



WOTSO
PROPERTY

Property by name,
flexible by nature

INTERIM REPORT

HALF-YEAR ENDED
31 DECEMBER 2021



Newcastle, NSW

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Adelaide, SA

Directors' Report

Key Numbers

WOTSO Property (WOT or the Group) will pay a distribution of 3.0 cents per security on 8 April 2022. In the last 6 months WOT has acquired a further 2 properties bringing total acquisitions to 5 properties in the last 12 months. WOT owns 15 properties encompassing just over 80,000 sqm of NLA and operates around 40,000 sqm of flexible space.

\$1.50

Adjusted Net Asset Value (NAV) per Stapled Security

3.0 cents

Interim Distribution

5 new

properties purchased since start of pandemic

26%

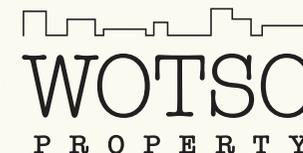
Net Gearing

So what is WOTSO Property?

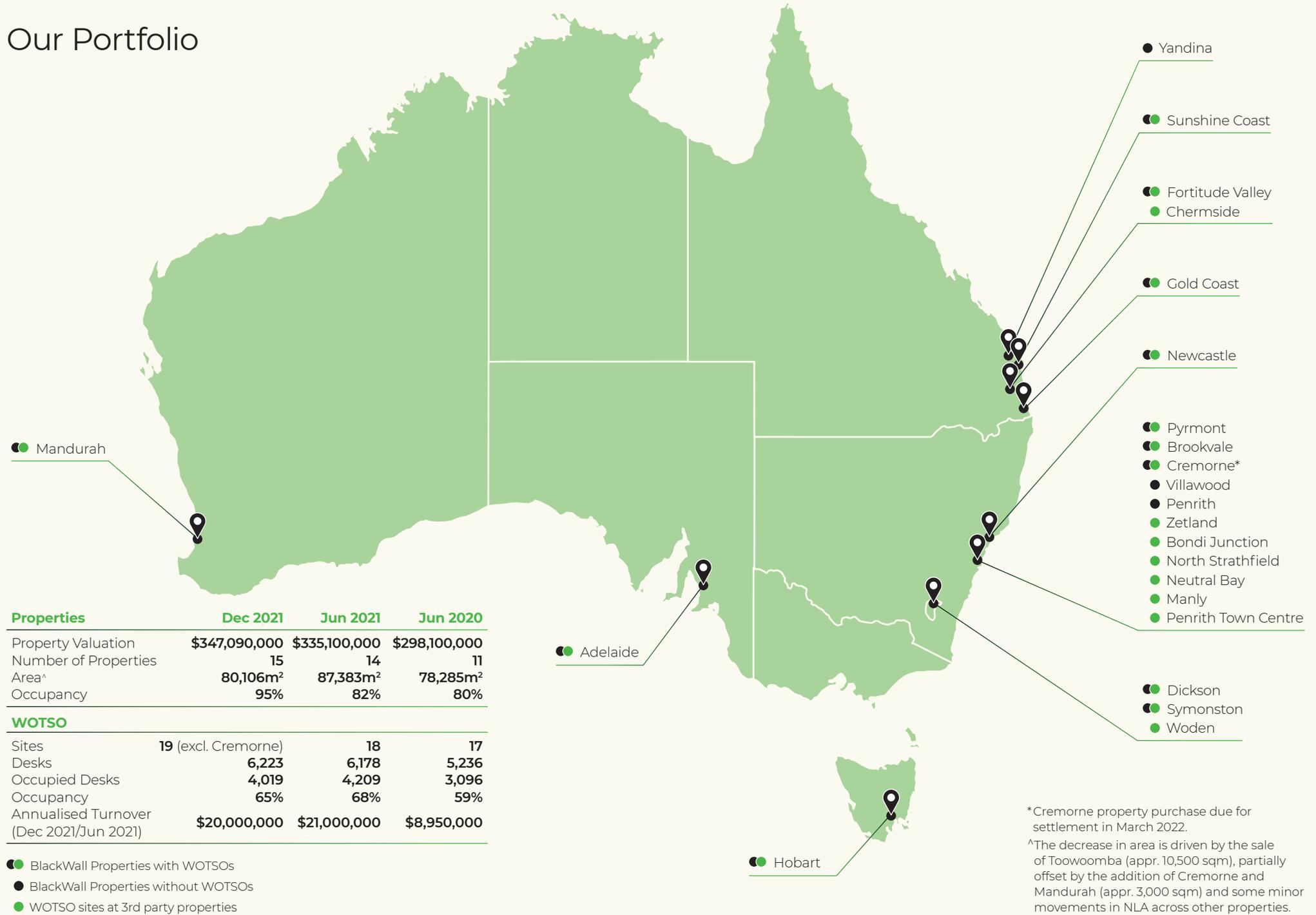


Operates flexible workspaces, largely targeted towards small to medium enterprises in city fringe, suburban and regional locations. It has grown to 20 locations across Australia with revenue largely derived from the use of private offices on monthly terms and memberships for the use of open-plan co-working spaces, events spaces and meeting rooms.

The property owning entities of the group that make up the segment we call "BlackWall Property". A portfolio of 15 commercial properties across 5 Australian states and the ACT with 12 including accommodation for WOTSO.



Our Portfolio



Properties	Dec 2021	Jun 2021	Jun 2020
Property Valuation	\$347,090,000	\$335,100,000	\$298,100,000
Number of Properties	15	14	11
Area*	80,106m ²	87,383m ²	78,285m ²
Occupancy	95%	82%	80%

WOTSO	Dec 2021	Jun 2021	Jun 2020
Sites	19 (excl. Cremorne)	18	17
Desks	6,223	6,178	5,236
Occupied Desks	4,019	4,209	3,096
Occupancy	65%	68%	59%
Annualised Turnover (Dec 2021/ Jun 2021)	\$20,000,000	\$21,000,000	\$8,950,000

- BlackWall Properties with WOTSOs
- BlackWall Properties without WOTSOs
- WOTSO sites at 3rd party properties

*Cremorne property purchase due for settlement in March 2022.
 ^The decrease in area is driven by the sale of Toowoomba (appr. 10,500 sqm), partially offset by the addition of Cremorne and Mandurah (appr. 3,000 sqm) and some minor movements in NLA across other properties.

