## Victory Offices Limited Appendix 4E Preliminary final report

### 1. Company details

Name of entity: Victory Offices Limited

ABN: 76 616 150 022

Reporting period: For the year ended 30 June 2021 For the year ended 30 June 2020

#### 2. Results for announcement to the market

\$

Revenues from ordinary activities	down	62.7% to	16,050,834
Loss from ordinary activities after tax attributable to the owners of Victory Offices Limited	up	341.6% to	(35,636,212)
Loss for the year attributable to the owners of Victory Offices Limited	up	341.6% to	(35,636,212)

### Dividends

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

#### Commentary

Refer to Commentary and Review of Operations attached.

### 3. Statement of comprehensive income together with notes to the statement

Refer attached

## 4. Statement of financial position together with notes to the statement

Refer attached.

## 5. Statement of cash flows together with notes to the statement

Refer attached.

### 6. Statement of changes in equity

Refer attached

## 7. Dividends and dividend reinvestment plans

#### Dividends

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

#### Dividend reinvestment plans

There were no dividend reinvestment plans in either the current or previous financial period.

## 8. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	0.20	0.90

## 9. Control gained or lost over entities

Not applicable.

## 10. Details of associates and joint venture entities

Not applicable.

### 11. Audit

Details of audit/review dispute or qualification (if any):

The Appendix 4E is based on the Annual Report which is in the process of being audited. An unmodified opinion is expected to be provided with a material uncertainty paragraph around going concern.

## 12. Commentary on results for the period

Refer to Commentary and Review of Operations attached.

## Victory Offices Limited Appendix 4E Preliminary final report

#### **Commentary and Review of Operations**

The loss for the consolidated entity after providing for income tax amounted to \$35.6 million (30 June 2020: loss of \$8.1 million). Revenue from suite services was \$14.7 million in the 2021 financial year (2020: \$42.3 million). COVID-19 had a significant impact on revenues throughout the 2021 financial year.

	Consolidated 30 June 2021 30 June 2020	
	\$	\$
Loss before income tax benefit	(42,172,042)	(11,573,961)
Impairment of receivables	2,733,554	3,899,687
Impairment of assets	9,556,545	8,525,253
Reversal of impairment of assets	(966,445)	-
Jobkeeper subsidy	(1,632,800)	(667,500)
Rent concession income	(1,313,971)	(756,834)
Underlying net loss before tax	_(33,795,159)	(573,355)

Underlying net loss before tax for the 2021 financial year was \$33.8 million (2020: underlying net loss before tax of \$0.6 million). Underlying net loss before tax excludes the impact of the impairment of receivables, impairment of assets, reversal of impairment of assets as well as adjusting for Jobkeeper subsidies and rent concession income. A provision of \$9.6 million for impairment of assets has been identified for the portfolio after performing value-in-use calculations. The impairment provision is non-cash and will result in a reduced depreciation charge going forward. The impairment provision was required, in part, due to having reflected a significant right of use asset pursuant to the requirements of AASB 16 Leases and AASB 17 Impairment.

The economic and trading conditions associated with the impact of COVID-19 pandemic have had a significant, adverse effect on the consolidated entity's revenues and results from operations. In particular, the combination of reduced rent rates and occupancy rates, which have fallen from pre-COVID levels of in a range of 67% to 98% to a range of 6 to 80% in 2021, have resulted in the reduction in revenues and an increase in the underlying net loss before tax during the years ended 30 June 2020 and 2021.

With the commencement of the national vaccination programme in Australia, it is anticipated, based on public announcements made by the Australian Federal Government, that the necessity to implement government led lockdowns will diminish in the 2022 financial year and beyond. This reduced reliance on lockdowns as a means to control the spread of COVID-19 is expected to positively impact both rent and occupancy rates in the upcoming financial years and accordingly revenues and operating performance.

