

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

DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2022

In accordance with a resolution of the Directors dated 12 December 2022 the Directors of the Company have pleasure in reporting on the Company for the financial year ended 30 September 2022 and the state of affairs as at 30 September 2022.

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

Richard Rees

Thomas 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 price discounting from competitors for our primary fleet business and this has hindered management's efforts to deliver consistent profitability. However, some customers have indicated that lower pricing by competitors has not always been matched by the service and quality levels they expect and it is anticipated this will assist in future business negotiations.

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 gain, after crediting income tax of \$51,524 (2021 crediting income tax \$129,341) amounted to \$166,251 (2021 net loss of \$183,576).

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 2022.

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 2022 is included on page 6 of the Financial Report.

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

INDEMNIFICATION OF OFFICERS AND AUDITORS

During the financial year, the holding company paid a premium of \$62,750 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 company 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.

Name	Office	Short Term Benefits				Post-Employment Benefits		Total	
		Salary/Bonus		Non-Monetary Benefits		Superannuation			
		2022 (\$)	2021 (\$)	2022 (\$)	2021 (\$)	2022 (\$)	2021 (\$)	2022 (\$)	2021 (\$)
R. Rees ¹	Director	245,000	225,000	40,000	40,000	27,731	25,231	312,731	290,231
T. Rees ²	Executive	220,000	220,000	-	13,427	27,675	25,175	247,675	258,602
Total		465,000	445,000	40,000	53,427	55,406	50,406	560,406	548,833

¹ R. Rees' salary for 2022 includes bonuses totalling \$60,000 (2021: \$40,000). The six monthly bonuses with grant dates of 14 March 2022 and 30 September 2022. The bonuses totalling \$60,000 have been fully paid as at 30 September 2022.

² T. Rees' salary for 2022 includes a bonus of \$80,000 (2021: \$80,000). The six monthly bonuses with grant dates of 14 March 2022 and 15 September 2022 have been fully paid as at 30 September 2022.

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, 12 December 2022



THOMAS REES

Independent Auditor's Report to the Members of Cook's Body Works Pty Ltd

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Cook's Body Works Pty Ltd (the Company), which comprises the statement of financial position as at 30 September 2022, 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, 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 Cook's Body Works Pty Ltd is in accordance with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the Company's financial position as at 30 September 2022 and of its performance for the year then ended; and
- (ii) 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 Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, has been given to the directors of the Company, as at the date of this auditor's report.

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial report, which indicates that although the Company incurred a net profit of \$166,251 during the year ended 30 September 2022, as of that date, the Company's current liabilities exceeded its total assets by \$4,600,497. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Responsibilities of the Directors for the Financial Report

The directors of the Company 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 Company's ability 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 Company or to cease operations, or have no realistic alternative but to do so.

Independent Auditor's Report to the Members of Cook's Body Works Pty Ltd

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.

A further description of our responsibilities for the audit of the financial report is located at The Australian Auditing and Assurance Standards Board website at:

https://www.auasb.gov.au/admin/file/content102/c3/ar2_2020.pdf. This description forms part of our auditor's report.

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, actions taken to eliminate threats or safeguards applied.



Nexia Melbourne Audit Pty Ltd
Melbourne



Richard S. Cen
Director

Dated this 12th day of December 2022

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



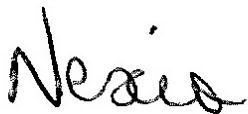
Mr. T. Rees
Director

Moorabbin,
12 December 2022

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 2022, 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.



Nexia Melbourne Audit Pty Ltd
Melbourne



Richard S. Cen
Director

Dated this 12th day of December 2022

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 2022**

	NOTE	2022 \$	2021 \$
Revenues	2	6,177,568	3,721,420
Expenses	3	(5,969,040)	(3,941,834)
Finance costs	3	(93,801)	(92,503)
Profit/(loss) before income tax		114,727	(312,917)
Income tax revenue	4	51,524	129,341
Profit/(loss) after income tax revenue		<u>166,251</u>	<u>(183,576)</u>
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Net gain/(loss) on revaluation of financial assets measured at fair value through other comprehensive income		(367)	5,084
Other comprehensive income/(loss)		<u>(367)</u>	<u>5,084</u>
Total comprehensive Income		<u>165,884</u>	<u>(178,492)</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 FINANCIAL POSITION AS AT 30 SEPTEMBER 2022

