

DIRECTORS REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2015

In accordance with a resolution of the Directors dated 16 December 2015 the Directors of the Company have pleasure in reporting on the Company for the financial year ended 30 September 2015 and the state of affairs as at 30 September 2015.

The Directors of the Company in office at the date of this report are:

Richard Rees

Delwyn Garland Rees

PRINCIPAL ACTIVITIES:

The principal activity of Cook's Body Works Pty Ltd during the year remained unchanged with the company continuing to trade as a commercial vehicle body manufacturer.

DIVIDENDS:

No dividends were paid or recommended since the end of the previous financial year.

REVIEW OF OPERATIONS:

Cook's Body Works Pty Ltd has experienced varied and at times weak demand for its products which has hindered management's efforts to return the business to profitability.

Cook's management have worked on expansion of the customer base and product offering to improve sale and margin performance of the business.

REVIEW OF FINANCIAL POSITION

The directors refer readers to the financial statements including, statement of profit or loss and other comprehensive income, statement of financial position, statement of changes in equity and statement of cash flows, in relation to the company's financial position and comparison.

OPERATING RESULTS:

The net loss, after crediting income tax of \$120,995 (2014 crediting income tax \$196,711) amounted to \$193,033 (2014 net loss of \$259,317).

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS:

There have been no significant changes in the state of affairs of the company during the financial year.

EVENTS SUBSEQUENT TO BALANCE DATE:

No other matters or circumstances, except as detailed above, have arisen since the end of the financial year which significantly affected or may significantly affect the operation of the company and the results of these operations or the state of affairs of the company in financial years subsequent to the financial year ended 30 September 2015.

FUTURE DEVELOPMENTS:

No information has been included on the likely developments of the Company as the directors are of the opinion that to include such comments would be unreasonably prejudicial to the interests of the Company.

ENVIRONMENTAL ISSUES:

The Company is not subject to significant environmental regulation in respect of its activities.

PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied for leave of Court to begin proceedings on behalf of the company or intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or any part of those proceedings.

The company was not a party to any such proceedings during the year.

AUDITOR'S INDEPENDENCE DECLARATION

The auditor's independence declaration for the year ended 30 September 2015 is included on page 6 of the Financial Report.

INDEMNIFICATION OF OFFICERS AND AUDITORS

During the financial year, the holding company paid a premium of \$14,970 in respect of a contract insuring the directors of the company (as named above) and all executive officers of the company and of any related body corporate against a liability incurred as such a director, secretary or executive officer to the extent of the policy limits with a current \$7,500,000 in aggregate for all claims per twelve months.

The company has not otherwise, during or since the financial year, indemnified or agreed to indemnify an officer or auditor of the company or of any related body corporate against a liability incurred as such an officer or auditor.

OPTIONS

No options over shares or interest in the group have been taken up during the period, or are outstanding at the end of the period.

REMUNERATION REPORT

The Board policy for determination of the nature and amount of remuneration for directors and senior executives is based on the yearly Chairman and Managing Director's assessment of individual's performance and the general overall performance of the company.

It is the stated policy that depending on this assessment, the level of remuneration may be increased or decreased after a review from its previous level.

The criteria on which individual performance is assessed are:-

- technical knowledge and skills in light of current levels for the applicable occupation or profession
- application by the individual of their knowledge and skills to their tasks
- the ability and success in imparting their knowledge, skills and work ethic to personnel assigned to them
- the ability to complete assignments successfully and in the allocated time
- the ability to assist the company and or subsidiary achieve profitable short, medium and long term performance and growth by delivering customers with quality, competitively priced and innovative products and services.

The table below sets out the remuneration paid during the year to Directors and executives from all Companies in the Group with a breakdown into salaries/ bonuses, superannuation and non-monetary benefits.

No equity component of remuneration is provided but board policy is to encourage directors and executives to purchase shares in the Holding Company on the stock exchange with the objective of long term investment.

		Short Term Benefits				Post-Employment Benefits			
Name	Office	Salary/Bonus ¹		Non-Monetary Benefits		Superannuation		Total	
		2015 (\$)	2014 (\$)	2015 (\$)	2014 (\$)	2015 (\$)	2014 (\$)	2015 (\$)	2014 (\$)
D.G. Rees	Director	70,000	70,000	0	0	6,650	6,519	76,650	76,519
R. Rees	Director	268,500	278,000	40,000	40,000	54,425	28,591	362,925	346,591
Total		338,500	348,000	40,000	40,000	61,075	35,110	439,575	423,110

¹ R. Rees' salary for 2015 includes a bonus of \$83,500 (2014: \$93,000).