All locations are providing a positive value-in-use. However, six of the locations have a value-in-use not in excess of the carrying value of the cash generating unit due to, in part, the current and forecast short-term trading conditions, which has resulted in an impairment of \$9.6 million recognised in the statement of profit or loss and other comprehensive income for the year ended 30 June 2021. Furthermore, a reversal of impairment of assets of \$1.0 million was recognised for locations where there was an improvement in the value-in-use calculation above the carrying value, to the extent to which the locations had been previously impaired as of 30 June 2020. The reversal is non-cash and reflects an increase in the value-in-use, as a result of increased occupancy rates and forecasts.

Cash balances at 30 June 2021 were \$14,513,012, following the \$15,000,000 share placement in June 2021 made by entity associated with Mr Dan Baxter, Co- Chief Executive Officer and Managing Director, subsequent to approval by shareholders on 1 June 2021.

The 2022 financial year is expected to be challenging. The current lockdown restrictions in New South Wales and Victoria are having an adverse effect on short-term suite service revenue. The Board remains cautiously optimistic that, while the recovery in the flexible workspace service offering sector is taking longer than initially anticipated, the currently anticipated rollout timetable of the COVID-19 vaccine will aid business and consumer confidence, which in turn is expected to facilitate a greater level of workers returning to the office.

Victory Offices Limited
Appendix 4E Preliminary Final Report
Preliminary consolidated statement of profit or loss and other comprehensive income
For the year ended 30 June 2021

	Note	Consol 30 June 2021	
Suite services revenue	2	14,714,246	42,309,916
Other income Interest revenue calculated using the effective interest method	3	2,969,388 18,269	1,433,221 21,005
Expenses Depreciation Finance costs Employee benefits expense Other administration expenses Occupancy costs Impairment of receivables Impairment of assets Reversal of impairment of assets	4	(22,447,877) (10,902,034) (6,216,346) (4,436,702) (4,547,332) (2,733,554) (9,556,545) 966,445	(8,904,306) (7,554,493) (4,661,705) (4,264,176)
Loss before income tax benefit		(42,172,042)	(11,573,961)
Income tax benefit	5	6,535,830	3,504,586
Loss after income tax benefit for the year attributable to the owners of Victory Offices Limited		(35,636,212)	(8,069,375)
Other comprehensive income for the year, net of tax			<u>-</u>
Total comprehensive loss for the year attributable to the owners of Victory Offices Limited		(35,636,212)	(8,069,375)
		Cents	Cents
Basic loss per share Diluted loss per share	27 27	(45.2) (45.2)	(19.7) (19.7)

Victory Offices Limited Appendix 4E Preliminary Final Report Preliminary consolidated statement of financial position As at 30 June 2021

		Conso	
	Note	30 June 2021	
		Ф	\$
Assets			
Current assets			
Cash and cash equivalents	6	15,116,337	670,702
Trade and other receivables	7	3,505,125	4,618,626
Other financial assets	8	940,988	2,041,864
Total current assets		19,562,450	7,331,192
Non-current assets			
Other financial assets	9	31,423,810	28,904,258
Property, plant and equipment	10	176,034,708	180,639,619
Deferred tax	11	16,456,734	11,320,992
Total non-current assets		223,915,252	220,864,869
—Total assets		243,477,702	228,196,061
Liabilities			
Current liabilities			
Trade and other payables	12	6,125,317	4,392,682
Borrowings	13	603,325	-
Lease liabilities	21	20,124,572	12,371,506
Income tax	14	1,198,427	2,598,515
Provisions	15	469,007	323,527
Other liabilities	16	3,159,936	3,207,404
Total current liabilities		31,680,584	22,893,634
Non-current liabilities			
Trade and other payables	17	9,067,512	13,160,127
Borrowings	18	2,697,371	2,566,085
Lease liabilities	21	162,507,244	150,257,095
Provisions	19	2,548,712	2,402,984
Other liabilities	20	240,678	302,257
Total non-current liabilities		177,061,517	168,688,548
Total liabilities		208,742,101	191,582,182
Net assets		34,735,601	36,613,879
Equity			
Issued capital	22	61,922,519	28,164,585
Retained profits/(accumulated losses)	23	(27,186,918)	8,449,294
Total equity		34,735,601	36,613,879
- ·			