Property Investment Review

Our property portfolio continues to grow with a further two acquisitions committed in the first half of the year, bringing our total acquisitions to five over the last 12 months. Our five new properties have added over 6,000 sqm of Net Lettable Area (NLA) to our portfolio with the majority to be occupied by WOTSO's flexible space offering. We also sold our Toowoomba asset in September, it was a small legacy property that had few growth prospects.

All of the five acquisitions fit our strategy of growth in suburban and regional locations with a focus of WOTSO becoming a key tenant to drive enhanced returns to our investors. We detailed our Brookvale and Newcastle purchases in our 2021 Annual Report and both of these sites are now ready and housing WOTSO members. Newcastle officially opened in December and has around 50 members. Brookvale has only just opened its doors so we will hopefully see its growth over the next few months.

Our 2 new properties are:

22 Ormsby Terrace, Mandurah, WA

Mandurah is Western Australia's largest regional city and less than an hour from Perth. It is WOT's first asset in WA and will soon house WA's first WOTSO. The property was once home to the Australian Sailing Museum and represents over 1,500 sqm of NLA, which is currently vacant. The \$2 million purchase price we think represents good value in the current Australian market. Mandurah is home to an existing coworkspace that is run in partnership by local government and economic development groups. This space was looking for partners to help it continue its operations and WOTSO will allow this to occur through housing its existing tenants as the foundation members for WOTSO Mandurah. WOTSO will open in the final quarter of FY22 and upon maturity we expect it to yield above 20% on the \$2 million purchase price.

233-237 Military Rd, Cremorne, Sydney, NSW

In December WOT exchanged contracts on this property on Sydney's lower North Shore with settlement due in March 2022. It is 500 metres from our WOTSO Neutral Bay property that is currently subject to a lease and not owned by the Group. It is a high visibility site with approximately 1,400 sqm of NLA. You can expect some trademark WOTSO signage to front one of Sydney's busiest roads. The building previously housed a 2nds World retail outlet and offices for many years.



Mandurah



Cremorne

Property Investment Portfolio	Ownership	WOT Yield*	Independent Valuer Yield	Dec 2021 \$'000	Jun 2021 \$'000	
Dickson, ACT	●●	100%	4.1%	6.6%	31,450	31,300
Symonston, ACT	●●	100%	5.9%	7.3%	8,600	8,400
Pymont, NSW	●●	46%	4.4%	5.4%	148,000	150,100
Villawood, NSW	●	99%	8.1%	6.5%	22,000	22,000
Penrith, NSW	●	100%	6.8%	6.7%	21,500	21,500
Newcastle, NSW*	●●	100%	1.3%	n/a	7,000	6,000
Brookvale, NSW*	●●	100%	n/a	n/a	4,300	4,200
Sunshine Coast, QLD	●●	100%	7.6%	7.4%	24,200	24,200
Yandina, QLD	●	100%	13.1%	8.6%	23,000	20,200
Gold Coast, QLD	●●	100%	10.5%	7.4%	20,100	19,800
Fortitude Valley, QLD	●●	100%	2.8%	6.7%	9,500	8,600
Adelaide, SA	●●	100%	5.6%	7.5%	7,450	7,100
Hobart, TAS	●●	100%	9.6%	7.7%	8,200	8,200
Mandurah, WA*	●●	100%	n/a	n/a	2,100	-
Toowoomba, QLD†	-	-	n/a	-	-	3,500
Total Property Investment Portfolio (Owned)					337,400	335,100
Cremorne, NSW (to be settled in 2022)‡	●●	100%	n/a	n/a	9,690	-
Total Property Investment Portfolio					347,090	335,100

*WOT Yield is the current return of each property to WOT investors. It is comprised of the property's passing yield plus WOTSO EBITDA for that property (if applicable).

^Newcastle, Brookvale and Mandurah were purchased in the 2021 calendar year and have not been independently valued.

†Toowoomba was sold for \$3.5 million during the period ended 31 Dec 2021.

‡Contracts have been exchanged on the purchase of Cremorne and settlement will occur in Mar 2022.