The above table represents the remuneration received from all companies in the group.

Signed in accordance with a resolution of the Directors made pursuant to S.298 (2) of the Corporations Act 2001.
On behalf of the Directors


RICHARD REES
Moorabbin, 16 December 2015


DELWYN GARLAND REES



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Registered Audit Company 291969

COOK'S BODY WORKS PTY LTD
ACN: 005 070 084

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF COOK'S BODY WORKS PTY LTD

Report on the Financial Report

We have audited the accompanying financial report of Cook's Body Works Pty Ltd, which comprises the statement of financial position as at 30 September 2015, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory notes and the directors' declaration.

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation and fair presentation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards (including Australian Accounting Interpretations) 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 is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*.

Auditor's Opinion

In our opinion the financial report of Cook's Body Works Pty Ltd is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the company's financial position as at 30 September 2015 and of its performance of the year ended on that date; and
- (b) complying with Australian Accounting Standards (including Australian Accounting Interpretations) and the *Corporations Regulations 2001*.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 in the financial report, which indicates that the company incurred an after tax loss of \$193,033 for the year ended 30 September 2015 and, as of that date; the company's current liabilities exceeded its current assets. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty that may cast doubt about the company's ability to continue as a going concern and therefore, the company may be unable to realise its assets and discharge its liabilities in the normal course of business.

Hayes Knight Audit

Hayes Knight Audit Pty Ltd
Melbourne



Richard Cen
Director

Dated this *16* day of *December* 2015



DIRECTORS' DECLARATION

The directors declare that:

- a) The attached financial statements and notes (pages 7 to 23) thereto comply with Australian accounting standards;
- b) The attached financial statements and notes thereto give a true and fair view of the financial position and performance of the company.
- c) In the directors' opinion, the attached financial statements and notes thereto are in accordance with the *Corporations Act 2001*; and
- d) In the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

On behalf of the Directors



Mr. R. Rees
Director



Mr. D. G. Rees
Director

Moorabbin,
16 December 2015



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COOK'S BODY WORKS PTY LTD
ACN: 005 070 084

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF COOK'S BODY WORKS PTY LTD

I declare that, to the best of my knowledge and belief, during the year ended 30 September 2015 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.

Hayes Knight Audit

Hayes Knight Audit Pty Ltd
Melbourne

Richard Cen
Director

Dated this 16 day of December 2015

COOK'S BODY WORKS PTY LTD
A.B.N. 42 005 070 084

**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 SEPTEMBER 2015**

	NOTE	2015 \$	2014 \$
Revenues	2	3,071,628	3,910,364
Expenses	3	(3,292,689)	(4,248,392)
Finance costs	3	(92,967)	(118,000)
Profit/(loss) before income tax expense		(314,028)	(456,028)
Income tax (expense)/revenue	4	120,995	196,711
Profit/(loss) after income tax expense		(193,033)	(259,317)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Net gain/(loss) on available for sale financial assets		1,328	1,414
Other comprehensive income/(loss)		1,328	1,414
Total comprehensive Income/(loss)		(191,705)	(257,903)

Notes to and forming part of the accounts are set out on pages 11 to 23.

COOK'S BODY WORKS PTY LTD
A.B.N. 42 005 070 084

STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2015

	NOTE	2015 \$	2014 \$
CURRENT ASSETS			
Cash assets	22	625,765	264,559
Receivables	5	361,127	487,168
Inventories	6	274,369	392,197
Other current assets	10	33,841	37,180
Income tax receivable	5	112,300	169,297
TOTAL CURRENT ASSETS		<u>1,407,402</u>	<u>1,350,401</u>
NON-CURRENT ASSETS			
Property, plant and equipment	7	34,944	51,164
Other financial assets	8	34,334	32,437
Deferred tax assets	9	73,746	72,088
TOTAL NON-CURRENT ASSETS		<u>143,024</u>	<u>155,689</u>
TOTAL ASSETS		<u>1,550,426</u>	<u>1,506,090</u>
CURRENT LIABILITIES			
Payables	11	5,506,497	5,270,995
Provisions	12	220,060	225,569
TOTAL CURRENT LIABILITIES		<u>5,726,557</u>	<u>5,496,564</u>
NON-CURRENT LIABILITIES			
Payables	13	400,000	400,000
Provisions	21	17,404	10,923
Deferred tax liabilities	14	13,012	13,445
TOTAL NON-CURRENT LIABILITIES		<u>430,416</u>	<u>424,368</u>
TOTAL LIABILITIES		<u>6,156,973</u>	<u>5,920,932</u>
NET LIABILITIES		<u>(4,606,547)</u>	<u>(4,414,842)</u>
EQUITY			
Issued capital	15	290,000	290,000
Reserves		6,673	5,345
Retained earnings/(losses)		(4,903,220)	(4,710,187)
TOTAL EQUITY		<u>(4,606,547)</u>	<u>(4,414,842)</u>