Victory Offices Limited Appendix 4E Preliminary Final Report Preliminary consolidated statement of changes in equity For the year ended 30 June 2021

Consolidated	Issued capital \$	Retained profits	Total equity
Balance at 1 July 2019	28,164,585	16,518,669	44,683,254
Loss after income tax benefit for the year Other comprehensive income for the year, net of tax		(8,069,375)	(8,069,375)
Total comprehensive loss for the year		(8,069,375)	(8,069,375)
Balance at 30 June 2020	28,164,585	8,449,294	36,613,879
Consolidated	Issued capital \$	Retained profits / (accumulate d losses)	Total equity \$
Balance at 1 July 2020	28,164,585	8,449,294	36,613,879
Loss after income tax benefit for the year  Other comprehensive income for the year, net of tax		(35,636,212)	(35,636,212)
Total comprehensive loss for the year	-	(35,636,212)	(35,636,212)
Transactions with owners in their capacity as owners: Contributions of equity, net of transaction costs (note 22)	33,757,934		33,757,934
Balance at 30 June 2021	61,922,519	(27,186,918)	34,735,601

Victory Offices Limited Appendix 4E Preliminary Final Report Preliminary consolidated statement of cash flows For the year ended 30 June 2021

	Note	Consol 30 June 2021 \$	
Cash flows from operating activities			
Receipts from customers (inclusive of GST)  Payments to suppliers and employees (inclusive of GST)		15,656,042 (15,121,053)	39,916,774 (18,670,332)
		534,989	21,246,442
Interest received		18,629	21,005
Jobkeeper subsidy		1,848,800	667,500
Interest and other finance costs paid		(10,770,748)	(7,024,533)
Net cash from/(used in) operating activities	26	(8,368,330)	14,910,414
Cash flows from investing activities			
Payments for property, plant and equipment		(2,241,416)	(17,173,607)
Payments for bank guarantees		(1,418,675)	(18,094,037)
Proceeds from release of term deposits		<del>-</del>	18,079,314
Net cash used in investing activities		(3,660,091)	(17,188,330)
Cash flows from financing activities			
Receipt of funds from related parties		-	5,036,317
Proceeds from share issues		30,337,400	-
Share issue transaction costs	22	(672,079)	(450,004)
Repayment of related party borrowings  Repayment of lease liabilities		(3,794,590)	(450,694)
Repayment of lease habilities		(3,794,390)	(4,835,810)
Net cash from/(used in) financing activities		25,870,731	(250,187)
Net increase/(decrease) in cash and cash equivalents		13,842,310	(2,528,103)
Cash and cash equivalents at the beginning of the financial year		670,702	3,198,805
Cash and cash equivalents net of bank overdraft at the end of the financial year	6	14,513,012	670,702

## Note 1. Basis of preparation

This preliminary financial report has been prepared in accordance with ASX Listing Rules as they relate to the Appendix 4E and in accordance with the recognition and measurement requirements of the Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, Urgent Issues Group Interpretations and the Corporations Act 2001.

As such, this preliminary financial report does not include all the notes of the type included in an annual financial report and accordingly, should be read in conjunction with the annual report for the year ended 30 June 2020 and any ASX announce ments made by the Company during the period.

The principal accounting policies adopted in the preparation of the financial report are consistent with those of the previous financial year.