●● BlackWall Properties with WOTSOs

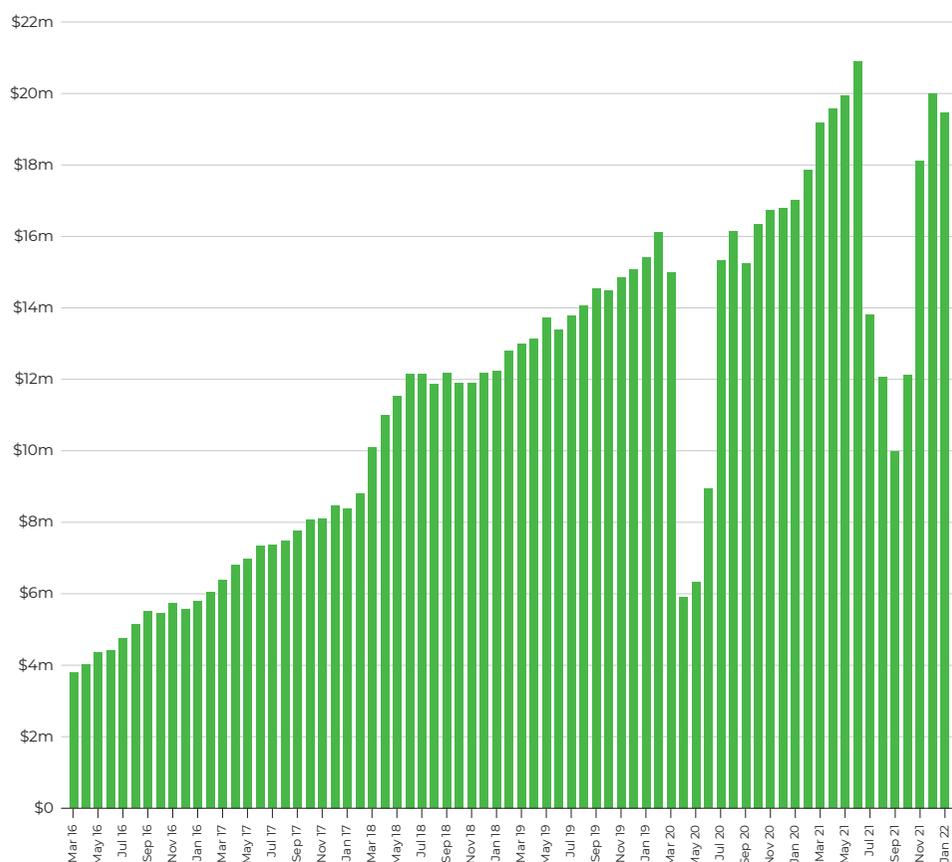
● BlackWall Properties without WOTSOs

The value of properties is based on the most recent independent valuation, adjusted to include any capital expenditure since valuation. These adjustments don't assume any value margin but simply add the amount of capital spent. All properties were independently valued in November 2020, except for recent acquisitions: Newcastle, Brookvale, Mandurah, Cremorne. Additionally, Pymont and Yandina were independently valued at 31 December 2021.

WOTSO Review

In June 2021 WOTSO reported its highest annualised revenue ever, growing \$5 million above its pre pandemic revenue of \$16 million, it showed resilience through the initial lockdowns and an even better recovery. Much like many Australian businesses FY22 did not start the way we hoped with further lockdowns impacting growth. WOTSO's revenue was again affected and it was not until late 2021 that we started to see recovery, ending the year at around \$20 million annualised revenue. We think, subject to further lockdowns, WOTSO is now in a good position to make a full recovery and we expect to see revenue continue to grow beyond the previous high of \$21 million.

WOTSO Annualised Turnover



WOTSO Neutral Bay Lease Update

Separately, the Group has entered into an option deed with the property owners at the current WOTSO Neutral Bay site and BlackWall head office (50 Yeo Street, Neutral Bay) that, if exercised, will see the Group give up the various leases it holds at that site and receive an additional \$4.9 million from the property owners.

The Group is comfortable with an outcome that sees WOTSO occupy either the Cremorne site only or both the Cremorne and Neutral Bay sites. We are confident that the WOTSO offering will continue to be successful on Sydney's lower north shore under either circumstance.

Financial Review

WOTSO Profit or Loss	Dec 2021 \$'000	Dec 2020 (normalised)* \$'000
Offices	5,084	5,248
Coworking	1,080	1,132
Other services	972	977
Operating Revenue	7,136	7,357
Other revenue	100	-
Government assistance	267	621
Total Revenue	7,503	7,978
Rent	(2,561)	(2,779)
Staff costs	(1,880)	(1,676)
Operating expenses	(2,504)	(2,397)
Total Direct Costs	(6,945)	(6,852)
Management Fees	(146)	-
EBITDA	412	1,126
Depreciation	(1,604)	(1,303)
Underlying Net Loss Before Tax	(1,192)	(177)
Impact of AASB 16 Leases	122	(1,829)
Statutory Loss	(1,070)	(2,006)

*To assist with prior year comparisons, the above results show a "normalised" Dec20 result. This "normalised" representation shows the results as if the BWF franchise site had always been owned and operated by WOTSO.

Our View of the WOT Numbers

Below are the profit or loss and balance sheet the Directors use in their analysis of WOTSO Property. Results have been adjusted for the impact of right of use lease assets and liabilities, the deferred tax liability and the estimated fair value of the WOTSO business.

Profit or Loss

December 2021 results were significantly impacted by COVID lockdowns. BlackWall Property provided rent waivers and deferrals to its tenants and WOTSO implemented its suspension policy for 5 months of the reporting period. However, government assistance and rent waivers from 3rd party landlords reduced the impact to EBITDA.

	BlackWall Property \$'000	WOTSO \$'000	Eliminations* \$'000	Dec 2021 [^] \$'000
Offices	-	5,084	-	5,084
Coworking	-	1,080	-	1,080
Other services	-	972	-	972
Government assistance	-	267	-	267
Other income	-	100	-	100
Property rental income	11,585	-	(905)	10,680
Total Revenue	11,585	7,503	(905)	18,183
Rent expense	-	(2,561)	599	(1,962)
Staff costs	-	(1,177)	-	(1,177)
Operating expenses	(3,137)	(2,224)	306	(5,055)
Total Operating Expenses	(3,137)	(5,962)	905	(8,194)
Net Rental Income	8,448	1,541	-	9,989
Overhead & administration costs	(929)	(983)	-	(1,912)
Management fees	(1,236)	(146)	-	(1,382)
EBITDA	6,283	412	-	6,695
Other statutory adjustments	(978)	(1,482)	(436)	(2,896)
Statutory Profit Before Tax	5,305	(1,070)	(436)	3,799

*Rent eliminates on consolidation.

[^]The December 2021 and June 2021 results are comprised of the results of all three stapled entities.

Balance Sheet

WOTSO Property has maintained a strong balance sheet, with net gearing of 26% (June 2021: 25%). Adjusted NAV per security is \$1.50 (June 2021: \$1.49).

