2,389,518	2,231,705
Equity attributable to the shareholders of Velocity Property Group Limited		<u>18,078,928</u>	<u>17,921,115</u>
Non-controlling interest		(137,728)	(77,833)
<b>Total equity</b>		<u>17,941,200</u>	<u>17,843,282</u>

*The above statement of financial position should be read in conjunction with the accompanying notes*

**Velocity Property Group Limited**  
**Statement of changes in equity**  
**For the year ended 30 June 2018**



	Issued capital \$	Reserves - predecessor accounting \$	Retained profits \$	Non- controlling interest \$	Total equity \$
<b>Consolidated</b>					
Balance at 1 July 2016	7,441	472,862	33,000	(4,248)	509,055
Profit/(loss) after income tax expense for the year	-	-	2,198,705	(73,585)	2,125,120
Other comprehensive income for the year, net of tax	-	-	-	-	-
Total comprehensive income for the year	-	-	2,198,705	(73,585)	2,125,120
<i>Transactions with Shareholders in their capacity as Shareholders:</i>					
Contributions of equity, net of transaction costs (note 21)	15,209,107	-	-	-	15,209,107
Balance at 30 June 2017	15,216,548	472,862	2,231,705	(77,833)	17,843,282
	Issued capital \$	Reserves - predecessor accounting \$	Retained profits \$	Non- controlling interest \$	Total equity \$
<b>Consolidated</b>					
Balance at 1 July 2017	15,216,548	472,862	2,231,705	(77,833)	17,843,282
Profit/(loss) after income tax expense for the year	-	-	157,813	(59,895)	97,918
Other comprehensive income for the year, net of tax	-	-	-	-	-
Total comprehensive income for the year	-	-	157,813	(59,895)	97,918
Balance at 30 June 2018	15,216,548	472,862	2,389,518	(137,728)	17,941,200

*The above statement of changes in equity should be read in conjunction with the accompanying notes*



**Velocity Property Group Limited**  
**Statement of cash flows**  
**For the year ended 30 June 2018**



	Note	Consolidated	
		2018	2017
		\$	\$
<b>Cash flows from operating activities</b>			
Receipts from customers (inclusive of GST)		18,846,671	17,497,424
Payments to suppliers and employees (inclusive of GST)		<u>(51,421,720)</u>	<u>(18,813,070)</u>
		(32,575,049)	(1,315,646)
Interest received		50,992	71,164
Interest and other finance costs paid		(213,318)	(182,480)
Income taxes refunded		<u>-</u>	<u>(2,878)</u>
Net cash used in operating activities	11	<u>(32,737,375)</u>	<u>(1,429,840)</u>
<b>Cash flows from investing activities</b>			
Payments for investment properties		-	(713,236)
Payments for property, plant and equipment		(1,084,671)	(15,659)
Proceeds from disposal of investment properties		3,345,002	2,050,000
Proceeds from disposal of property, plant and equipment		<u>1,989</u>	<u>-</u>
Net cash from investing activities		<u>2,262,320</u>	<u>1,321,105</u>
<b>Cash flows from financing activities</b>			
Proceeds from issue of shares	21	-	10,275,639
Proceeds from borrowings		44,297,841	3,896,940
Repayment of borrowings		<u>(14,955,797)</u>	<u>(12,527,156)</u>
Net cash from financing activities		<u>29,342,044</u>	<u>1,645,423</u>
Net increase/(decrease) in cash and cash equivalents		(1,133,011)	1,536,688
Cash and cash equivalents at the beginning of the financial year		<u>4,853,474</u>	<u>3,316,786</u>
Cash and cash equivalents at the end of the financial year	10	<u>3,720,463</u>	<u>4,853,474</u>

*The above statement of cash flows should be read in conjunction with the accompanying notes*

## **Note 1. General information**

The financial statements cover Velocity Property Group Limited as a Group consisting of Velocity Property Group Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is Velocity Property Group Limited's functional and presentation currency.

Velocity Property Group Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Velocity Property Group Limited  
Unit 9 / 462 Hawthorne Road  
Bulimba, Qld, 4171

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

The financial statements were authorised for issue, in accordance with a resolution of directors, on 27 August 2018. The directors have the power to amend and reissue the financial statements.

## **Note 2. Significant accounting policies**

The principal accounting policies adopted in the preparation of the financial statements are set out either in the respective notes or below. These policies have been consistently applied to all the years presented, unless otherwise stated.

### **New or amended Accounting Standards and Interpretations adopted**

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

Additionally, any new or amended Accounting Standards or Interpretations that are not yet mandatory have also been early adopted.

The adoption of these Accounting Standards and Interpretations did not have any impact on the financial performance or position of the Group.

The following Accounting Standards and Interpretations are most relevant to the Group:

#### ***AASB 9 Financial Instruments***

The Group has adopted AASB 9 from 1 July 2017. The standard replaces all previous versions of AASB 9 and completes the project to replace IAS 39 'Financial Instruments: Recognition and Measurement'. AASB 9 introduces new classification and measurement models for financial assets. A financial asset shall be measured at amortised cost, if it is held within a business model whose objective is to hold assets in order to collect contractual cash flows, which arise on specified dates and solely principal and interest. All other financial instrument assets are to be classified and measured at fair value through profit or loss unless the entity makes an irrevocable election on initial recognition to present gains and losses on equity instruments (that are not held-for-trading) in other comprehensive income ('OCI'). For financial liabilities, the standard requires the portion of the change in fair value that relates to the entity's own credit risk to be presented in OCI (unless it would create an accounting mismatch). New simpler hedge accounting requirements are intended to more closely align the accounting treatment with the risk management activities of the entity. New impairment requirements will use an 'expected credit loss' ('ECL') model to recognise an allowance. Impairment will be measured under a 12-month ECL method unless the credit risk on a financial instrument has increased significantly since initial recognition in which case the lifetime ECL method is adopted.

## **Note 2. Significant accounting policies (continued)**

### *AASB 15 Revenue from Contracts with Customers*

The Group has adopted AASB 15 from 1 July 2017. The standard provides a single standard for revenue recognition. The core principle of the standard is that an entity will recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The standard will require: contracts (either written, verbal or implied) to be identified, together with the separate performance obligations within the contract; determine the transaction price, adjusted for the time value of money excluding credit risk; allocation of the transaction price to the separate performance obligations on a basis of relative stand-alone selling price of each distinct good or service, or estimation approach if no distinct observable prices exist; and recognition of revenue when each performance obligation is satisfied. Credit risk will be presented separately as an expense rather than adjusted to revenue. For goods, the performance obligation would be satisfied when the customer obtains control of the goods. For services, the performance obligation is satisfied when the service has been provided, typically for promises to transfer services to customers. For performance obligations satisfied over time, an entity would select an appropriate measure of progress to determine how much revenue should be recognised as the performance obligation is satisfied. Contracts with customers will be presented in an entity's statement of financial position as a contract liability, a contract asset, or a receivable, depending on the relationship between the entity's performance and the customer's payment. Sufficient quantitative and qualitative disclosure is required to enable users to understand the contracts with customers; the significant judgements made in applying the guidance to those contracts; and any assets recognised from the costs to obtain or fulfil a contract with a customer.