	NOTE	2022 \$	2021 \$
CURRENT ASSETS			
Cash assets	22	661,671	382,211
Receivables	5	632,114	789,021
Inventories	6	1,457,178	1,070,286
Other current assets	10	33,655	21,812
Income tax receivable	5	13,174	120,125
TOTAL CURRENT ASSETS		<u>2,797,792</u>	<u>2,383,455</u>
NON-CURRENT ASSETS			
Property, plant and equipment	7	33,184	87,996
Financial assets	8	23,563	24,053
Deferred tax assets	9	95,557	79,033
TOTAL NON-CURRENT ASSETS		<u>152,304</u>	<u>191,082</u>
TOTAL ASSETS		<u>2,950,096</u>	<u>2,574,537</u>
CURRENT LIABILITIES			
Payables	11	7,283,555	7,115,613
Provisions	12	267,038	228,143
Income tax payable	11	-	-
TOTAL CURRENT LIABILITIES		<u>7,550,593</u>	<u>7,343,756</u>
NON-CURRENT LIABILITIES			
Payables	13	400,000	400,000
Provisions	21	-	-
Deferred tax liabilities	14	8,104	5,266
TOTAL NON-CURRENT LIABILITIES		<u>408,104</u>	<u>405,266</u>
TOTAL LIABILITIES		<u>7,958,697</u>	<u>7,749,022</u>
NET LIABILITIES		<u>(5,008,601)</u>	<u>(5,174,485)</u>
EQUITY			
Issued capital	15	290,000	290,000
Reserves		(928)	(561)
Retained losses		(5,297,673)	(5,463,924)
TOTAL EQUITY		<u>(5,008,601)</u>	<u>(5,174,485)</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 2022

	Issued Capital	Reserves*	Retained Losses	Total Equity
Balance at September 30, 2020	<u>290,000</u>	<u>(5,645)</u>	<u>(5,280,348)</u>	<u>(4,995,993)</u>
Net loss for the period	-	-	(183,576)	(183,576)
Other comprehensive income/(loss)	-	5,084	-	5,084
Balance at September 30, 2021	<u>290,000</u>	<u>(561)</u>	<u>(5,463,924)</u>	<u>(5,174,485)</u>
Net loss for the period	-	-	166,251	166,251
Other comprehensive income/(loss)	-	(367)	-	(367)
Balance at September 30, 2022	<u>290,000</u>	<u>(928)</u>	<u>(5,297,673)</u>	<u>(5,008,601)</u>

* 'Reserves' refers to a financial assets reserve, which includes all of the unrealised gains over cost on the revaluation of financial assets measured at fair value through other comprehensive income, 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 2022

	NOTE	2022 \$	2021 \$
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		6,328,511	2,922,717
Receipts from government COVID-19 payments		-	300,000
Payment to suppliers and employees		(5,939,947)	(3,920,013)
Finance costs		(93,801)	(92,503)
Interest received		4,954	1,436
Interest paid		-	-
Income tax refund		-	16,697
Dividend received		1,010	979
Net cash provided by/(used in) operating activities	22(ii)	<u>300,727</u>	<u>(770,687)</u>
CASH FLOWS FROM INVESTING ACTIVITIES			
Payment for property, plant and equipment		<u>(16,752)</u>	-
Net cash provided by/(used in) investing activities		<u>(16,752)</u>	-
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from borrowings		195,485	230,000
Repayment of borrowings		<u>(200,000)</u>	<u>(750,000)</u>
Net cash provided by/(used in) financing activities		<u>(4,515)</u>	<u>(520,000)</u>
Net increase/(decrease) in cash held		279,460	(1,290,687)
Cash at beginning of financial year		382,211	1,672,898
Cash at end of financial year	22(i)	<u><u>661,671</u></u>	<u><u>382,211</u></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

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2022

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 12 December 2022 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.

There is no impact from the adoption of AASB16: Leases because the company does not have any operating leases in place in their capacity as the lessee.

(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 2022

(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 and Other Income

Revenue is recognised when the amount of the revenue can be measured reliably, it is probable that economic benefits associated with the transaction will flow to the Company and specific criteria relating to the type of revenue as noted below, has been satisfied. Revenue is measured at the fair value of the consideration received or receivable and is presented net of returns, discounts and rebates.

Revenue from contracts with customers

The core principle of AASB15 is that revenue is recognised on a basis that reflects the transfer of promised goods or services to customers at an amount that reflects the consideration the Company expects to receive in exchange for those good or service. Revenue is recognised by applying a five-step model as follows:

- (i) Identify the contract with the customer
- (ii) Identify the performance obligations
- (iii) Determine the transaction price
- (iv) Allocate the transaction price to the performance obligations
- (v) Recognise revenue as and when control of the performance obligations is transferred.