	BlackWall Property \$'000	WOTSO \$'000	Eliminations \$'000	Dec 2021 \$'000	Jun 2021 \$'000
Cash & equivalents	5,641	955	-	6,596	7,473
Other current assets	1,221	2,325	(154)	3,392	6,477
Loan portfolio	7,410	-	-	7,410	8,753
Total Current Assets	14,272	3,280	(154)	17,398	22,703
Investment portfolio	337,400	-	-	337,400	331,600
Property, plant & equipment	62	13,249	(13,249)	62	62
Goodwill	-	26,150	(26,150)	-	-
WOTSO business	-	-	43,500	43,500	42,000
Other non-current assets	22,023	3,400	(9,580)	15,843	5,575
Total Non-Current Assets	359,485	42,799	(5,479)	396,805	379,237
Total Assets	373,757	46,079	(5,633)	414,203	401,940
Borrowings	(10,000)	-	-	(10,000)	-
Cremorne property settlement payable	(8,681)	-	-	(8,681)	-
Other current liabilities	(2,160)	(3,346)	154	(5,352)	(3,378)
Total Current Liabilities	(20,841)	(3,346)	154	(24,033)	(3,378)
Borrowings	(107,000)	-	-	(107,000)	(117,000)
Other non-current liabilities	-	(10,026)	9,578	(448)	(219)
Total Non-Current Liabilities	(107,000)	(10,026)	9,578	(107,448)	(117,219)
Total Liabilities	(127,841)	(13,372)	9,732	(131,481)	(120,597)
Net Assets	245,916	32,707	4,099	282,722	281,343
Attributable to NCI				(38,161)	(38,364)
Net Assets Attributable to WOT Owners				244,561	242,979
Statutory adjustments				(11,753)	(8,813)
Statutory Net Assets (excluding NCI)				232,808	234,166
NAV / Stapled Security				\$1.50	\$1.49
Statutory NAV / Stapled Security				\$1.43	\$1.44

Financial Statements

Balance Sheet at 31 December 2021

	Note	Dec 2021 \$'000	Jun 2021 \$'000
Assets			
Current Assets			
Cash and equivalents		6,596	7,473
Trade and other receivables	6	1,273	899
Loan portfolio	7	7,410	8,753
Other assets	8	2,119	2,078
Toowoomba property held for sale	10	-	3,500
Total Current Assets		17,398	22,703
Non-Current Assets			
Property Investment portfolio	11	337,400	331,600
Property, plant and equipment		13,311	14,173
Contract to purchase Cremorne property	9	9,690	-
Loan Portfolio	7	1,719	-
Software development		456	347
Investment in associate		369	348
Right of use lease assets	12	35,997	20,068
Goodwill	14	26,150	26,150
Hedge asset	15	591	-
Other receivables		443	305
Other assets	8	2,575	4,575
Total Non-Current Assets		428,701	397,566
Total Assets		446,099	420,269
Liabilities			
Current Liabilities			
Trade and other payables	13	5,060	3,152
Property settlement payable for Cremorne	9	8,681	-
Borrowings	15	10,000	-
Employee provisions		292	226
Lease liabilities		4,323	3,960
Total Current Liabilities		28,356	7,338
Non-Current Liabilities			
Trade and other payables	13	436	214
Employee provisions		12	5
Make good provisions		1,388	1,353
Borrowings	15	107,000	117,000
Deferred tax liability		2,369	2,104
Lease liabilities		35,569	19,725
Total Non-Current Liabilities		146,774	140,401
Total Liabilities		175,130	147,739
Net Assets		270,969	272,530



How to Read these Financial Statements

The 2022 Interim Report is comprised of the results of all three stapled entities throughout the entire period. However, the 2021 comparative profit or loss relates to BlackWall Property Trust only. As both Planloc and BlackWall Property Trust are property investment vehicles, the results of both entities have been combined to form the "Property" segment. The stand-alone interim financial statements for WOTSO and Planloc can be found in the annexures of this report.

	Dec 2021 \$'000	Jun 2021 \$'000
Equity		
Issued capital	245,972	245,902
Accumulated losses	(13,164)	(11,736)
Equity Holders of WOTSO Property	232,808	234,166
Non-Controlling Interests in BWR	38,161	38,364
Total Equity	270,969	272,530
Net assets attributable to equity holders of WOTSO Property	232,808	234,166
Stapled securities on issue (Number)	162,971,362	162,921,662
Net assets per stapled security (\$)	\$1.43	\$1.44
Adjusted Net assets per stapled security (\$)*	\$1.50	\$1.49

*Adjusted net assets exclude deferred tax liabilities, the impact of right of use leases and includes a WOTSO business value of \$43.5 million.

Statements of Profit or Loss and Other Comprehensive Income

for the period ended 31 December 2021

	Note	Dec 2021* \$'000	Dec 2020† \$'000
Revenue			
Revenue	2	18,183	11,647
Direct costs	3	(7,947)	(2,656)
Net Rental Income		10,236	8,991
Administration expenses	4	(3,294)	(2,051)
Trading Profit		6,942	6,940
Net gain on assets	^	7,139	6,435
Operating Profit		14,081	13,375
Building and fixtures depreciation	5	(8,640)	(3,988)
Finance costs		(1,917)	(1,012)
Finance income		251	303
Gain on lease modification		24	-
Profit Before Income Tax		3,799	8,678
Income tax expense		(265)	-
Profit for the Period		3,534	8,678
Other comprehensive income		-	-
Total Comprehensive Income		3,534	8,678
Total comprehensive income / (loss) attributable to:			
Members of BlackWall Property Trust		4,349	5,602
Members of WOTSO Limited		(1,507)	-
Members of Planloc Limited		618	-
Attributable to Members of Group		3,460	5,602
Non-controlling interest		74	3,076
Total Comprehensive Income		3,534	8,678
Earnings per Stapled Security			
Weighted average number of stapled securities		162,929,266	142,150,000
Basic and diluted earnings per stapled security		2.1 cents	3.9 cents

*The results for the period ending 31 December 2021 include the results of the consolidated WOTSO Property Group.

†The results for the period ending 31 December 2020 include the results of BlackWall Property Trust only as the stapling transaction did not occur until February 2021.

^The detailed breakdown of net gain on assets can be found in the table adjacent.