### **Basis of preparation**

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

The notes include information which is required to understand the financial statements and is material and relevant to the operations, the financial position and performance of the Group. Information is considered relevant and material if:

- it is significant in size or nature;
- it is important in understanding the results of the Group;
- it helps to explain the impact of significant changes in the Group's business; or
- it is important to the Group's future performance.

### *Historical cost convention*

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss and investment properties.

### *Rounding*

The financial statements have been prepared on a consistent basis, however in some instances, prior year numbers might appear different due to the rounding off of numbers.

### Note 3. Revenue

#### Revenue recognition accounting policy

Revenue is recognised when the transfer of promised goods or services to customers in an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

Revenues are recognised net of the amount of the associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case, it is recognised as part of the revenue.

Revenue is recognised for the major business activities as follows:

#### *Sale of properties*

Revenue is recognised when the Group's performance obligations have been satisfied and control of the properties have passed from the Group to the buyer. This is considered to be at settlement for the sale of the properties. There was no sale of properties on accrued revenue in the current reporting period (2017: \$0).

#### *Interest income*

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

#### *Rental income*

Rent revenue from investment properties is recognised on a straight-line basis over the lease term. Lease incentives granted are recognised as part of the rental revenue. Contingent rentals are recognised as income in the period when earned.

#### *Net fair value gain on investment properties*

Adjustments to the fair value of investment properties are recorded within the other revenues account in profit and loss. Fair value is determined in accordance with the accounting policy in note 31.

### Note 4. Other revenue from operations

	<b>Consolidated</b>	
	<b>2018</b>	<b>2017</b>
	<b>\$</b>	<b>\$</b>
Commission on property sales	-	28,315
Commercial loan forgiveness	-	72,545
Rental income	331,206	178,269
Interest received	50,992	71,163
Net fair value gain on investment properties	-	2,819,878
Unrealised foreign exchange gain	-	207,392
Fair value gain/(loss) on sale of assets	(128,264)	(8,187)
Other	-	89,189
	<u>253,934</u>	<u>3,458,564</u>

### Note 5. Cost of property development and construction

	<b>Consolidated</b>	
	<b>2018</b>	<b>2017</b>
	<b>\$</b>	<b>\$</b>
Cost of goods sold	13,227,332	10,848,061
Finance costs	758,450	1,360,344
	<u>13,985,782</u>	<u>12,208,405</u>

### Note 5. Cost of property development and construction (continued)

#### Costs of goods sold accounting policy

Development costs include land, consultants, construction costs, statutory charges and finance costs required to deliver the project. These costs are initially capitalised as trading stock for accounting purposes and the carrying amount of those trading stock are recognised as an expense in the period in which revenue is generated through the settlement of a project.

Marketing and advertising costs are expensed for accounting purposes when incurred, ahead of recognising revenue from a project. This can distort the reported returns on projects, especially when projects are delivered in different reporting periods to the marketing and advertising costs being incurred.

Adjustments to the net realisable value of trading stock are recorded within the cost of goods sold account in comprehensive income. Net realisable value is determined in accordance with the accounting policy in note 12. There were no adjustments to the net realisable value of trading stock in the current period (2017: \$0).

### Note 6. Administration and other expenses

	Consolidated	
	2018	2017
	\$	\$
Legal costs	30,397	262,210
Finance costs	255,240	242,732
Rental property expenses	261,982	131,912
Other administration expenses	913,431	1,184,223
Unrealised foreign exchange loss	470,134	-
Realised foreign exchange loss	163,036	-
	2,094,220	1,821,077

### Note 7. Expenses

Expenses are recognised net of the amount of the associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case it is recognised as part of the expense.

### Note 8. Income tax

	Consolidated	
	2018	2017
	\$	\$
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Profit before income tax expense	152,362	2,918,441
Tax at the statutory tax rate of 30%	45,709	875,532
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Share of associate tax expense	-	44,151
Utilisation of unrecognised capital losses on sale of investment property	-	(97,869)
Prior year adjustments	3,525	(22,966)
Sundry	5,210	(5,527)
Income tax expense	54,444	793,321
	Consolidated	Consolidated
	2018	2017
	\$	\$
<i>Amounts credited directly to equity</i>		
Deferred tax assets	-	(168,370)

Note 8. Income tax (continued)

	Consolidated 2018 \$	2017 \$
<i>Deferred tax asset</i>		
Deferred tax asset comprises temporary differences attributable to:		
Amounts recognised in profit or loss:		
Revenue tax losses available to offset against future income	938,312	550,606
Employee benefits not immediately deductible for tax	7,818	4,469
Superannuation expense not immediately deductible for tax	2,254	9
Borrowing costs not immediately deductible for tax	119,682	27,690
Prepayment expenses not immediately deductible for tax	16,338	24,434
Initial public offer expenses not immediately deductible for tax	149,766	199,688
	<u>1,234,170</u>	<u>806,896</u>
Deferred tax asset		
Movements:		
Opening balance	806,896	987,365
Credited to equity	-	168,370
Superannuation payable	2,245	(53)
Employee provisions	3,348	2,129
Revenue tax losses	387,706	(434,357)
Prepayment expenses	(8,095)	24,434
Borrowing costs	91,992	27,690
Initial public offer expenses	(49,922)	31,318
	<u>1,234,170</u>	<u>806,896</u>
Closing balance		

	Consolidated 2018 \$	2017 \$
<i>Deferred tax liability</i>		
Deferred tax liability comprises temporary differences attributable to:		
Amounts recognised in profit or loss:		
Development costs deductible for tax but capitalised for accounting	(1,317,997)	(461,648)
Investment property revaluations not currently assessable for tax	(649,024)	(917,766)
Unrealised foreign gain not currently assessable for tax.	78,823	(62,218)
Investment properties accumulated capital works deductions	(35,152)	-
	<u>(1,923,350)</u>	<u>(1,441,632)</u>
Deferred tax liability		
Movements:		
Opening balance	(1,441,632)	(993,938)
Development costs	(856,349)	13,449
Investment property revaluations	268,742	(398,925)
Unrealised foreign exchange gains	141,041	(62,218)
Investment properties accumulated capital works	(35,152)	-
	<u>(1,923,350)</u>	<u>(1,441,632)</u>
Closing balance		

Deferred tax asset and deferred tax liability balances are not shown separately, instead offsetting each other and disclosed as a singular line item on the statement of financial position. The net deferred tax balance at reporting date was a liability of \$689,179 (2017: liability of \$634,735).