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 2022

Specific revenue streams

The revenue recognition policies for the principal revenue streams of the Company are:

Sale of Goods

Revenue from the sale of goods is recognised upon the deliver and invoicing of goods to customers.

Rendering of Services

Revenue from rendering of service is recognised upon delivery and invoicing of the service to the customers.

Other income

Revenue from rent, interest revenue & dividend revenue is recognised on invoice date, when accrued and at ex-dividend date respectively.

Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset. Government grants relating to an asset are presented in the Statement of Financial Position as unearned revenue.

Government grants and assistance that compensate for costs incurred are deferred and recognised in the Statement of Profit or Loss and Other Comprehensive Income on systematic basis over the period in which the costs are recognised. Government grants and assistance that compensate for costs are presented in the Statement of Profit or Loss and Other Comprehensive Income as other income.

(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.

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 2022

(N) Going Concern

Notwithstanding the company's deficiency in net assets and working capital and an operating gain of \$166,251 after tax for the year ended 30 September 2022, the financial report has been prepared on the going concern basis. This basis has been adopted as Sietel Limited, being the ultimate holding company of the company, confirmed to the company that:

1. The amount owing by the company to Sietel Limited of \$7,118,851 as at 30 September 2022 shall not be called upon within the current period to the detriment of all other unsecured creditors.
2. If necessary, funds or additional bank security will be provided to the company or its debt financier to ensure that it can meet its current trading obligations that have, or will be incurred.

(O) Financial Instruments

Financial instruments are recognised initially on the date that the Company becomes party to the contractual provisions of the instrument. On initial recognition, all financial instruments are measured at fair value plus transaction costs (except for instruments measured at fair value through profit and loss where transaction costs are expensed as incurred).

Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification

On initial recognition, the Company classifies its financial assets into the following categories, those measured at:

- amortised cost
- fair value through profit or loss - FVTPL
- fair value through other comprehensive income - equity instrument (FVOCI - equity)
- fair value through other comprehensive income - debt investments (FVOCI - debt)

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets.

Amortised cost

Assets measured at amortised cost are financial assets where:

- the business model is to hold assets to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows are solely payments of principal and interest on the principal amount outstanding.

The Company's financial assets measured at amortised cost comprise trade and other receivables and cash and cash equivalents in the consolidated statement of financial position. Subsequent to initial recognition, these assets are carried at amortised cost using the effective interest rate method less provision for impairment. Interest income, foreign exchange gains or losses and impairment are recognised in profit or loss. Gain or loss on derecognition is recognised in profit or loss.

Fair value through other comprehensive income

Equity instruments

The Company has a number of strategic investments in listed and unlisted entities over which they do not have significant influence nor control. The Company has made an irrevocable election to classify these equity investments as fair value through other comprehensive income as they are not held for trading purposes.

These investments are carried at fair value with changes in fair value recognised in other comprehensive income (financial asset reserve). On disposal any balance in the financial asset reserve is transferred to retained earnings and is not reclassified to profit or loss. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI.

Financial assets through profit or loss

All financial assets not classified as measured at amortised cost or fair value through other comprehensive income as described above are measured at FVTPL. Net gains or losses, including any interest or dividend income are recognised in profit or loss (refer to hedging accounting policy for derivatives designated as hedging instruments).

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 2022

The Company holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Impairment of financial assets

Impairment of financial assets is recognised on an expected credit loss (ECL) basis for the following assets:

- financial assets measured at amortised cost
- debt investments measured at FVOCI

When determining whether the credit risk of a financial assets has increased significant since initial recognition and when estimating ECL, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company uses the presumption that an asset which is more than 30 days past due has seen a significant increase in credit risk.

The Company uses the presumption that a financial asset is in default when:

- the other party is unlikely to pay its credit obligations to the Company in full, without recourse to the Company to actions such as realising security (if any is held); or
- the financial assets is more than 90 days past due.

Credit losses are measured as the present value of the difference between the cash flows due to the Company in accordance with the contract and the cash flows expected to be received. This is applied using a probability weighted approach.

Trade Receivables

Impairment of trade receivables and contract assets have been determined using the simplified approach in AASB 9 which uses an estimation of lifetime expected credit losses. The Company has determined the probability of non-payment of the receivable and contract asset and multiplied this by the amount of the expected loss arising from default.

The amount of the impairment is recorded in a separate allowance account with the loss being recognised in finance expense. Once the receivable is determined to be uncollectable then the gross carrying amount is written off against the associated allowance.

Where the Company renegotiates the terms of trade receivables due from certain customers, the new expected cash flows are discounted at the original effective interest rate and any resulting difference to the carrying value is recognised in profit or loss.