### Note 2. Suite services revenue

		Consolidated 30 June 2021 30 June 2020	
	\$	\$	
Suite services	14,714,246	42,309,916	

## Disaggregation of revenue

The disaggregation of revenue from contracts with customers is as follows:

		Consolidated 30 June 2021 30 June 2020 \$ \$	
Timing of revenue recognition Services transferred at a point in time Services transferred over time	1,705,868 13,008,378_	3,554,407 38,755,509	
	14,714,246	42,309,916	

### Note 3. Other income

		Consolidated 30 June 2021 30 June 2020 \$	
Jobkeeper subsidy	1,632,800	667,500	
Rent concession income Other revenue	1,313,971 22,617	756,834 8,887	
Other income	2,969,388	1,433,221	

## Note 4. Finance costs

	Consol 30 June 2021 \$	
Interest and finance charges paid Unwinding of lease liability interest Interest on related party loan	164,511 10,606,237 131,286	187,465 8,674,515 42,326
	10,902,034	8,904,306
Note 5. Income tax benefit		
	Consol 30 June 2021 \$	
Income tax benefit Current tax Adjustment recognised for prior periods Deferred tax	(1,400,095) - (5,135,735)	2,217,367 224,170 (5,946,123)
Aggregate income tax benefit	(6,535,830)	(3,504,586)
Numerical reconciliation of income tax benefit and tax at the statutory rate Loss before income tax benefit	(42,172,042)	(11,573,961)
Tax at the statutory tax rate of 30%	(12,651,613)	(3,472,188)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income: Non-deductible expenses Deferred tax adjustments Under provision	8,704,795 (1,188,917) (1,400,095)	1,860 (258,428)
Adjustment recognised for prior periods	(6,535,830)	(3,728,756) 224,170
Income tax benefit	(6,535,830)	(3,504,586)

# Note 6. Current assets - cash and cash equivalents

	Consol 30 June 2021 \$	
Cash on hand Cash at bank Cash on deposit	8,040 15,108,297 	8,879 654,487 7,336
	15,116,337	670,702
Reconciliation to cash and cash equivalents at the end of the financial year The above figures are reconciled to cash and cash equivalents at the end of the financial year as shown in the statement of cash flows as follows:		
Balances as above Bank overdraft (note 13)	15,116,337 (603,325)	670,702
Balance as per statement of cash flows	14,513,012	670,702
Note 7. Current assets - trade and other receivables	Consol 30 June 2021 \$	
Trade receivables Less: Allowance for expected credit losses	782,229 (265,981) 516,248	6,933,556 (3,899,687) 3,033,869
Sundry debtors and prepayments	2,988,877	1,584,757
	3,505,125	4,618,626
Note 8. Current assets - Other financial assets		
	Consol 30 June 2021 \$	
Term deposits	940,988	2,041,864
Note 9. Non-current assets - Other financial assets		
	Consol 30 June 2021 \$	
Term deposits - restricted cash to support bank guarantees Term deposits	30,167,857 1,255,953	28,904,258
	31,423,810	28,904,258

## Note 10. Non-current assets - property, plant and equipment

	Consol 30 June 2021 \$		
Leasehold improvements - at cost	42,353,985	41,265,629	
Less: Accumulated depreciation	(9,644,817)	(5,943,190)	
Less: Impairment	(2,898,450)	(1,591,906)	
	29,810,718	33,730,533	
Office furniture - at cost	7,755,925	7,301,328	
Less: Accumulated depreciation	(1,944,989)	(1,188,551)	
Less: Impairment	(514,923)	(275,490)	
	5,296,013	5,837,287	
Computer equipment - at cost	2,574,156	2,551,342	
Less: Accumulated depreciation	(1,249,182)	(782,330)	
Less: Impairment	(117,410)	(79,726)	
	1,207,564	1,689,286	
Office equipment - at cost	11,035,781	10,991,908	
Less: Accumulated depreciation	(3,651,877)	(2,349,051)	
Less: Impairment	(654,308)	(389,515)	
	6,729,596	8,253,342	
Computer activisms at east	202 722	202 722	
Computer software - at cost	202,722	202,722	
Less: Accumulated depreciation	(141,061)	(96,502)	
Less: Impairment	(5,464) 56,197	(4,787)	
	56,197	101,433	
Artwork - at cost	413,578	405,451	
Less: Accumulated depreciation	(15,090)	(10,506)	
Less: Impairment	(35,311)	(17,799)	
	363,177	377,146	
Right-of-use asset - at cost	192,272,629	167,505,608	
Less: Accumulated depreciation	(46,811,699)	(30,688,986)	
Less: Impairment	(12,889,487)	(6,166,030)	
	132,571,443	130,650,592	
	176,034,708	180,639,619	
		· · · · ·	
Note 11. Non-current assets - deferred tax			
	Consolidated		
		30 June 2021 30 June 2020	
	\$	\$	
Deferred tax asset	16,456,734	11,320,992	