## Note 8. Income tax (continued)

### Accounting policy for income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

### Tax consolidation

The Company and its 100% owned Australian resident subsidiaries formed an income tax consolidated group with effect from 7 July 2015.

### Tax effect accounting by members of the tax consolidated group

Members of the tax consolidated group have entered into a tax funding agreement. Current and deferred taxes are allocated to members of the tax consolidated group in accordance with principles of *AASB 112 Income Taxes*. The allocation of taxes under the tax funding agreement is recognised as an increase/decrease in the subsidiaries inter-company accounts with the parent entity.

## Note 9. Earnings per share

	Consolidated	
	2018	2017
	\$	\$
Profit after income tax	97,918	2,125,120
Non-controlling interest	59,895	73,585
Profit after income tax attributable to the shareholders of Velocity Property Group Limited	<u>157,813</u>	<u>2,198,705</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>361,921,498</u>	<u>280,808,134</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>361,921,498</u>	<u>280,808,134</u>
	Cents	Cents
Basic earnings per share	0.04	0.78
Diluted earnings per share	0.04	0.78

### Note 9. Earnings per share (continued)

#### Accounting policy for earnings per share

##### Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the shareholders of Velocity Property Group Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

##### Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

There were no dilutive interests in the current or comparative periods.

### Note 10. Current assets - cash and cash equivalents

	Consolidated	
	2018	2017
	\$	\$
Cash at bank	3,720,463	4,853,474

#### Accounting policy for cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. For the statement of cash flows presentation purposes, cash and cash equivalents also includes bank overdrafts, which are shown within borrowings in current liabilities on the statement of financial position. The balance of bank overdraft facilities at the reporting date was \$0 (2017: \$150).

Cash at bank earns interest at fixed or variable rates based on the bank deposit rates.

#### Outflow from operations

In the consolidated statement of cash flows, cash outflows include payments to suppliers and employees totalling \$51,421,720 (2017: \$18,813,070). These payments include the committed acquisition of new projects totalling \$0 (2017: \$1,107,716). It also includes payments to suppliers in the course of project development which may be funded ahead of recognising revenue. These costs amount to approximately \$40,172,597 (2017: \$10,476,597). These payments which total \$40,172,597 (2017: \$11,584,313) are partially funded by the project finance facilities provided by the Group's financiers. Financing arrangements are detailed at note 19.



**Note 11. Reconciliation of profit after income tax to net cash used in operating activities**

	Consolidated	
	2018	2017
	\$	\$
Profit after income tax expense for the year	97,918	2,125,120
Adjustments for:		
Depreciation and amortisation	12,546	9,122
Net loss on disposal of non-current assets	-	8,186
Net fair value gain on investment properties	-	(2,819,878)
Foreign exchange differences	633,170	(207,392)
Change in operating assets and liabilities:		
Decrease/(increase) in trade and other receivables	(4,374)	284,577
Increase in inventories	(36,848,046)	(1,490,609)
Increase in prepayments	(16,175)	(199,680)
Decrease/(increase) in other operating assets	(23,736)	44,157
Increase in trade and other payables	3,345,715	189,562
Decrease in provision for income tax	-	(2,878)
Increase in deferred tax liabilities	54,444	628,162
Increase in employee benefits	11,163	1,711
	<u>633,170</u>	<u>(207,392)</u>
Net cash used in operating activities	<u>(32,737,375)</u>	<u>(1,429,840)</u>

**Note 12. Current assets - inventories**

	Consolidated	
	2018	2017
	\$	\$
Trading stock expected to be realised within 12 months	27,049,934	9,850,274
Trading stock expected to be realised after 12 months	<u>37,891,361</u>	<u>18,242,986</u>
	<u>64,941,295</u>	<u>28,093,260</u>

During the year, trading stock transferred to cost of goods sold on the statement of comprehensive income was \$13,514,428 (2017: \$11,659,109).

During the year, borrowing costs relating to the establishment and registration of new borrowing facilities totalled \$725,506 (2017: \$92,912) were capitalised into trading stock. At balance date, trading stock includes capitalised interest of \$2,758,059 (2017: \$1,008,950).

*Inventories accounting policy*

Trading stock is measured at the lower of cost and net realisable value. Development costs include land, the costs of acquiring the land, consultants, holding and finance costs incurred from when the land is acquired until the project is fully developed and sold.

Deposits paid for the committed acquisition of trading stock are classified as trading stock.

Projects that are expected to be completed and settlements achieved within 12 months of the end of the reporting date, the trading stock costs relating to those projects are classified above as 'expected to be realised within 12 months'. Trading stock costs incurred on all other projects are classified as 'expected to be realised in greater than 12 months'.

#### Note 12. Current assets - inventories (continued)

##### *Net realisable value of trading stock*

Net realisable value is based on the estimated selling price in the ordinary course of business (net of selling costs and GST). This assessment reflects current market assessments and previous experience. It is also based on management's intentions in the planned manner of the disposal of the asset, either through development and sale or disposal as is.

The Group periodically assesses whether trading stock is held at the lower of cost or net realisable value with an estimate made at least at each reporting date. Where the carrying amount of trading stock exceeds the net realisable value, a provision is raised to reduce its value to net realisable value. Possible reversals of the provision occur when ever an event of change in circumstance indicates that the impairment may be reversed.

#### Note 13. Current assets - other

	Consolidated 2018 \$	2017 \$
Prepayments	256,175	240,000
Development site deposits & other deposits	55,133	31,400
	<u>311,308</u>	<u>271,400</u>

#### Note 14. Non-current assets - investment properties

	Consolidated 2018 \$	2017 \$
Acquisition and development costs	5,050,586	7,499,778
Revaluation increments	2,163,414	3,059,222
	<u>7,214,000</u>	<u>10,559,000</u>

##### *Reconciliation*

Reconciliation of the fair values at the beginning and end of the current and previous financial year are set out below:

Opening fair value	10,559,000	4,046,124
Additions through subsequent expenditure	-	713,236
Disposals	(3,345,000)	(2,058,186)
Revaluation increments	-	2,819,878
Additions through re-classification from trading stock	-	5,037,948
	<u>7,214,000</u>	<u>10,559,000</u>

During the period, the Group disposed of a commercial investment property at Hawthorne and a residential investment property at Red Hill for the approximate book value.

##### *Valuations of investment properties*

The basis of the valuation of investment properties is fair value. Valuations are based on current prices in an active market for similar properties of the same location and condition, subject to similar leases and takes into consideration rental yields or returns on investment. At balance date, the Group used a director's valuation to estimate the fair market value of the residential investment properties and the value was determined to be \$7,214,000 (2017: \$7,909,000) (level 3). For clarity, this valuation is lower than the prior year due to the sole fact that a residential property was sold during the current period.