Net Gain / (Loss) on Assets

	Dec 2021 \$'000	Dec 2020 \$'000
Dickson, ACT	444	354
Symonston, ACT	332	132
Pymont, NSW	(1,791)	3,315
Villawood, NSW	103	(194)
Penrith, NSW	982	-
Newcastle, NSW	1,022	-
Brookvale, NSW	100	-
Sunshine Coast, QLD	255	1,476
Yandina, QLD	2,912	(3)
Gold Coast, QLD	611	591
Fortitude Valley, QLD	1,010	89
Toowoomba, QLD	-	122
Adelaide, SA	493	235
Hobart, TAS	85	318
Mandurah, WA	(10)	-
Total Net Gain on Fair Value of Property	6,548	6,435
Net gain on interest rate swap	591	-
Total Net Gain on Fair Value of Assets	7,139	6,435

Impact of COVID

Properties

Government-mandated rent relief was provided to tenants that met the qualifying criteria during the reporting period. The relief provided was partly by way of rent waiver with the remainder provided as a deferral of rent. During the period \$335,000 was provided as a rent waiver and \$134,000 was provided as a rent deferral to tenants external to the Group. Since the start of the pandemic, tenants external to the Group have had \$915,000 of rental payments waived and an additional \$635,000 have been deferred.

WOTSO

WOTSO reinstated its suspension policy during the reporting period, which was available to any members in locked-down areas and allowed them to suspend their membership without penalty. This resulted in average revenue decreases of approximately 65% across impacted sites. The policy ended in November 2021 and revenue has started to recover, with December revenue back to \$20 million (annualised), or 95% of its record high of \$21 million in June 2021. WOTSO received \$819,000 in rent relief from its 3rd party landlords and was eligible for JobSaver and other forms of Government Stimulus.

Statement of Cash Flows for the period ended 31 December 2021

	Dec 2021* \$'000	Dec 2020† \$'000
Cash Flows From Operating Activities		
Receipts from tenants/members	19,133	11,509
Payments to suppliers and employees	(9,802)	(5,974)
Other income	368	-
Net Cash Flows From Operating Activities	9,699	5,535
Cash Flows From Investing Activities		
Payments for capital improvements	(3,574)	(1,258)
Payments for property purchases	(3,117)	-
Payments for property, plant and equipment	(729)	-
Payments for software development	(143)	-
Proceeds on sale of property	1,500	-
Repayment of bond	2,000	-
Loans advanced	(876)	(12,388)
Loans repaid from borrower	2,500	9,120
Net Cash Flows (Used in) Investing Activities	(2,439)	(4,526)
Cash Flows From Financing Activities		
Distributions paid	(5,165)	(5,412)
Rental payments	(1,876)	-
Interest paid	(1,330)	(1,012)
Interest received	232	303
Distribution income	2	132
Net Cash Flows (Used in) / From Financing Activities	(8,137)	(5,989)
Net Increase / (Decrease) in Cash Held	(877)	(4,980)
Cash and cash equivalents at the beginning of the period	7,473	16,192
Cash and Cash Equivalents at End of the Period	6,596	11,212

*The results for the period ending 31 December 2021 include the results of the consolidated WOTSO Property Group.

†The results for the period ending 31 December 2020 include the results of BlackWall Property Trust only as the stapling transaction did not occur until February 2021.

Reconciliation of Operating Cash Flows

	Dec 2021 \$'000	Dec 2020 \$'000
Profit for the Period	3,534	8,678
Non-Cash Flows in Profit:		
Depreciation and amortisation	11,071	3,988
Net interest paid	1,666	709
Net gain on assets	(7,139)	(6,435)
Straight-line rental income	(605)	(645)
Gain on lease modification	(24)	-
Distribution income	(2)	132
Deduct net lease waivers	(717)	-
Changes to Operating Assets and Liabilities		
Increase/(decrease) in deferred tax liability	265	-
Increase/(decrease) in provisions	73	-
(Increase) / decrease in trade and other receivables	(553)	(43)
Increase / (decrease) in trade and other payables	2,130	(585)
Net Cash Flows From Operating Activities	9,699	5,535

Statement of Changes in Equity

for the period ended 31 December 2021

	No. of Stapled Securities on Issue	Issued Capital \$'000	Accumulated Losses \$'000	Attributable to Owners of Parent \$'000	Attributable to Owners of WOTSO \$'000	Attributable to Owners of Planloc \$'000	Non-Controlling Interests \$'000	TOTAL EQUITY \$'000
Balance at 1 July 2021	162,921,662	245,902	(38,746)	207,156	28,920	(1,910)	38,364	272,530
Profit for the period	-	-	4,349	4,349	(1,507)	618	74	3,534
Other comprehensive income	-	-	-	-	-	-	-	-
Total Comprehensive Income for the Period	-	-	4,349	4,349	(1,507)	618	74	3,534
Transactions with Owners in Their Capacity as Owners:								
Issue of Employee Stapled Securities	49,700	70	-	61	9	-	-	70
Distributions paid	-	-	(4,888)	(4,888)	-	-	(277)	(5,165)
Total Transactions with Owners	49,700	70	(4,888)	(4,827)	9	-	(277)	(5,095)
Balance at 31 December 2021	162,971,362	245,972	(39,285)	206,678	27,422	(1,292)	38,161	270,969
Balance at 1 July 2020								
Balance at 1 July 2020	142,150,000	246,576	(37,521)	209,055	-	-	48,166	257,221
Profit for the period	-	-	5,602	5,602	-	-	3,076	8,678
Other comprehensive income	-	-	-	-	-	-	-	-
Total Comprehensive Income for the Period	-	-	5,602	5,602	-	-	3,076	8,678
Transactions with Owners in Their Capacity as Owners:								
Distributions paid	-	-	(4,976)	(4,976)	-	-	(436)	(5,412)
Total Transactions with Owners	-	-	(4,976)	(4,976)	-	-	(436)	(5,412)
Balance at 31 December 2020	142,150,000	246,576	(36,895)	209,681	-	-	50,806	260,487

Notes to the Financial Statements

1. Segment Reporting

Identification of Reportable Operating Segments

WOTSO Property Group is comprised of two reportable segments based on differences in products and services provided, being:

- BlackWall Property: traditional commercial leases on owned properties;
- WOTSO: month-to-month flexible workspace business.

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

The Directors review EBITDA (earnings before interest, tax, depreciation and amortisation). The accounting policies adopted for internal reporting to the Directors are consistent with those adopted in the financial statements.