# Note 11. Non-current assets - deferred tax (continued)

	Consolidated 30 June 2021		
Recognised deferred tax asset			
Employee benefits provision	198,536	132,451	
Make good provision	706,780	685,503	
Lease liabilities	52,600,568	47,578,365	
Impairment of assets	5,131,906	2,557,583	
Allowance for expected credit losses	79,849	1,169,906	
Black hole expenditure	122,582	241,821	
Other	1,244,673	357	
Capital raising costs	10,440	-	
	60,095,334	52,365,986	
Recognised deferred tax liabilities			
Right of use assets	(43,638,600)	(41,044,987)	
	16,456,734	11,320,999	
Note 12. Current liabilities - trade and other payables			
	Consoli	Consolidated	
		30 June 2021 30 June 2020	
	\$	\$	
	•	•	
Trade payables	4,716,948	3,295,857	
GST and PAYG withholding payable	1,253,703	779,909	
Accrued expenses and other payables	154,666	316,916	
A control expenses and early payables		010,010	
	6,125,317	4,392,682	
	<u> </u>	1,002,002	
Note 13. Current liabilities - borrowings			
		Consolidated	
	30 June 2021 3		
	\$	\$	
Bank overdraft	603,325	-	
Note 14. Current liabilities - income tax			
	Consolidated		
	30 June 2021 3		
	\$	\$	
Provision for income tax	1,198,427	2,598,515	

# 15. Current liabilities - provisions

	Consolidated 30 June 2021 30 June 2020 \$\$	
Annual leave	469,007 323,527	
Note 16. Current liabilities - other liabilities		
	Consolidated 30 June 2021 30 June 2020 \$\$	
Client deposits Contractual liabilities	2,891,427 3,092,015 268,509 115,389	
	3,159,936 3,207,404	
Note 17. Non-current liabilities - trade and other payables		
	Consolidated 30 June 2021 30 June 2020 \$\$	
Amounts due to related parties Related party income tax payable	9,067,512 11,109,376 - 2,050,751	
	9,067,512 13,160,127	
Note 18. Non-current liabilities - borrowings		
	Consolidated 30 June 2021 30 June 2020 \$\$	
Loan payable to related party	2,697,371 2,566,085	
Note 19. Non-current liabilities - provisions		
	Consolidated 30 June 2021 30 June 2020 \$\$	
Long service leave Provision for make good on leased premises	192,778 117,975 2,355,934 2,285,009	
	2,548,712 2,402,984	

## Note 20. Non-current liabilities - other liabilities

	Consolidated	
	30 June 2021 \$	30 June 2020 \$
Client deposits	240,678	302,257
Note 21. Lease liabilities		
	Consolidated	
	30 June 2021 \$	30 June 2020 \$
As a lessee		
Right-of-use assets	132,571,443	130,650,592
Information about leases for which the consolidated entity is a lessee is presented below:		
	Consolidated	
	30 June 2021	30 June 2020
Dight of use agests		
Right-of-use assets Balance at beginning of the period	130,650,592	98,005,084
Additions	23,540,142	45,604,781
Lease modifications and discount rate adjustments	1,275,156	5,200,963
Depreciation charge for the period		(11,994,206)
Impairment	(7,422,455)	(6,166,030)
Reversal of impairment	698,998	
Balance at end of the period	132,571,443	130,650,592
	Consolidated	
	30 June 2021 30 June 2020	
as		
Lease liabilities included in the statement of financial position	20 404 572	40 074 500
Current Non-current	20,124,572 162,507,244	12,371,506 150,257,095
NOTECHICAL	102,301,244	100,201,090
	182,631,816	162,628,601
	·	· <del></del>