Independent valuations were sought by the Group on the commercial investment properties. At balance date, the value on commercial investment properties was determined to be \$0 due to the fact that the only commercial property previously held was sold during the current period (2017: \$2,650,000).

#### Note 14. Non-current assets - investment properties (continued)

Refer to note 31 for further information on fair value measurement.

##### *Accounting policy for investment properties*

Investment properties principally comprise of freehold land and buildings held for long-term rental and capital appreciation that are not occupied by the Group. Investment properties are initially recognised at cost, including transaction costs, and are subsequently remeasured annually at fair value. Movements in fair value are recognised directly to profit or loss.

Investment properties are derecognised when disposed of or when there is no future economic benefit expected.

Investment properties also include properties under construction for future use as investment properties. When an investment property is developed, costs include the cost of construction incurred up to the point where the asset is complete, which is the point at which it is capable of being operated as intended. Until completion, these are carried at the lower of fair value or costs.

Transfers are made to investment properties when and only when there is a change in use, evidenced by ending of owner occupation or a change of intention to hold the property for long-term rental and capital appreciation which is usually accompanied with an operating lease to another party.

Transfers are made from investment properties when, and only when there is a change in use evidenced by commencement of owner-occupation or commencement of development with a view to sale.

#### Note 15. Non-current assets - property, plant and equipment

	Consolidated 2018 \$	2017 \$
Land and buildings - at cost	1,044,176	-
Plant and equipment - at cost	37,674	-
Less: Accumulated depreciation	(959)	-
	<u>36,715</u>	<u>-</u>
Office equipment - at cost	31,418	31,548
Less: Accumulated depreciation	(16,652)	(8,029)
	<u>14,766</u>	<u>23,519</u>
	<u>1,095,657</u>	<u>23,519</u>

##### *Accounting policy for property, plant and equipment*

Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives as follows:

Buildings	40 years
Plant and equipment	3-15 years
Office equipment	1-10 years

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the Group. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss. Any revaluation surplus reserve relating to the item disposed of is transferred directly to retained profits.

**Note 16. Current liabilities - Trade and other payables**

	Consolidated	
	2018	2017
	\$	\$
Trade payables	3,508,190	607,895
Other payables	441,997	(3,423)
	<u>3,950,187</u>	<u>604,472</u>

Refer to note 25 for further information on financial instruments and risk management.

*Accounting policy for trade and other payables*

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

**Note 17. Current liabilities - borrowings**

	Consolidated	
	2018	2017
	\$	\$
Bank loans	31,120,677	13,605,899
Non-bank loans	12,641,994	7,057,413
	<u>43,762,671</u>	<u>20,663,312</u>

Refer to note 19 for further information on assets pledged as security and financing arrangements.

Refer to note 25 for further information on financial instruments and risk management.

**Note 18. Current liabilities - Redeemable preference shares**

	Consolidated	
	2018	2017
	\$	\$
Redeemable preference shares	<u>3,196,821</u>	<u>3,196,821</u>

The redeemable preference shares represent the value of the contribution of the ONE Palm Beach land site by the former owner, net of proceeds received when the site was acquired by the Group. This contribution is ultimately repaid from the net proceeds on the sale of the project after all secured project debt is repaid. Further details on the ONE Palm Beach project entity is outline in note 24.

**Note 19. Non-current liabilities - borrowings**

	Consolidated	
	2018	2017
	\$	\$
Bank loans	1,256,619	907,500
Non-bank loans	6,526,724	-
	<u>7,783,343</u>	<u>907,500</u>

Refer to note 25 for further information on financial instruments and risk management.

**Note 19. Non-current liabilities - borrowings (continued)**

*Total secured liabilities*

The total secured liabilities (current and non-current) are as follows:

	<b>Consolidated</b>	
	<b>2018</b>	<b>2017</b>
	\$	\$
Bank loans	32,377,296	14,513,399
Non-bank loans	19,168,718	7,057,413
	<u>51,546,014</u>	<u>21,570,812</u>

*Assets pledged as security*

The bank loans are secured by first mortgages over the Group's development properties, investment properties and land and buildings. Furthermore, guarantees and general security agreements over the existing and future assets and undertakings of controlled entities are provided by the Company along with a limited guarantee and indemnity by Mr Brendon Ansell (Managing Director) over the borrowings of the subsidiaries controlled by the Group.

Non-bank loans (secured) are bound by either a deed of security agreement or loan agreements. Where loan agreements are in place, first and/or second ranking mortgages are provided when required to secure the borrowings.

The terms of the deed of security agreement are that the Group provides the security interest over the secured property to the secured party to secure payment of the borrowings. The Security interest means a security interest over the Group's present and after-acquired property including but not limited to a security interest over all circulating assets and non-circulating assets. Secured property means all property, rights and undertakings of the Group whether present or future, legal or equitable, and wherever situated, including, without limitation, all real and personal property, choses in action, goodwill and uncalled capital and called but unpaid capital from time to time and all present and after-acquired property.

The carrying amounts of assets pledged as security for current and non-current borrowings are:

	<b>Consolidated</b>	
	<b>2018</b>	<b>2017</b>
	\$	\$
Trading stock	62,231,837	28,093,257
Investment properties	7,214,000	10,559,002
	<u>69,445,837</u>	<u>38,652,259</u>

**Note 19. Non-current liabilities - borrowings (continued)**

*Financing arrangements*

The Group had access to borrowing facilities at the end of the reporting period including facilities in an international currency (Singapore Dollar). The facilities have been split up into "working capital" facilities and "project specific" facilities. The working capital facilities are available to the Group on a come and go basis. The undrawn amount of project specific facilities are available progressively for the purposes of delivering the specific projects they are funding. A summary of the Australian currency facilities are below:

	<b>Consolidated</b>	
	<b>2018</b>	<b>2017</b>
	<b>\$</b>	<b>\$</b>
Total facilities		
Bank facilities	44,553,366	22,512,750
Non-bank facilities	10,496,323	-
	<u>55,049,689</u>	<u>22,512,750</u>
Used at the reporting date		
Bank facilities	32,377,296	14,513,399
Non-bank facilities	10,496,323	-
	<u>42,873,619</u>	<u>14,513,399</u>
Unused at the reporting date		
Bank facilities	12,176,070	7,999,351
Non-bank facilities	-	-
	<u>12,176,070</u>	<u>7,999,351</u>

At the reporting date, the Group had working capital facilities of \$4,390,000 (2017: \$4,050,000) and undrawn balances on these facilities totalling \$8,615 (2017: \$1,046,877).

In addition to the above, the Group has facilities in Singapore Dollars ('SGD').

A working capital facility is utilised and SGD \$7,500,000 is the permitted draw downs allowed in accordance with the deed of security agreement covering this facility. At the reporting date, the amount drawn down was SGD \$3,669,000 (2017: SGD \$7,169,000) and the undrawn balance is SGD \$3,831,000 (2017: SGD \$331,000).