Other financial assets measured at amortised cost

Impairment of other financial assets measured at amortised cost are determined using the expected credit loss model in AASB 9. On initial recognition of the asset, an estimate of the expected credit losses for the next 12 months is recognised. Where the asset has experienced significant increase in credit risk then the lifetime losses are estimated and recognised.

Financial liabilities

The Company measures all financial liabilities initially at fair value less transaction costs, subsequently financial liabilities are measured at amortised cost using the effective interest rate method.

The financial liabilities of the Company comprise trade payables, bank and other loans and finance lease liabilities.

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 2022

	2022	2021
	\$	\$
Note 2. Revenue		
Operating:		
Sales Revenue	6,170,596	3,418,081
Dividends		
-Other Corporations	1,010	979
Interest Received	4,954	1,436
Government COVID-19 payments	-	300,000
Other revenue	1,008	924
Total revenue	6,177,568	3,721,420

Note 3. Expenses/(Loss)

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

Cost of goods sold	4,333,957	2,492,144
Overheads	1,412,914	1,257,961
Administration expenses	197,735	176,097
Selling expenses	24,434	15,633
Finance expenses	93,801	92,503
Total expense	6,062,841	4,034,337

Depreciation of:

- Plant and equipment	71,564	77,536
-----------------------	--------	--------

(b) Net transfers to (from) provisions for:

- Employee entitlements	38,895	4,797
-------------------------	--------	-------

(c) Significant revenues and expenses

- Research and Development costs	224,491	219,748
----------------------------------	---------	---------

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 before income tax	114,727	(312,917)
Prima facie income tax expense/(revenue)		
applicable to operating profit/(loss) at 25% (2021 26%)	28,682	(81,358)
Add/Deduct tax effect of:		
Permanent differences		
Research and development expenditure	(41,531)	(38,456)
Legal expenses	-	-
Tax offsets/rebates	(325)	(311)
Reclassification of brought forward timing differences and overprovision for tax	(38,350)	(9,216)
Income tax revenue per accounts	(51,524)	(129,341)
The applicable weighted avg effective tax rates	0%	0%

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 2022

	2022	2021
	\$	\$
Note 5. Current Receivables		
Trade receivables	667,114	824,021
Provision for doubtful debts	(35,000)	(35,000)
Other receivables	-	-
	632,114	789,021
Trade Receivables Summary*		
Amounts due	121,535	27,295
Amounts not yet due	545,579	796,726
	667,114	824,021
*Please note that not all customers are offered the same credit terms Credit terms range from 0 to 60 days.		
Current income tax receivable	13,174	120,125
	13,174	120,125
Note 6. Inventories		
Raw material	360,698	284,106
Work in progress	1,096,480	786,180
Finished goods	-	-
	1,457,178	1,070,286
Note 7. Plant and Equipment		
Plant and machinery at cost	809,746	803,296
Less: Accumulated depreciation	(788,759)	(726,998)
	20,987	76,298
Furniture and fittings	36,729	36,729
Less: Accumulated depreciation	(36,729)	(36,729)
	-	-
Office machines and equipment	154,206	143,904
Less: Accumulated depreciation	(142,544)	(139,258)
	11,662	4,646
Motor vehicles	219,044	219,044
Less: Accumulated depreciation	(218,509)	(211,992)
	535	7,052
TOTAL PLANT AND EQUIPMENT	33,184	87,996

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 2022

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 2021	76,298	-	4,646	7,052	87,996
Additions	6,450	-	10,302	-	16,752
Disposals	-	-	-	-	-
Depreciation expense	(61,761)	-	(3,286)	(6,517)	(71,564)
Balance at 30 September 2022	20,987	-	11,662	535	33,184

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 2020	133,947	182	10,785	20,618	165,532
Additions	-	-	-	-	-
Disposals	-	-	-	-	-
Depreciation expense	(57,649)	(182)	(6,139)	(13,566)	(77,536)
Balance at 30 September 2021	76,298	-	4,646	7,052	87,996

	2022 \$	2021 \$
Note 8. Non-Current Financial Assets		
Shares:		
In company under common control	1	1
In other listed companies	23,562	24,052
	<u>23,563</u>	<u>24,053</u>
Note 9. Non-Current Deferred Tax Assets		
Deferred tax assets	95,557	79,033
	<u>95,557</u>	<u>79,033</u>
Note 10. Other Current Assets		
Prepayments	33,655	21,812
	<u>33,655</u>	<u>21,812</u>
Note 11. Current Payables		
<i>Unsecured</i>		
Trade creditors	534,194	634,277
Sundry creditors	30,510	201,558
<i>Secured</i>		
Amounts payable to Chief Entity (i)	6,718,851	6,279,778
	<u>7,283,555</u>	<u>7,115,613</u>
(i)The loan from Sietel Ltd is secured by a registered debenture over all the assets and undertakings of the company.		
Current income tax payable	-	-
	<u>-</u>	<u>-</u>