Notes to and forming part of the accounts are set out on pages 11 to 23.

COOK'S BODY WORKS PTY LTD
A.B.N. 42 005 070 084

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 SEPTEMBER 2015

	Issued Capital	Reserves*	Retained Earnings/ (Losses)	Total Equity
Balance at October 1, 2013	290,000	3,931	(4,450,870)	(4,156,939)
Net profit/(loss) for the period	-	-	(259,317)	(259,317)
Other comprehensive income	-	1,414	-	1,414
Balance at September 30, 2014	<u>290,000</u>	<u>5,345</u>	<u>(4,710,187)</u>	<u>(4,414,842)</u>
Net profit/(loss) for the period	-	-	(193,033)	(193,033)
Other comprehensive income	-	1,328	-	1,328
Balance September 30, 2015	<u>290,000</u>	<u>6,673</u>	<u>(4,903,220)</u>	<u>(4,606,547)</u>

* 'Reserves' refers to a financial assets reserve, which includes all of the unrealised gains over cost on our available for sale financial assets, net of capital gains tax.

Notes to and forming part of the accounts are set out on pages 11 to 23.

COOK'S BODY WORKS PTY LTD
A.B.N. 42 005 070 084

STATEMENT OF CASH FLOWS FOR YEAR ENDED 30 SEPTEMBER 2015

	NOTE	2015 \$	2014 \$
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		3,184,863	3,738,861
Payment to suppliers and employees		(2,831,530)	(3,876,880)
Interest received		10,938	7,824
Interest paid		-	-
Dividend received		1,867	1,805
Net cash provided by/(used in) operating activities	22(ii)	366,138	(128,390)
CASH FLOWS FROM INVESTING ACTIVITIES			
Payment for property, plant and equipment		(4,932)	(7,391)
Cash paid for investments		-	-
Net cash provided by/(used in) investing activities		(4,932)	(7,391)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from/(Repayment of) borrowings		-	30,000
Net cash provided by/(used in) financing activities		-	30,000
Net increase/(decrease) in cash held		361,206	(105,781)
Cash at beginning of financial year		264,559	370,340
Cash at end of financial year	22(i)	625,765	264,559

Notes to and forming part of the accounts are set out on pages 11 to 23.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015

Note 1 STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

The financial report is a general purpose financial report prepared to satisfy the financial report preparation requirements of the *Corporations Act 2001*.

Cook's Body Works Pty Ltd is a company limited by shares, incorporated and domiciled in Australia.

The financial report has been prepared for a for-profit entity, with the Australian Dollar as presentation currency and amounts rounded to the nearest whole dollar.

Basis of Preparation

The financial report is a general purpose financial report, which has been prepared in accordance with Australian Accounting Standards, including Australian accounting interpretations, other authoritative pronouncements of the Australian Accounting Standards Board & *The Corporations Act 2001*.

The financial report of Cook's Body Works Pty Ltd complies with Australian Accounting Standards. Material accounting policies adopted in the preparation of these statements are stated below and were consistently applied unless otherwise stated.

The financial statements were authorised for issue on 16 December 2015 by the directors of the company.

Reporting Basis and Conventions

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

Accounting Policies

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

(A) Significant Accounting Policies

Accounting policies are selected and applied in a manner which helps ensure that the resultant financial information satisfies the concepts of relevance and reliability, thereby, ensuring that the substance of the underlying transactions and other events is reported. The financial report has been prepared on an accruals basis and is based on historical costs and does not take into account changing money values or, except where stated, current valuations of non-current assets. Cost is based on the fair values of the consideration given in exchange for assets. The accounting policies have been consistently applied, unless otherwise stated.

In addition to the accounting policies prescribed by applicable Accounting Standards, the following significant accounting policies have been adopted in the preparation and presentation of the financial report.