Intersegment Transactions

Intersegment transactions are made at market rates and eliminated on consolidation. This largely relates to rent paid from WOTSO to properties owned by the Group.

Intersegment Receivables, Payables, Leases and Loans

All intersegment receivables, payables, leases and loans are eliminated on consolidation.

Operating Segment Information

Profit or Loss	BlackWall	WOTSO	Eliminations	Total	Total
	Property			Dec 2021	Dec 2020
	\$'000	\$'000	\$'000	\$'000	\$'000
Offices	-	5,084	-	5,084	-
Coworking	-	1,080	-	1,080	-
Other services	-	972	-	972	-
Government assistance	-	267	-	267	-
Other income	-	100	-	100	-
Property rental income	11,585	-	(905)	10,680	11,647
Total Revenue	11,585	7,503	(905)	18,183	11,647
Rent expense	-	(2,561)	599	(1,962)	-
Site staff costs	-	(1,177)	-	(1,177)	-
Site operating expenses	(3,137)	(2,224)	306	(5,055)	(2,656)
Total Site Operating Expenses	(3,137)	(5,962)	905	(8,194)	(2,656)
Site EBITDA	8,448	1,541	-	9,989	8,991
Overhead & administration costs	(929)	(983)	-	(1,912)	(902)
Management Fees	(1,236)	(146)	-	(1,382)	(1,149)
EBITDA	6,283	412	-	6,695	6,940
Gain in asset value	7,139	-	-	7,139	6,435
Depreciation	(7,036)	(1,604)	-	(8,640)	(3,988)
Net finance costs	(1,081)	-	-	(1,081)	(709)
Impact of AASB 16	-	122	(436)	(314)	-
Statutory Profit Before Tax	5,305	(1,070)	(436)	3,799	8,678

1. Segment Reporting (continued)

Balance Sheet	BlackWall Property \$'000	WOTSO \$'000	Eliminations \$'000	Total Dec 2021 \$'000	BlackWall Property \$'000	WOTSO \$'000	Eliminations \$'000	Total Jun 2021 \$'000
Cash & equivalents	5,641	955	-	6,596	7,032	441	-	7,473
Accounts receivable	1,102	325	(154)	1,273	709	215	(25)	899
Loan portfolio	7,410	-	-	7,410	8,753	-	-	8,753
Toowoomba property held for sale	-	-	-	-	3,500	-	-	3,500
Other current assets	119	2,000	-	2,119	78	2,000	-	2,078
Total Current Assets	14,272	3,280	(154)	17,398	20,072	2,656	(25)	22,703
Property investment portfolio	337,400	-	-	337,400	331,600	-	-	331,600
Property, plant & equipment	62	13,249	-	13,311	62	14,111	-	14,173
Contract to purchase Cremorne Property	9,690	-	-	9,690	-	-	-	-
Loan Portfolio	11,299	-	(9,580)	1,719	12,177	-	(12,177)	-
Software development	-	456	-	456	-	347	-	347
Investment in operating platform business	-	369	-	369	-	348	-	348
Goodwill	-	-	26,150	26,150	-	-	26,150	26,150
Financial assets at fair value through profit or loss	591	-	-	591	-	-	-	-
Other non-current assets	443	2,575	-	3,018	305	4,575	-	4,880
Total Non-Current Assets	359,485	16,649	16,570	392,704	344,144	19,381	13,973	377,498
Total Assets	373,757	19,929	16,416	410,102	364,216	22,037	13,948	400,201
Trade and other payables	(2,160)	(3,054)	154	(5,060)	(1,502)	(1,675)	25	(3,152)
Cremorne property settlement payable	(8,681)	-	-	(8,681)	-	-	-	-
Employee provisions	-	(292)	-	(292)	-	(226)	-	(226)
Borrowings	(10,000)	-	-	(10,000)	-	-	-	-
Total Current Liabilities	(20,841)	(3,346)	154	(24,033)	(1,502)	(1,901)	25	(3,378)
Trade and other payables	-	(436)	-	(436)	-	(214)	-	(214)
Employee provisions	-	(12)	-	(12)	-	(5)	-	(5)
Intercompany loans	-	(9,578)	9,578	-	-	(12,177)	12,177	-
Borrowings	(107,000)	-	-	(107,000)	(117,000)	-	-	(117,000)
Total Non-Current Liabilities	(107,000)	(10,026)	9,578	(107,448)	(117,000)	(12,396)	12,177	(117,219)
Total Liabilities	(127,841)	(13,372)	9,732	(131,481)	(118,502)	(14,297)	12,202	(120,597)
Deferred tax liability	(2,369)	-	-	(2,369)	(2,104)	-	-	(2,104)
Net impact of AASB16	-	(6,601)	1,318	(5,283)	-	(6,722)	1,752	(4,970)
Net Assets	243,547	(44)	27,466	270,969	243,610	1,018	27,902	272,530

2. Revenue

Revenue is earned through property rental, under traditional lease arrangements or month-to-month under the WOTSO brand. WOTSO pays rent to other entities within the Group, which is eliminated on consolidation.

	Dec 2021 \$'000	Dec 2020 \$'000
Revenue from Contracts with Customers		
WOTSO sales	7,136	-
Other Revenue		
Property income	10,680	11,647
Government stimulus*	267	-
Other income^	100	-
Total Other Revenue	11,047	11,647
Total Revenue	18,183	11,647

*Government Stimulus is comprised of income received from JobSaver (\$202,000), NSW Small Business Hardship Grants (\$25,000) and ACT Business Support Grants (\$40,000). These were received due to WOTSO turnover being significantly impacted during the lockdown periods in NSW and ACT.

^WOTSO has entered into an option agreement with its Neutral Bay landlord that is expected to see its lease terminated. An option fee of \$100,000 has been received and a further \$4.9 million is receivable if the option is exercised. WOT's new purchase in Cremorne will provide a replacement for the Neutral Bay business, see Note 9 for details.