A project specific facility is utilised and SGD \$5,000,000 (2017: SGD \$0) is the facility balance at the reporting date. This facility is fully drawn.

Foreign exchange movement and capitalised interest on the SGD working capital facility explains the difference between facilities utilised at balance date and the carrying value of borrowings.

*Accounting policy for borrowings*

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan.

Where there is an unconditional right to defer settlement of the liability for at least 12 months after the reporting date, the loans or borrowings are classified as non-current. Where borrowings are required to be repaid out of specific property settlements, which are not available for redraw, the borrowings are classified as current to the extent settlements are projected to occur within 12 months from reporting date.

*Borrowing costs accounting policy*

Borrowing costs incurred for the construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Trading stock is a qualifying asset and all borrowings are attributable to qualifying assets.

**Note 20. Commitments**

Controlled entities within the Group have entered into land acquisition contracts for project development with a contract value of \$0 (2017: \$10,600,000 + GST) in the normal course of business which will settle subsequent to year end with deposits paid of \$0 (2017: \$1,000,000) recorded in trading stock.

The Group has operating lease commitments of \$241,774 for offices over a 2 year and 6 month period (2017: \$176,333 for offices over a 1 year 11 month period).

**Note 21. Equity - issued capital**

	<b>2018</b>	<b>Consolidated</b>		
	<b>Shares</b>	<b>2017</b>	<b>2018</b>	<b>2017</b>
		<b>Shares</b>	<b>\$</b>	<b>\$</b>
Ordinary shares - fully paid	361,921,498	361,921,498	15,216,548	15,216,548

*Movements in ordinary share capital*

<b>Details</b>	<b>Date</b>	<b>Shares</b>	<b>\$</b>
Balance	1 July 2016	7,153,890	7,154
Shares issued - pre IPO	19 August 2016	2,846,100	2,847
Share split	19 September 2016	240,000,000	-
Shares issued - pre IPO	22 September 2016	58,587,277	4,933,047
Shares issued - IPO (net of transaction costs)	7 February 2017	53,334,231	10,273,500
Balance	30 June 2017	<u>361,921,498</u>	<u>15,216,548</u>
Balance	30 June 2018	<u>361,921,498</u>	<u>15,216,548</u>

*Ordinary shares*

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

*Share buy-back*

There is no current on-market share buy-back.

*Options*

At 30 June 2018, no options (2017: nil) were outstanding over unissued ordinary shares of the Company.

*Capital risk management*

The Group's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current Company's share price at the time of the investment. The Group is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

The Group's financing arrangements are subject to certain covenants and meeting these is given priority in all capital risk management decisions. There have been no events of default on the financing arrangements during the financial year.

### Note 21. Equity - issued capital (continued)

#### Accounting policy for issued capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

### Note 22. Equity - reserves

	Consolidated	
	2018	2017
	\$	\$
Predecessor Accounting Reserves	472,862	472,862

#### Predecessor accounting reserves

The predecessor accounting reserve was created as a result of a corporate restructure undertaken in 2015. As this was a common control transaction whereby all parties to the restructure were ultimately controlled by the same party, no fair value adjustments were recorded on the acquisition and the difference between the net assets acquired and the consideration paid was recognised in the predecessor accounting reserve. This reserve is expected to stay in place for the foreseeable future.

### Note 23. Equity - dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

### Note 24. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2:

Name	Principal place of business / Country of incorporation	Ownership interest	
		2018 %	2017 %
Velocity Project Marketing Pty Ltd		100.00%	100.00%
Velocity Property Hawthorne Pty Ltd		100.00%	100.00%
46 Cadell Pty Ltd		100.00%	100.00%
Fusion 462 Pty Ltd		100.00%	100.00%
39 Ellerslie Pty Ltd		100.00%	100.00%
48 Orchard Street Pty Ltd		100.00%	100.00%
Vue at Red Hill Pty Ltd		100.00%	100.00%
Velocity Property Red Hill Pty Ltd		100.00%	100.00%
1 Nathan Street Pty Ltd		100.00%	100.00%
Velocity Holdings No 1 Pty Ltd		100.00%	100.00%
Velocity Holdings No 2 Pty Ltd		100.00%	100.00%
Byron Riverfront Pty Ltd		100.00%	100.00%
Velocity Property No 5 Pty Ltd		100.00%	100.00%
Velocity Property Oxford Pty Ltd		100.00%	100.00%
Oxford Views Pty Ltd		100.00%	100.00%
372 The Esplanade Pty Ltd		50.00%	50.00%
Two Twenty-Seven Pty Ltd		100.00%	-

All subsidiaries listed above were incorporated and have their principal place of business in Australia.

Velocity Holdings No 4 Pty Ltd changed its name to Byron Riverfront Pty Ltd during the year.



#### Note 24. Interests in subsidiaries (continued)

##### *ONE Palm Beach project*

In 2016, the Group and the previous owner of the ONE Palm Beach site ("land owner") formed a 50/50 partnership for the purpose of undertaking the development and construction of the project. The arrangement between the parties is governed by the constitution and shareholders' agreement of 372 The Esplanade Pty Ltd ("372"), the special purpose vehicle for the project. The Group holds 50% of the ordinary shares of 372 and all of the B class voting shares, which provides the Group control of the project company. Under the agreement, the Group will provide funding for the project and will manage the development.

##### *Principles of consolidation*

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting year. Subsidiaries are all those entities over which the Group has control. Control is achieved when the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its returns.

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangement; and
- The Group's voting rights and potential voting rights.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the statement of comprehensive income from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of the other comprehensive income are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interest having a deficit balance. When necessary, adjustments are made to the financial statements of the subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to the transactions between members of the Group are eliminated in full on consolidation.

## Note 25. Financial instruments and risk management

### Financial risk management objectives

The Group's principal financial instruments comprise cash, payables, loans and borrowings.

The Group manages its exposure to key financial risks, including interest rate, foreign exchange rate, liquidity and credit risk in accordance with the Group's financial risk management framework. The Board has overall responsibility for the establishment and oversight of the risk management policy. The objective of the policy is to support delivery of the Group's financial targets whilst protecting future financial security.

Risk management policies are established and include the identification and analysis of the risk exposure of the Group, to set appropriate limits and controls and to monitor risks and adherence to limits.

The Group's audit and risk management committee oversees how management monitors compliance with the Group's risk management framework and reviews the adequacy of the framework in relation to the risks faced by the Group. Management undertakes periodic reviews of risk management controls and procedures, the results of which are reported to the audit and risk management committee.

The main risks arising from the Group's financial instruments are interest rate risk, foreign exchange rate risk, liquidity risk and credit risk. The Group uses different methods to measure and manage different types of risks to which it is exposed. These include monitoring levels or exposure to interest rates and foreign exchange rates and assessments of market forecasts for these rates. Liquidity risk is monitored through the development of future rolling forecasts. Credit risk is managed through thorough due diligence of counter-parties and ensuring there is no significant concentration of credit risk.