(B) Property, Plant and Equipment

Depreciation has been charged in the accounts using either the straight line or reducing balance method on all classes of depreciable assets so as to write off their book value over the estimated useful life of the asset. The following estimated useful lives are used in the calculation of depreciation. Plant and equipment 4 – 8 years.

COOK'S BODY WORKS PTY LTD
A.B.N. 42 005 070 084

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015

(C) Inventories

The Company has:

- (i) Valued stocks at the lower of cost and net realisable value.
- (ii) Calculated costs by including all variable manufacturing cost, and an appropriate portion of fixed manufacturing cost, but excluding selling, distribution and administration expenses, and
- (iii) Assigned cost to inventory quantities on hand at balance date on a first in first out basis.

(D) Research and Development Expenditure

Expenditure during the research phase of a project is recognised as an expense when incurred. Development costs are capitalised only when technical feasibility studies identify that the project will deliver future economic benefits and these benefits can be measured reliably.

Development costs have a finite life and are amortised on a systematic basis matched to the future economic benefits over the useful life of the project.

(E) Employee Entitlements

Provision is made for benefits accruing to employees in respect of annual leave and long service leave when it is probable that settlement will be required and are capable of being measured reliably.

Provisions made in respect of annual leave and long service leave, expected to be settled within 12 months and after 12 months are measured at their nominal values plus related on costs.

(F) Comparative Figures

Where required by Accounting Standards comparative figures have been adjusted with changes in presentation for the current financial year.

(G) Receivables

Trade receivables and other receivables are recorded at amounts due less any provision for doubtful debts.

(H) Recoverable Amount of Non-Current Assets

Non-current assets are written down to recoverable amount where the carrying value of any non-current assets exceed recoverable amount. In determining the recoverable amount of non-current assets, the expected net cash flows have been discounted to their present value.

(I) Accounts Payable

Trade payables and other accounts payable are recognised when the company becomes obliged to make future payments resulting from the purchase of goods and services.

(J) Provision for Warranties

Provision is made in respect of the company's estimated liability on products under warranty at balance date.

(K) Revenue

Revenue from the sale of goods is recognised upon delivery and invoicing of goods to customers. Interest & dividend revenue is recognised when accrued and at ex-dividend date respectively.

COOK'S BODY WORKS PTY LTD
A.B.N. 42 005 070 084

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015

(L) Income Tax

The company adopts the liability method of tax-effect accounting whereby the income tax expense is based on the profit from ordinary activities adjusted for any non-assessable or disallowed items. It is calculated using the tax rates that have been enacted or are substantially enacted by the balance sheet date.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the income statement except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the company will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

Cook's Body Works Pty Ltd, which is a wholly-owned Australian subsidiary company, is a member of an income tax consolidated group under the tax consolidation regime. Cook's Body Works Pty Ltd recognises its own current and deferred tax liabilities, except for any deferred tax liabilities resulting from unused tax losses and tax credits, which are immediately assumed by the parent entity. The current tax liability of the entity is then subsequently assumed by the parent entity. The group notified the Australian Tax Office that it had formed an income tax consolidated group to apply from October 1, 2003. The tax consolidated group has entered a tax sharing agreement whereby each company in the group contributes to the income tax payable in proportion to their contribution to the net profit before tax of the tax consolidated group.

(M) Critical Accounting Estimates and Judgments

The directors evaluate estimates and judgments incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the company.

Key estimates - Impairment

The company assesses impairment at each reporting date by evaluating conditions specific to the company that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates.

(N) Going Concern

Notwithstanding the company's deficiency in net assets and working capital and an operating loss of \$193,033 after tax for the year ended 30 September 2015, the financial report has been prepared on the going concern basis. This basis has been adopted as the company has received a guarantee of continuing financial support from the controlling entity being Sietel Limited to allow the company to meet its liabilities and it is the belief of the directors that such financial support will continue to be made available at the current level.

(O) Financial Instruments

Recognition and Initial Measurement

Financial instruments, incorporating financial assets and financial liabilities, are recognised when the entity becomes a party to the contractual provisions of the instrument. Trade date accounting is adopted for financial assets that are delivered within timeframes established by marketplace convention.

Financial instruments are initially measured at fair value plus transaction costs where the instrument is not classified as at fair value through profit or loss. Transaction costs related to instruments classified as at fair value through profit or loss are expensed to profit or loss immediately. Financial instruments are classified and measured as set out below.

Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the entity no longer has any significant continuing involvement in the risks and benefits associated with the asset. Financial liabilities are derecognised where the related obligations are either discharged, cancelled or expire. The difference between the carrying value of the financial liability extinguished or transferred to another party and the fair value of consideration paid, including the transfer of non-cash assets or liabilities assumed, is recognised in profit or loss.

Classification and Subsequent Measurement

(i) Financial assets at fair value through profit or loss

Financial assets are classified at fair value through profit or loss when they are held for trading for the purpose of short term profit taking, where they are derivatives not held for hedging purposes, or designated as such to avoid an accounting mismatch or to enable performance evaluation where a group of financial assets is managed by key management personnel on a fair value basis in accordance with a documented risk management or investment strategy. Realised and unrealised gains and losses arising from change in fair value are included in profit or loss in the period in which they arise.

(ii) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost using the effective interest rate method.

(iii) Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets that have fixed maturities and fixed or determinable payments, and it is the company's intention to hold these investments to maturity. They are subsequently measured at amortised cost using the effective interest rate method.

(iv) Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are either designated as such or that are not classified in any of the other categories. They comprise investments in the equity of other entities where there is neither a fixed maturity nor fixed or determinable payments.

(v) Financial Liabilities

Non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortised cost using the effective interest rate method.

Fair value

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arm's length transactions, reference to similar instruments and option pricing models.

Impairment

At each reporting date, the company assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a prolonged decline in the value of the instrument is considered to determine whether an impairment has arisen. Impairment losses are recognised in the statement of profit or loss and other comprehensive income.

COOK'S BODY WORKS PTY LTD
A.B.N. 42 005 070 084

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015

	2015 \$	2014 \$
Note 2. Revenue		
Operating:		
Sales Revenue	3,058,781	3,900,645
Dividends		
-Other Corporations	1,867	1,805
Interest Received	10,938	7,824
Other revenue	42	90
Total revenue	<u>3,071,628</u>	<u>3,910,364</u>

Note 3. Expenses

(a) Operating profit before income tax has been determined after:

Cost of goods sold	1,962,459	2,804,982
Overheads	1,130,395	1,170,560
Administration expenses	141,249	154,730
Selling expenses	58,586	118,120
Finance expenses	92,967	118,000
Total expense	<u>3,385,656</u>	<u>4,366,392</u>

Depreciation of:

- Plant and equipment	21,152	23,492
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(b) Net transfers to (from) provisions for:

- Employee entitlements	972	46,602
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(c) Significant revenues and expenses

- Research and Development costs	145,235	289,038
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Note 4. Income Tax Expense

(a) The prima facie tax on operating profit is reconciled to the income tax expense (benefit) in the accounts as follows.

Operating profit/(loss) before income tax	(314,028)	(456,028)
Prima facie income tax expense/(revenue) applicable to operating profit/(loss) at 30% (2014 30%)	(94,208)	(136,808)
Add/Deduct tax effect of:		
Permanent differences		
Research and development expenditure	(21,785)	(43,356)
Legal expenses	1,594	-
Tax offsets/rebates	(560)	(542)
Reclassification of brought forward timing differences and overprovision for tax	(6,036)	(16,005)
Income tax expense/(revenue) per accounts	<u>(120,995)</u>	<u>(196,711)</u>
The applicable weighted avg effective tax rates	<u>0%</u>	<u>0%</u>

COOK'S BODY WORKS PTY LTD
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NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015

	2015 \$	2014 \$
Note 5. Current Receivables		
Trade receivables	394,662	521,105
Provision for doubtful debts	(35,000)	(35,000)
Other receivables	1,465	1,063
	<u>361,127</u>	<u>487,168</u>
 Trade Receivables Summary*		
Amounts due	200,266	145,708
Amounts not yet due	194,396	375,397
	<u>394,662</u>	<u>521,105</u>
 *Please note that not all customers are offered the same credit terms Credit terms range from 0 to 60 days.		
 Current income tax receivable	112,300	169,297
	<u>112,300</u>	<u>169,297</u>
 Note 6. Inventories		
Raw material	134,984	181,645
Work in progress	104,553	203,352
Finished goods	34,832	7,200
	<u>274,369</u>	<u>392,197</u>
 Note 7. Plant and Equipment		
Plant and machinery at cost	515,760	515,760
Less: Accumulated depreciation	(502,270)	(495,577)
	<u>13,490</u>	<u>20,183</u>
 Furniture and fittings	36,729	36,729
Less: Accumulated depreciation	(35,921)	(31,579)
	<u>808</u>	<u>5,150</u>
 Office machines and equipment	111,680	106,749
Less: Accumulated depreciation	(97,946)	(91,433)
	<u>13,734</u>	<u>15,316</u>
 Motor Vehicles	103,384	103,384
Less: Accumulated depreciation	(96,472)	(92,869)
	<u>6,912</u>	<u>10,515</u>
TOTAL PLANT AND EQUIPMENT	<u>34,944</u>	<u>51,164</u>