3. Direct Costs

	Dec 2021 \$'000	Dec 2020 \$'000
Property outgoings	3,233	2,567
WOTSO operating costs	2,379	-
Right of use lease asset depreciation	2,431	-
Loss/(Gain) on sale of assets	69	-
Bad debt (reversal)/expense	(165)	89
Total Direct Costs	7,947	2,656

4. Administration Expenses

Administration expenses are comprised of management fees payable to BlackWall Limited and WOTSO Overheads. The BlackWall Property Segment pays a responsible entity fee calculated as 0.75% of Gross Assets p.a. WOTSO pays a fee calculated as 2% of Gross Revenue on all sales up to \$20 million p.a. and 5% on sales above \$20 million p.a.

WOTSO Overheads are comprised of head office and other overhead costs associated with the running of the WOTSO business.

	Dec 2021 \$'000	Dec 2020 \$'000
BlackWall Property Trust	1,138	1,149
WOTSO Limited	146	-
Planloc Limited	98	-
Total Responsible Entity Fees	1,382	1,149
Compliance fees	929	598
WOTSO overheads	983	-
Other administration expenses	-	304
Total Administration Expenses	3,294	2,051

5. Building and Fixtures Depreciation

Other depreciation is comprised of depreciation of fit-out and property improvements.

	Dec 2021 \$'000	Dec 2020 \$'000
WOTSO fit-out depreciation	1,604	-
Property depreciation	7,036	3,988
Total Building and Fixtures Depreciation	8,640	3,988

6. Trade and Other Receivables

	Dec 2021 \$'000	Jun 2021 \$'000
Trade receivables	1,283	1,264
Related parties	110	4
Expected credit loss allowance	(120)	(369)
Total Current Trade and Other Receivables	1,273	899

7. Loan Portfolio

Name	Dec 2021 \$'000	Jun 2021 \$'000	Current Security \$'000	Margin Above RBA Cash Rate (basis points)	Security/Details
Mosman	5,350	6,250	12,750	200	Commercial property in Mosman
SAO	1,130	170	13,952	300	Investments in WOT and Pyrmont
GyMEA*	700	2,250	1,875	200	One residential townhouse
Toowoomba [^]	197	-	3,500	n/a	See Note 10
Flipout	33	83	250	n/a	Fit-out
Total Current Loan Portfolio	7,410	8,753	32,327		
Toowoomba [^]	1,719	-	3,500	n/a	See Note 10
Total Non-Current Loan Portfolio	1,719	-	3,500		

*Both townhouses have been sold with the remaining funds to be repaid following final settlement in January 2022.

[^]Total loan of \$1,916,000 between current and non-current.

8. Other Assets

	Dec 2021 \$'000	Jun 2021 \$'000
WOTSO North Strathfield bond [†]	2,000	2,000
Other	119	78
Total Current Other Assets	2,119	2,078
WOTSO North Strathfield bond [†]	2,000	4,000
Rental deposits	575	575
Total Non-Current Other Assets	2,575	4,575
Total Other Assets	4,694	6,653

[†]The WOTSO North Strathfield bond is held to secure WOTSO's lease at its North Strathfield site. This is to be released in instalments provided WOTSO is meeting its lease obligations. The next instalment is due July 2022 with the final repayment of \$2 million to be released July 2023.

9. Cremorne Property Purchase

In December 2021 contracts were exchanged to purchase the vacant property at 233-237 Military Rd, Cremorne on Sydney's lower North Shore for \$9.2 million (excluding stamp duty). The asset will act as a replacement for WOTSO Neutral Bay should the option over the Neutral Bay site be exercised (see Note 2 – Revenue for further details) or add additional capacity should it not. The purchase is due to settle in March 2022 and will be funded out of cashflow and some additional debt across other unencumbered assets. The initial deposit of \$1.0 million has been paid and an additional \$8.7 million will be paid at settlement including stamp duty.

10. Toowoomba Property Sale

WOT's Toowoomba property was sold for its carrying value of \$3.5 million in September 2021. The sale was executed through a vendor finance agreement for \$2.0 million with \$1.5 million paid upfront. The loan is being repaid over a 10-year period at a 4% p.a. fixed interest rate.

11. Property Investment Portfolio

	Ownership	WOT Yield*	Independent Valuer Yield	Dec 2021 \$'000	Jun 2021 \$'000	
Dickson, ACT	●●	100%	4.1%	6.6%	31,450	31,300
Symonston, ACT	●●	100%	5.9%	7.3%	8,600	8,400
Pyrmont, NSW	●●	46%	4.4%	5.4%	148,000	150,100
Villawood, NSW	●	99%	8.1%	6.5%	22,000	22,000
Penrith, NSW	●	100%	6.8%	6.7%	21,500	21,500
Newcastle, NSW [^]	●●	100%	1.3%	n/a	7,000	6,000
Brookvale, NSW [^]	●●	100%	n/a	n/a	4,300	4,200
Sunshine Coast, QLD	●●	100%	7.6%	7.4%	24,200	24,200
Yandina, QLD	●	100%	13.1%	8.6%	23,000	20,200
Gold Coast, QLD	●●	100%	10.5%	7.4%	20,100	19,800
Fortitude Valley, QLD	●●	100%	2.8%	6.7%	9,500	8,600
Adelaide, SA	●●	100%	5.6%	7.5%	7,450	7,100
Hobart, TAS	●●	100%	9.6%	7.7%	8,200	8,200
Mandurah, WA [^]	●●	100%	n/a	n/a	2,100	-
Toowoomba, QLD [†]	-	-	n/a	-	-	3,500
Total Property Investment Portfolio (Owned)				337,400	335,100	
Cremorne, NSW (to be settled in 2022) [‡]	●●	100%	n/a	n/a	9,690	-
Total Property Investment Portfolio				347,090	335,100	

*WOT Yield is the current return of each property to WOT investors. It is comprised of the property's passing yield plus WOTSO EBITDA for that property (if applicable).

[^]Newcastle, Brookvale and Mandurah were purchased in the 2021 calendar year and have not been independently valued.