### Market risk

#### Foreign currency risk

The Group undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations.

The Group's exposure to the risk of changes in foreign exchange rates relates to borrowings from foreign lenders.

In order to protect against exchange rate movements, the Group is constantly updated on foreign exchange conditions and events by its foreign exchange advisors. As part of managing this risk, the Group will enter into foreign exchange products such as forward exchange contracts when payment amount and dates become certain. Such is the nature of property development and its borrowings, repayment dates are often tied to a project's completion and this date is only available at short notice once all council and government approvals have been received. Foreign exchange risk is also measured using sensitivity analysis and cash flow forecasting.

The carrying amount of the Group's foreign currency denominated financial assets and financial liabilities at the reporting date were as follows:

Consolidated	Assets		Liabilities	
	2018 \$	2017 \$	2018 \$	2017 \$
Singapore dollars (SGD \$)	-	-	8,750,447	7,456,863

Based on this exposure, had the Australian dollars weakened by 5% / strengthened by 5% (2017: weakened by 5% / strengthened by 5%) against these foreign currencies with all other variables held constant, the Group's profit before tax for the year would have been \$456,442 lower / \$412,971 higher (2017: \$371,443 lower / \$336,067 higher) and equity would have been \$319,509 lower / \$289,080 higher (2017: \$260,010 lower / \$235,247 higher). The percentage change is the expected overall volatility of the significant currencies, which is based on management's assessment of reasonable possible fluctuations taking into consideration movements over the last 6 months each year and the spot rate at each reporting date. The actual realised and unrealised foreign exchange loss for the year ended 30 June 2018 was \$633,177 (2017: gain of \$207,392).

A detailed description of the Group's foreign currency financing arrangements is contained in note 19.

## Note 25. Financial instruments and risk management (continued)

### Interest rate risk

Interest rate risk is the risk that the fair value of a financial instrument or future cash flows associated with it will fluctuate because of changes in market interest rates. The exposure to market interest rates primarily relates to interest bearing loans and borrowings issued at variable rates.

In assessing interest rate risk, the Group considers its loan maturity and cash flow profile and the outlook for interest rates over the medium term. To manage this, the Group may enter into hedging strategies that combine interest rate caps and floors, as well as floating to fixed interest rate swap contracts. However, the forecast cash position together with the forecast for low interest rates for the medium term has resulted in the Group retaining all of its Australian bank debt at a floating rate of interest. All non-bank debt is at fixed interest rates as this is the common practice for this sector of the lending industry.

The Group analyses its interest rate exposure on an on-going basis. Within this analysis, consideration is given to potential renewals of existing positions, alternative financing, and the mix of fixed and variable interest rates.

As at the reporting date, the Group had the following variable rate cash and borrowings:

Consolidated	2018		2017	
	Weighted average interest rate %	Balance \$	Weighted average interest rate %	Balance \$
Cash at bank	1.25%	3,720,463	1.25%	4,853,472
Bank & non-bank borrowing facilities	(5.09%)	<u>(32,377,296)</u>	(4.28%)	<u>(21,570,812)</u>
Net exposure to cash flow interest rate risk		<u>(28,656,833)</u>		<u>(16,717,340)</u>

An analysis by remaining contractual maturities is shown in 'liquidity risk' below.

### Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due.

The Group manages its liquidity by monitoring forecast cash flows on a monthly basis and matching the maturity profiles of financial assets and liabilities. These are reviewed by the Chief Financial Officer and presented to the Board as appropriate. The objective is to maintain a balance between the continuity of funding and flexibility through the use of borrowings for project specific developments. The project specific facilities will operate in line with the development of each project.

The maturity profile of all debt facilities is monitored on a regular basis by the Chief Financial Officer and ongoing financial plans are presented to the Board for approval well in advance of maturity.

### Remaining contractual maturity analysis

The following tables detail the Group's remaining contractual maturity for its financial instrument liabilities. The amounts disclosed in the tables are the contractual undiscounted cash flows. Where the impact of the discounting is not significant on balances due within 12 months, the amounts disclosed equal their carrying balances.

**Note 25. Financial instruments and risk management (continued)**

<b>Consolidated - 2018</b>	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
<b>Non-derivatives</b>					
<i>Non-interest bearing</i>					
Trade payables	1,240,729	-	-	-	1,240,729
Redeemable preference shares	3,196,821	-	-	-	3,196,821
<i>Interest-bearing - variable</i>					
Bank loans	31,120,678	1,256,619	-	-	32,377,297
<i>Interest-bearing - fixed rate</i>					
Other loans	8,925,000	-	6,526,724	3,716,994	19,168,718
<b>Total non-derivatives</b>	<b>44,483,228</b>	<b>1,256,619</b>	<b>6,526,724</b>	<b>3,716,994</b>	<b>55,983,565</b>

<b>Consolidated - 2017</b>	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
<b>Non-derivatives</b>					
<i>Non-interest bearing</i>					
Trade payables	604,470	-	-	-	604,470
Redeemable preference shares	-	3,196,821	-	-	3,196,821
<i>Interest-bearing - variable</i>					
Bank loans	13,605,899	-	-	907,500	14,513,399
Other loans	-	-	-	7,057,413	7,057,413
<b>Total non-derivatives</b>	<b>14,210,369</b>	<b>3,196,821</b>	<b>-</b>	<b>7,964,913</b>	<b>25,372,103</b>

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

**Fair value of financial instruments**

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

**Note 26. Key management personnel disclosures**

*Directors*

The following persons were directors of Velocity Property Group Limited during the financial year:

Brendon Ansell, Managing Director  
Philip Raff  
Michael Pearson  
Cherie Leatham

*Other key management personnel*

The following person also had the authority and responsibility for planning, directing and controlling the major activities of the Group, directly or indirectly, during the financial year:

Phillip Young, Chief Financial Officer

**Note 26. Key management personnel disclosures (continued)**

*Compensation*

The aggregate compensation made to directors and other members of key management personnel of the Group is set out below:

	Consolidated	
	2018	2017
	\$	\$
Short-term employee benefits	599,016	539,193
Post-employment benefits	45,126	38,969
	644,142	578,162

Detailed remuneration disclosures are provided in the remuneration report.

**Note 27. Related party transactions**

*Transactions with related parties*

The following transactions occurred with related parties:

	Consolidated	
	2018	2017
	\$	\$
Sale of goods and services:		
Revenue from sale of properties to director related family member	-	686,253
Payment for other expenses:		
Interest paid to director related party	190,114	22,619

Any transaction with directors, director related entities, close family members and other key management personnel and their related entities, are carried out in the ordinary course of business and on commercial terms which it is reasonable to expect the Group would have adopted in an arm's length transaction.