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NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015

Note 7. Plant and Equipment (cont.)

Movements in the carrying amounts for plant and equipment between the beginning and the end of the current financial year.

	Plant & Machinery (\$)	Furniture & Fittings (\$)	Office Mach & Equip (\$)	Motor Vehicles (\$)	Total (\$)
Balance at 1 October 2014	20,183	5,150	15,316	10,515	51,164
Additions	-	-	4,931	-	4,931
Disposals	-	-	-	-	-
Depreciation expense	(6,693)	(4,342)	(6,513)	(3,603)	(21,151)
Balance at 30 September 2015	13,490	808	13,734	6,912	34,944

Movements in the carrying amounts for plant and equipment between the beginning and the end of the previous financial year.

	Plant & Machinery (\$)	Furniture & Fittings (\$)	Office Mach & Equip (\$)	Motor Vehicles (\$)	Total (\$)
Balance at 1 October 2013	25,756	10,082	17,041	14,386	67,265
Additions	3,400	-	3,991	-	7,391
Disposals	-	-	-	-	-
Depreciation expense	(8,973)	(4,932)	(5,717)	(3,870)	(23,492)
Balance at 30 September 2014	20,183	5,150	15,315	10,516	51,164

2015
\$

2014
\$

Note 8. Non-Current Other Financial Assets

Shares:

In company under common control

In other listed companies

1	1
34,333	32,436
<u>34,334</u>	<u>32,437</u>

Note 9. Non-Current Deferred Tax Assets

Deferred Tax Assets

73,746	72,088
<u>73,746</u>	<u>72,088</u>

Note 10. Other Current Assets

Prepayments

33,841	37,180
<u>33,841</u>	<u>37,180</u>

Note 11. Current Payables

Unsecured

Trade creditors

Sundry creditors

Secured

Amounts payable to Chief Entity (i)

105,069	170,282
37,008	139,994
<u>5,364,420</u>	<u>4,960,719</u>
<u>5,506,497</u>	<u>5,270,995</u>

(i) The loan from Sietel Ltd is secured by a registered debenture over all the assets and undertakings of the company.

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NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015

Note 12. Current Provisions

	Annual Leave	Long Service Leave	Directors' Fees	Provision for Warranty	Total
	(\$)	(\$)	(\$)	(\$)	(\$)
Opening Balance at 1 Oct 2014	89,642	70,927	-	65,000	225,569
Additional provisions	88,606	13,781	-	-	102,387
Amounts used	(106,800)	-	-	-	(106,800)
Amounts paid out on resignation	(1,096)	-	-	-	(1,096)
Amounts transferred out	-	-	-	-	-
Balance at 30 September 2015	70,352	84,708	-	65,000	220,060

2015
\$

2014
\$

Note 13. Non-Current Payables

Amount payable to Chief Entity (i)	400,000	400,000
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(i) The loan from Sietel Ltd is secured by a registered debenture over all the assets and undertakings of the company.

Note 14. Non-Current Deferred Tax Liabilities

Deferred Tax Liabilities	13,012	13,445
	13,012	13,445

Note 15. Issued Capital

Issued capital 150,000 (2014 – 150,000) ordinary shares fully paid	290,000	290,000
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Ordinary Shareholders are entitled to one vote per share.

Note 16. Remuneration of Key Management Personnel

Income received or due and receivable by all directors of the Company from the Companies in the Group \$439,575 (2014 \$423,110).

The number of Directors whose income from Companies in the Group was within the following bands.

	2015	2014
\$ 0 - \$ 269,999	1	1
\$ 270,000 - \$ 449,999	1	1
\$ 450,000 - \$ 499,999		
\$1,600,000 - \$ 1,699,999		

Retirement and Superannuation payments paid on retirement from office or to prescribed superannuation funds for provision of retirement benefits of Directors of the Company: \$ 61,075 (2014 \$35,110).