## Note 22. Equity - issued capital

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$
Balance Entitlement offer	1 July 2020 13 July 2020	40,900,000 40,900,000	\$0.375	28,164,585 15,337,500
Loan conversion Share placement to related party - Victory Group	23 June 2021	16,301,342	\$0.251	4,092,615
Holdings Pty Ltd Capital raising costs	30 June 2021	59,746,674 	\$0.251 \$0.000	15,000,000 (672,181)
Balance	30 June 2021	157,848,016		61,922,519

### Note 23. Equity - retained profits/(accumulated losses)

	Consolidated 30 June 2021 30 June 2020 \$ \$	
Retained profits at the beginning of the financial year Loss after income tax benefit for the year	8,449,294 16,518,669 (35,636,212) (8,069,375)	
Retained profits/(accumulated losses) at the end of the financial year	(27,186,918) 8,449,294	

## Note 24. Contingencies and commitments

Capital commitments

The consolidated entity had \$1,695,000 in commitments for future fit-out expenditure at 30 June 2021 (30 June 2020: \$1,400,625).

#### Note 25. Events after the reporting period

The impact of the Coronavirus (COVID-19) pandemic is ongoing and while it has not been financially positive for the consolidated entity up to 30 June 2021, it is not practicable to estimate the potential impact, positive or negative, after the reporting date.

The ongoing utilisation of lockdowns, social distancing requirements, quarantine, travel restrictions and other measures by the respective Australian State and Federal Governments to manage the spread of COVID-19 has and will continue to directly, in the short term, limit the consolidated entity's ability to increase occupancy rates and revenues significantly and on a stable basis.

The consolidated entity cannot estimate the nature and extent of the impact of COVID-19, as the situation is often rapidly developing and is dependent on many factors including the aforementioned measures, vaccination rates, any economic stimulus that may be provided and customer behaviour patterns, which may change as a result of the impact of the aforementioned measures over a prolonged period of time.

No other matter or circumstance has arisen since 30 June 2021 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 26. Reconciliation of loss after income tax to net cash from/(used in) operating activities

	Consolidated	
	30 June 2021	30 June 2020
	\$	\$
Loss after income tax benefit for the year	(35,636,212)	(8,069,375)
Adjustments for:		
Depreciation and amortisation	22,447,877	17,528,483
Impairment of non-current assets	9,556,545	8,525,253
Rent concession income	(1,313,971)	(756,834)
Impairment of receivables	2,733,554	3,899,687
Interest	131,286	1,879,773
Reversal of impairment of assets	(966,445)	-
Change in operating assets and liabilities:		
Increase in trade and other receivables	(372,434)	(6,660,896)
Decrease in accrued revenue	216,000	-
Decrease in prepayments and other assets	(1,096,216)	203,532
Increase in trade and other payables	2,138,187	1,517,663
Decrease in contract liabilities	(153,121)	(180,970)
Increase in other provisions	220,283	104,728
Increase/(decrease) in other liabilities	262,167	423,956
Increase/(decrease) Tax assets and liabilities	(6,535,830)	(3,504,586)
Net cash from/(used in) operating activities	(8,368,330)	14,910,414
Note 27. Loss per share		
	Consolidated	
	30 June 2021	
	\$	\$
Loss after income tax attributable to the owners of Victory Offices Limited	(35,636,212)	(8,069,375)
	Number	Number
Weighted average number of ordinary shares used in calculating basic loss per share	78,910,326	40,900,000
Weighted average number of ordinary shares used in calculating diluted loss per share	78,910,326	40,900,000
	Cents	Cents
Basic loss per share	(45.2)	(19.7)
Diluted loss per share	(45.2)	(19.7)
	(-0.2)	(10.7)