In the 2017 financial year, the Group launched its ONE Palm Beach development. Apartments were offered to the Group's employees for a 3% discount to the original list price. The discount was not at a material detriment to the Group as normal commercial commission to be paid by the Group to external sales agents historically range from 2.5% - 3.5%. As such, the Group's management regards the above discount as arm's length as the discount reflects a reasonable commission saving being passed on to the purchaser.

A director related entity purchased one apartment in the ONE Palm Beach development for a combined total list price of \$1,644,150. This development and subsequently the settlement of this apartment is due to be completed in the 2019 financial year.

An apartment in the Vue at Red Hill development sold and settled in the 2017 financial year to a family member of a director. The sale price for this apartment was \$750,000 (including GST) and was carried out at full commercial terms with no discount offered to the original list price.

The interest payments during the current year of \$190,114 are recorded in trading stock as at 30 June 2018. Interest costs incurred on borrowings in relation to a project development are capitalised during the period of time that it is required to complete and prepare the asset for its intended use or sale. Further information on this director related entity loan and interest payments are disclosed further below in this note.

*Receivable from and payable to related parties*

There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

## Note 27. Related party transactions (continued)

### Loans to/from related parties

The following balances are outstanding at the reporting date in relation to loans with related parties:

	Consolidated 2018 \$	2017 \$
Non-current borrowings:		
Loan from director related party	4,955,401	-

### Related party loan terms and conditions

During the period, the Group entered into a loan agreement with Byron Street Pte Ltd, a related party entity incorporated in Singapore and controlled by Philip Raff, who is an executive director of the Group. The commercial terms and the loan agreement itself reflect a transaction that was negotiated on an arm's length basis (or better) for the Group. The terms of the loan agreement are:

- The sole purpose of the SGD \$5,000,000 loan was to partly fund the acquisition of 39-45 Byron Street, Bulimba.
- Fixed interest rate of 8.8% per annum with interest payments every 6 months.
- Loan repayment date is 24 August 2020.

## Note 28. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by Crowe Horwath, the auditor of the Company:

	Consolidated 2018 \$	2017 \$
<i>Audit services - Crowe Horwath</i>		
Audit or review of the financial statements	53,398	114,625
<i>Other services - Crowe Horwath</i>		
Tax compliance and advice	15,215	41,622
Over services	8,508	7,339
	<u>23,723</u>	<u>48,961</u>
	<u>77,121</u>	<u>163,586</u>

In the 2017 financial year, audit services for the audit or review of the financial statements includes \$62,000 incurred for the investigating accountants report and advice prepared for the Group's prospectus.

## Note 29. Operating segments

### Operating segments accounting policy

The Group has identified its operating segments based on the internal reports that are reviewed and used by the chief operating decision makers in assessing performance and determining the allocation of resources.

The Group will also consider other factors such as the level of segment information used by the board of directors in assessing the performance and determining the allocation of resources. Operating segments are determined on the basis of financial information reported to the Board which is at the consolidated entity level.

Management currently identifies the consolidated entity as having only one operating segment, being the acquisition of prime sites for development into quality residential, commercial and mixed-use apartments. Accordingly, all significant operating decisions are based upon analysis of the consolidated entity as one segment. The financial results from the segments are equivalent to the financial statements of the Group.

**Note 30. Parent entity information**

Set out below is the supplementary information about the parent entity.

*Statement of comprehensive income*

	Parent	
	2018	2017
	\$	\$
Profit/(loss) after income tax	2,560,564	(2,328,159)
Total comprehensive income	<u>2,560,564</u>	<u>(2,328,159)</u>

*Statement of financial position*

	Parent	
	2018	2017
	\$	\$
Total current assets	<u>25,084,970</u>	<u>19,279,007</u>
Total assets	<u>25,139,901</u>	<u>19,307,977</u>
Total current liabilities	<u>3,871,882</u>	<u>7,181,694</u>
Total liabilities	<u>11,087,785</u>	<u>7,816,429</u>
Equity		
Issued capital	15,216,548	15,216,548
Predecessor Accounting Reserves	(402,139)	(402,139)
Accumulated losses	<u>(762,295)</u>	<u>(3,322,860)</u>
Total equity	<u>14,052,114</u>	<u>11,491,549</u>

The parent entity profit or (loss) was derived from intercompany interest, dividends and other transactions with subsidiaries.

*Guarantees entered into by the parent entity in relation to the debts of its subsidiaries*

The parent entity has provided guarantees over its assets in relation to the borrowings of its subsidiaries as described in note 19.

*Contingent liabilities*

The parent entity had no contingent liabilities as at 30 June 2018 and 30 June 2017.

*Capital commitments - Property, plant and equipment*

The parent entity had no capital commitments for property, plant and equipment as at 30 June 2018 and 30 June 2017.

**Note 31. Fair value measurement**

*Fair value hierarchy*

The following tables detail the Group's assets and liabilities, measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3: Unobservable inputs for the asset or liability

<b>Consolidated - 2018</b>	<b>Level 1</b> \$	<b>Level 2</b> \$	<b>Level 3</b> \$	<b>Total</b> \$
<i>Assets</i>				
Investment properties	-	-	7,214,000	7,214,000
Total assets	-	-	7,214,000	7,214,000

<b>Consolidated - 2017</b>	<b>Level 1</b> \$	<b>Level 2</b> \$	<b>Level 3</b> \$	<b>Total</b> \$
<i>Assets</i>				
Investment properties	-	2,650,000	7,909,000	10,559,000
Total assets	-	2,650,000	7,909,000	10,559,000

There were no transfers between levels during the financial year.

*Accounting policy for fair value measurement*

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described above, based on the lowest input that is significant to the fair value measurement as a whole.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisations at the end of the reporting period. There were no transfers between levels during the current reporting period.

The Group does not have any financial instruments measured at fair value. The fair value of cash, trade and other payables and trade and other receivables approximate their carrying values, largely due to the short-term maturities of these instruments.

Assets and liabilities measured at fair value are classified, into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed at each reporting date and transfers between levels are determined based on a reassessment of the lowest level of input that is significant to the fair value measurement.



**Note 31. Fair value measurement (continued)**

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

**Note 32. Events after the reporting period**

No matter or circumstance has arisen since 30 June 2018 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;
- the attached financial statements and notes give a true and fair view of the Group's financial position as at 30 June 2018 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors



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Brendon Ansell  
Managing Director



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Michael Pearson  
Chairman

27 August 2018

## Independent Auditor's Report

### To the Members of Velocity Property Group Limited

### Report on the Audit of the Financial Report

#### Opinion

We have audited the financial report of Velocity Property Group Limited (the Company and its subsidiaries (the Group)), which comprises the consolidated statement of financial position as at 30 June 2018, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of Group is in accordance with the *Corporations Act 2001*, including:

- (a) Giving a true and fair view of the Group's financial position as at 30 June 2018 and of its financial performance for the year then ended.
- (b) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

#### Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit 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* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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The title 'Partner' conveys that the person is a senior member within their respective division, and is among the group of persons who hold an equity interest (shareholder) in its parent entity, Findex Group Limited. The only professional service offering which is conducted by a partnership is the Crowe Horwath external audit division. All other professional services offered by Findex Group Limited are conducted by a privately owned organisation and/or its subsidiaries.