The names of the Directors who held office during the financial year were:

Richard Rees

Delwyn Garland Rees

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NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015

	2015	2014
	\$	\$

Note 17. Auditors Remuneration

Amounts received or due and receivable by the company's auditors for:

- Audit and review	15,288	16,612
- Other services	-	-

Note 18. Related Party Transactions

- (a) Mr R. Rees and Mr D.G. Rees are directors of the company. Both are also a director of the chief entity, Sietel Limited.
- (b) The following are the directors who held office during the year.

Richard Rees	Delwyn Garland Rees
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- (c) The ultimate chief entity is Sietel Limited which owns 100% of Cook's Body Works Pty Ltd. Sietel Limited, has made a secured loan of \$5,764,421 (2014 - \$5,360,719) to the company in lieu of a bank bill facility with no set period of repayment, subject to no default.
- (d) Chief Entity transactions:
 - Personnel charges paid to Chief Entity \$60,000 (2014 - \$60,000).
 - Interest paid to Chief Entity \$90,000 (2014 - \$90,000)
 - Rent for premises paid to Chief Entity \$273,000 (2014 - \$273,000)
 - Lease rentals for plant paid to Chief Entity \$36,000 (2014 - \$36,000)
- (e) Sietel Ltd has provided the same undertakings in relation to the Company's \$50,000 overdraft facility.
- (f) Audit fees for this year were paid by the Chief Entity.

Note 19. Ultimate Chief Entity

The company is ultimately controlled by Sietel Limited which is incorporated in Australia.

Note 20. Segment Reporting

The company operated predominantly in Australia in the Manufacturing industry.

Note 21. Non-Current Provisions

	Annual Leave	Long Service Leave	Directors' Fees	Provision for Warranty	Total
	(\$)	(\$)	(\$)	(\$)	(\$)
Opening Balance at 1 Oct 2014	-	10,923	-	-	10,923
Additional provisions	-	6,481	-	-	6,481
Amounts used	-	-	-	-	-
Amounts paid out on resignation	-	-	-	-	-
Amounts transferred out	-	-	-	-	-
Balance at 30 September 2015	-	17,404	-	-	17,404

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NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015

Note 22. Notes To The Statement of Cash Flows

(i) Reconciliation of cash

for the purpose of the statement of cash flows cash includes:

1. Cash on hand and in at call deposits with banks or financial institutions.
2. Investments in money market instruments with less than 14 days to maturity.

	2015	2014
	\$	\$
Cash at the end of year is shown in the balance sheet as:		
Cash on hand	625,765	264,559
Bank overdrafts	-	-
	<u>625,765</u>	<u>264,559</u>

(ii) Reconciliation of cash flows from operations with operating profit after income tax.

Operating profit (loss) after income tax	(193,033)	(259,317)
Non-cash flows in operating profit		
- Depreciation	21,152	23,492
- (Profit)/Loss on sale of Plant and Equipment	-	-
Changes in assets and liabilities		
- (Increase)/Decrease in trade debtors and other assets	129,380	(173,301)
- (Increase)/Decrease in inventories	117,828	178,550
- (Increase)/Decrease in provision for warranties	-	-
- Increase/(Decrease) in trade creditors and other financial liabilities	235,502	92,785
- Increase/(Decrease) in provisions	971	21,603
- Movements in taxation balances	54,338	(12,202)
	<u>366,138</u>	<u>(128,390)</u>

Note 23. Superannuation Commitments

Cook's Body Works Pty Ltd pays the employer's contribution required by the Superannuation Guarantee Charge Act and any further salary sacrifice amounts or employee contributions, if instructed, to complying superannuation funds as selected by their employees.

The amount and time of payment of benefits by these various superannuation funds will be in accordance with the terms and conditions negotiated by each individual employee and are not guaranteed in any way by the company.

The company has a legal obligation to contribute to these superannuation funds in accordance with relevant requirements of the Superannuation Guarantee legislation.

	2015	2014
	\$	\$
Note 24. Capital and leasing commitments		
Lease commitment to chief entity		
- Due within one year	-	-
- Due within one year but not later than five years	-	-
- Due after five years	-	-
Total	<u>-</u>	<u>-</u>
Capital expenditure commitment	Nil	Nil

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NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015

Note 25. Financial Instruments

(a) Significant Accounting Policies

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which revenues and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 1 to the accounts.