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 2022

Note 12. Current Provisions

	Annual Leave (\$)	Long Service Leave (\$)	Provision for Warranty (\$)	Total (\$)
Opening Balance at 1 Oct 2021	63,307	99,836	65,000	228,143
Additional provisions	118,647	19,903	-	138,550
Amounts used	(99,655)	-	-	(99,655)
Amounts paid out on resignation	-	-	-	-
Amounts transferred out	-	-	-	-
Balance at 30 September 2022	<u>82,299</u>	<u>119,739</u>	<u>65,000</u>	<u>267,038</u>

2022	2021
\$	\$

Note 13. Non-Current Payables

Amount payable to Chief Entity (i)	400,000	400,000
------------------------------------	---------	---------

(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	8,104	5,266
	8,104	5,266

Note 15. Issued Capital

Issued capital 150,000 (2021 – 150,000) ordinary shares fully paid	290,000	290,000
--	---------	---------

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 \$560,406 (2021 \$548,833).

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

	<u>2022</u>	<u>2021</u>
\$ 0 - \$ 269,999	1	1
\$ 270,000 - \$ 449,999	1	1
\$ 450,000 - \$ 999,999	-	-
\$1,000,000 - \$ 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: \$55,406 (2021 \$50,406).

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

Richard Rees Thomas Rees

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 2022

	2022	2021
	\$	\$
Note 17. Auditors Remuneration		
Amounts received or due and receivable by the company's auditors for:		
- Audit and review	20,151	19,091
- Other services	-	-

Note 18. Related Party Transactions

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

Richard Rees	Thomas Rees
--------------	-------------
- (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 \$7,118,851 (2021 - of \$6,679,778) to the company in lieu of a bank bill facility with no set period of repayment, subject to no default.
- (d) Chief Entity transactions:
- Management fees paid to Chief Entity \$95,000 (2021 - \$95,000).
 - Interest paid to Chief Entity \$90,000 (2021 - \$90,000)
 - Rent for premises paid to Chief Entity \$273,000 (2021 - \$230,191)
 - Lease rentals for plant paid to Chief Entity \$36,000 (2021 - \$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 2021	-	-	-	-	-
Additional provisions	-	-	-	-	-
Amounts used	-	-	-	-	-
Amounts paid out on resignation	-	-	-	-	-
Amounts transferred out	-	-	-	-	-
Balance at 30 September 2022	-	-	-	-	-

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 2022

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.

	2022	2021
	\$	\$
Cash at the end of year is shown in the balance sheet as:		
Cash on hand	661,671	382,211
Bank overdrafts	-	-
	661,671	382,211

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

Operating profit after income tax	166,251	(183,576)
Non-cash flows in operating profit		
- Depreciation	71,564	77,536
- Write off of vehicle	-	-
- (Profit)/Loss on sale of Plant and Equipment	-	-
- (Increase)/Decrease in other assets	(11,843)	8,489
- (Increase)/Decrease in trade debtors and other assets	156,907	(496,288)
- (Increase)/Decrease in inventories	(386,892)	(520,582)
- Increase/(Decrease) in payables and other financial liabilities	172,457	459,707
- Increase/(Decrease) in provisions	38,895	4,797
- (Increase)/Decrease in deferred tax assets	(16,524)	2,235
- (Increase)/Decrease in tax receivable	106,951	(120,125)
- Increase/(Decrease) in deferred tax liabilities	2,961	(2,880)
	300,727	(770,687)

	2022	2021
	\$	\$

Note 23. 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	-	-

Capital expenditure commitment	Nil	Nil
--------------------------------	-----	-----

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 2022

Note 24. 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.

	2022 Average Interest Rate %	2022 Total \$	2021 Average Interest Rate %	2021 Total \$
Financial Assets				
Cash	0.63	661,671	0.78	382,211

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 2022, 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.

	2022 \$	2021 \$
Change in profit		
- Increase in interest rate by 1%	6,412	12,004
- Decrease in interest rate by 1%	(4,060)	(9,331)
Change in equity		
- Increase in interest rate by 1%	6,412	12,004
- Decrease in interest rate by 1%	(4,060)	(9,331)

(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.

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 2022

Note 25 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 26 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. The company has decided not to early adopt any of the new and amended pronouncements.