Key Audit Matter	How We Addressed the Key Audit Matter
<p><i>Valuation of inventories – Note 11</i></p> <p>The Group held a portfolio of projects under development and completed properties for sale that were classified as inventories. The carrying amount was a significant component of the Group’s total assets at \$64,941,295 at 30 June 2018.</p> <p>Inventories were valued at the lower of cost and net realisable value in accordance with AASB 120 <i>Inventories</i>.</p> <p>Significant judgement was applied by the directors in determining the carrying amount of inventory, as follows:</p> <ul style="list-style-type: none"> <li>▪ Capitalised development expenditure incurred is accumulated in respect of each identifiable project by applying the conditions as disclosed in note 11 to the financial statements; and</li> <li>▪ The determination of the net realisable value required estimations, including expected future selling prices and costs necessary to complete the sale of properties, and over what timeframes.</li> </ul> <p>Based on the significance of the inventory to the Group’s total assets and the judgements applied in determining the carrying amount, we have determined this matter to be a key audit matter.</p>	<p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none"> <li>▪ Obtaining the Group’s policies for the recognition and capitalisation of development costs and assessing the policies for compliance with relevant accounting standards;</li> <li>▪ Evaluation of the design effectiveness of key controls in relation to the recognition and measurement of inventory;</li> <li>▪ Testing a sample of acquisition and development expenses; and</li> <li>▪ Assessment of the recoverability of the capitalised costs through review of project status reports, pre-sales contracts, and feasibility reports, among others.</li> </ul>
<p><i>Valuation and classification of investment properties – Note 13</i></p> <p>The Group held a portfolio of investment properties valued at \$7,214,000 at 30 June 2018. The fair value was determined by the directors, taking into consideration:</p> <ul style="list-style-type: none"> <li>▪ Comparable property values / market sales comparisons;</li> <li>▪ Rental income streams / yield; and</li> <li>▪ Discounted future income streams / cash flows.</li> </ul> <p>The designation of properties as investment properties in accordance with AASB 140 <i>Investment Property</i> required judgement.</p> <p>Based on the significance of investment properties to the Group’s total assets, the possible significant impact of changes in fair value to the Group’s profit before tax, the designation of properties as investment properties and the valuation of investment properties requiring significant judgement and estimation, we have determined this matter to be a key audit matter.</p>	<p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none"> <li>▪ Conducting discussions and challenging management regarding the criteria used to determine the classification of investment properties in accordance with AASB 140 <i>Investment Property</i>;</li> <li>▪ Reviewing evidence of management’s intentions for the investment properties to ensure these were held for either long-term rental or capital appreciation or both, and were not owner-occupied, and</li> <li>▪ Evaluating and challenging key estimates and assumptions adopted by the directors in determining the fair values of the investment properties by comparing values to recent sales of similar properties sold by the Group, rental yields and comparable sales market data on similar properties, among others.</li> </ul>

## Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2018, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of the Directors for the Financial Report

The directors of the Group are responsible for the preparation of the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

## Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the

audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtains sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the group financial report. The auditor is responsible for the direction, supervision and performance of the group audit. The auditor remains solely responsible for the audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during the audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in the auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in the auditor's report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on the Remuneration Report

### *Opinion on the Remuneration Report*

We have audited the remuneration report included on pages 6 to 9 of the directors' report for the year ended 30 June 2018.

In our opinion, the remuneration report of Velocity Property Group Limited and controlled entities, for the year ended 30 June 2018, complies with section 300A of the *Corporations Act 2001*.

### *Responsibilities*

The directors of the Group are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.



**Crowe Horwath Brisbane**



**John Zabala**  
Senior Partner

27 August 2018  
Brisbane

The shareholder information set out below was applicable as at 2 July 2018

**Distribution of equitable securities**

Analysis of number of equitable security holders by size of holding:

	Number of holders of ordinary shares	Number of ordinary shares
1 to 1,000	1	1,000
1,001 to 5,000	7	25,385
5,001 to 10,000	77	758,632
10,001 to 100,000	325	20,239,123
100,001 and over	591	340,897,358
	<u>1,001</u>	<u>361,921,498</u>
Holding less than a marketable parcel	<u>-</u>	<u>-</u>

There were nil holders of less than a marketable parcel of ordinary shares based on the closing market price as at 2 July 2018.

**Equity security holders**

*Twenty largest quoted equity security holders*

The names of the twenty largest security holders of quoted equity securities are listed below:

	Number held	Ordinary shares % of total shares issued
Brendon Craig Ansell	53,267,146	14.72
Evergreen Street Pty Ltd	32,161,425	8.89
Philip John Raff	31,750,000	8.77
Vue at Red Hill Pte Ltd	19,130,500	5.29
Labelle Capital Inc	14,964,820	4.13
Langston Development Limited	10,358,689	2.86
HSBC Custody Nominees (Australia) Limited	5,538,918	1.53
Soon Piang Lincoln Teo	4,718,609	1.30
Eng Send Lau	3,836,313	1.06
Vivek Verma	3,571,429	0.99
Bei Jie Thane Sng	2,351,584	0.65
Thim Fatt Chan	2,142,857	0.59
Choon Send Neo	2,000,000	0.55
Soo Kok Ng	1,428,571	0.39
Dai Wei Yeo	1,390,078	0.38
Chye Hong Choo	1,297,170	0.36
Teck Lee Leong	1,282,813	0.35
Citicorp Nominees Pty Limited	1,206,055	0.33
Benedict Sheau Yann Lye	1,195,992	0.33
Jing Ching Yeap	1,142,857	0.32
	<u>194,735,826</u>	<u>53.79</u>

### Substantial holders

Substantial holders in the Company are set out below:

	Ordinary shares	
	Number held	% of total shares issued
Brendon Craig Ansell	53,792,146	14.86
Evergreen Street Pty Ltd	32,161,425	8.89
Philip John Raff	31,750,000	8.77
Vue at Red Hill Pte Ltd	19,130,500	5.29

### Voting rights

The voting rights attached to ordinary shares are set out below:

#### *Ordinary shares*

The voting rights attaching to the ordinary shares are set out in the Company's constitution at clause 16.14 and 16.15. The constitution states that:

- at a meeting of members, each member entitled to vote may vote in person, or by proxy or attorney; and
- on a show of hands each member present has one vote, and on a poll each member present has one vote for each fully paid share held.

There are no other classes of equity securities.