The Company's financial instruments consist mainly of deposits with banks, local money market instruments, available for sale financial assets, and accounts receivable and payable.

(b) Interest Rate Risk

The following details the company's exposure to interest rate risk as at the reporting date.

	2015 Average Interest Rate %	2015 Total \$	2014 Average Interest Rate %	2014 Total \$
Financial Assets				
Cash	1.98	625,765	0.03	264,559

The company has performed sensitivity analysis relating to its exposure to interest rate risk at balance date. The sensitivity analysis demonstrates the effect on the current year results and equity which could result from a change in these risks.

At 30 September 2015, the effect on profit and equity as a result of changes in the interest rate, with all other variables remaining constant would be as follows for interest revenue.

	2015 \$	2014 \$
Change in profit		
- Increase in interest rate by 1%	4,695	3,628
- Decrease in interest rate by 1%	(4,653)	(378)
Change in equity		
- Increase in interest rate by 1%	4,695	3,628
- Decrease in interest rate by 1%	(4,653)	(378)

(c) Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the company. The company has adopted the policy of only dealing with creditworthy counterparties and obtaining sufficient collateral or other security where appropriate, as a means of mitigating the risk of financial loss from defaults. The company measures credit risk on a fair value basis.

(d) Net Fair Value

The carrying amount of financial assets and financial liabilities recorded in the financial statements represents their respective net fair values, determined in accordance with the accounting policies disclosed in note 1 to the accounts.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015

Note 26 Company Details

The registered office of the company is:

140-144 Cochranes Road, Moorabbin VIC 3189

The principal place of business is:

140-144 Cochranes Road, Moorabbin VIC 3189

Note 27 New Accounting Standards for Application in Future Periods

The AASB has issued a number of new and amended Accounting Standards and Interpretations that have mandatory application dates for future reporting periods, some of which are relevant to the Group. The Group has decided not to early adopt any of the new and amended pronouncements. The Group's assessment of the new and amended pronouncements that are relevant to the Group but applicable in future reporting periods is set out below:

AASB 9: Financial Instruments and associated Amending Standards (applicable for annual reporting periods commencing on or after 1 January 2018).

The Standard will be applicable retrospectively (subject to the comment on hedge accounting below) and includes revised requirements for the classification and measurement of financial instruments, revised recognition and derecognition requirements for financial instruments and simplified requirements for hedge accounting.

The key changes made to the Standard that may affect the Group on initial application include certain simplifications to the classification of financial assets, simplifications to the accounting of embedded derivatives, and the irrevocable election to recognise gains and losses on investments in equity instruments that are not held for trading in other comprehensive income. AASB 9 also introduces a new model for hedge accounting that will allow greater flexibility in the ability to hedge risk, particularly with respect to hedges of non-financial items. Should the entity elect to change its hedge policies in line with the new hedge accounting requirements of AASB 9, the application of such accounting would be largely prospective.

Although the directors anticipate that the adoption of AASB 9 may have an impact on the Group's financial instruments, including hedging activity, it is impracticable at this stage to provide a reasonable estimate of such impact.

AASB 15: Revenue from Contracts with Customers (applicable to annual reporting periods commencing on or after 1 January 2017).

When effective, this standard will replace the current accounting requirements applicable to revenue with a single, principles-based model. Except for a limited number of exceptions, including leases, the new revenue model in AASB 15 will apply to all contracts with customers as well as non-monetary exchanges between entities in the same line of business to facilitate sales to customers and potential customers.

Note 27 New Accounting Standards for Application in Future Periods (Continued)

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 the goods or services. To achieve this objective, AASB 15 provides the following five-step process:

- Identify the contract(s) with a customer;
- Identify the performance obligations in the contracts(s);
- Determine the transaction price;
- Allocate the transaction price to the performance obligations in the contract(s); and
- Recognise revenue when (or as) the performance obligations are satisfied.

This standard will require retrospective restatement, as well as enhanced disclosures regarding revenue.

Although the directors anticipate that the adoption of AASB 15 may have an impact on the Group's financial statements, it is impracticable at this stage to provide a reasonable estimate of such impact.

AASB 2014-4: Amendments to Australian Accounting Standards - Clarification of Acceptable Methods of Depreciation and Amortisation (applicable for annual reporting periods commencing on or after 1 January 2016).

This amendment clarifies that the use of revenue-based methods to calculate depreciation of an asset are not appropriate and hence not allowable. The amendment is not expected to significantly impact the Group's financial statements.