[†]Toowoomba was sold for \$3.5 million during the period ended 31 Dec 2021.

[‡]Contracts have been exchanged on the purchase of Cremorne and settlement will occur in Mar 2022.

- BlackWall Properties with WOTSOs
- BlackWall Properties without WOTSOs

The value of properties is based on the most recent independent valuation, adjusted to include any capital expenditure since valuation. These adjustments don't assume any value margin but simply add the amount of capital spent. All properties were independently valued in November 2020, except for recent acquisitions: Newcastle, Brookvale, Mandurah and Cremorne. Additionally, Pyrmont and Yandina were independently valued at 31 December 2021.

12. Right of Use Lease Assets

Additions and modifications largely relate to an amended lease agreement for WOTSO's North Strathfield site. The lease has been amended to expand its area by approximately 1,500 sqm and extend its expiry date by 4 years to July 2033. This follows lengthy negotiations with WOTSO North Strathfield's landlord and secures WOTSO's future at its largest site with its desired area and current rent deal.

	Dec 2021 \$'000	Jun 2021 \$'000
Opening balance at start of period	20,068	-
Additions	7,614	41,759
Depreciation	(2,431)	(1,709)
Modifications/Disposals	10,746	(19,982)
Total Right of Use Lease Assets	35,997	20,068

13. Trade and Other Payables

	Dec 2021 \$'000	Jun 2021 \$'000
Trade payables	3,491	1,781
Related parties	83	195
Tenant incentives	-	19
Deferred revenue	598	318
Tenant deposits	718	758
COVID deferred rent	170	81
Total Current Trade and Other Payables	5,060	3,152
COVID deferred rent	436	214
Total Non-Current Trade and Other Payables	436	214
Total Trade and Other Payables	5,496	3,366

14. Goodwill

Goodwill was generated when WOTSO Limited was stapled to BlackWall Property Trust as part of the stapling transaction completed in February 2021.

15. Borrowings

All facilities are priced off BBSY. The facilities have no undrawn balance. The loan to value ratio (LVR) shown below is calculated against the carrying value in these financial statements with the facility LVR covenant shown in parenthesis.

Security	LVR (Covenant)	Borrowings \$'000	Hedged Amount \$'000	Security Value* \$'000	Expiry	Margin	Lender
Various	53% (65%)	40,000	-	75,900	01/24	1.90%	NAB
Villawood	32% (65%)	7,000	-	22,000	01/24	2.00%	NAB
Pyrmont	41% (50%)	60,000	30,000	148,000	01/24	1.90%	NAB
Penrith (Current)^	47% (55%)	10,000	-	21,500	12/22	1.90%	CBA
Unencumbered assets		-	-	152,549			n/a
Total December 2021	28%	117,000	30,000	419,949			

Security	LVR (Covenant)	Borrowings \$'000	Hedged Amount \$'000	Security Value* \$'000	Expiry	Margin	Lender
Various	33% (65%)	40,000	-	76,100	01/24	1.90%	NAB
Villawood	32% (65%)	7,000	-	22,000	01/24	2.00%	NAB
Pyrmont	40% (50%)	60,000	-	150,100	01/24	1.90%	NAB
Penrith	47% (55%)	10,000	-	21,500	12/22	1.90%	CBA
Unencumbered assets		-	-	124,419			n/a
Total June 2021	30%	117,000	-	394,119			

*Security values exclude any goodwill.

^The Penrith borrowings will be renegotiated later in the year, prior to its expiry in December 2022. The LVR for this property and the Group have sufficient headroom with respect to any facility covenants. As such, the Group is confident the loan will be renewed on similar terms.

Hedging

On 16 August 2021, Pyrmont entered into an interest rate swap agreement with NAB on \$30 million of its \$60 million loan. It commences in July 2024 for 4 years from that date with a fixed base rate of 1.67%. NAB's mark to market valuation of the swap at 31 December 2021 was \$591,000. At 31 January 2022, this valuation had increased to \$755,000. No other hedges are currently in place.

16. Distributions

A distribution of 3.0 cents per security has been declared to be paid on 8 April 2022. Distributions paid before the balance date are listed below:

	2021	Dec 2021 \$'000	2020	Dec 2020 \$'000
Prior year final distribution	3.0 cpu	4,888	3.5 cpu	4,976
Total		4,888		4,976

17. Financial Instruments

Fair Value Measurements

(i) Fair Value Hierarchy

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

- **Level 1** – Quoted prices (unadjusted) in active markets for identical assets or liabilities;
- **Level 2** – Inputs other than quoted prices included within Level 1 that are observable for the asset, either directly (as prices) or indirectly (derived from prices); and
- **Level 3** – Inputs for the asset that are not based on observable market data (unobservable inputs).

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

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

The following table presents the Group's assets measured at fair value. Refer to the Critical Accounting Estimates and Judgment note for further details of assumptions used and how fair values are measured.

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
At 31 December 2021				
Property investment portfolio	-	-	337,400	337,400
Loan portfolio	-	-	9,129	9,129
Hedge asset	-	-	591	591
Investment in associate	-	-	369	369
At 30 June 2021				
Property investment portfolio	-	-	335,100	335,100
Loan portfolio	-	-	8,753	8,753
Investment in associate	-	-	348	348

(ii) Valuation Techniques Used to Derive Level 3 Fair Values

The carrying amounts of the loan portfolio approximates the fair values as they are short term receivables. The hedge asset is valued in line with mark to market valuations provided by NAB (the issuer) on a monthly basis.

For all other financial assets and financial liabilities, carrying value is an approximation of fair value. There were no transfers between Level 1, 2 and 3 financial instruments during the year.

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

Significant Unobservable Inputs Used to Measure Fair Value	Change to Inputs	Impact of Increase in Input on Fair Value \$'000	Impact of Decrease in Input on Fair Value \$'000
Capitalisation rate	0.25%	(11,802)	12,787
Net market rent	5%	15,840	(15,840)

(iii) Fair Value Measurements Using Significant Observable Inputs (Level 3)

The following table is a reconciliation of the movements in financial assets classified as Level 3 for the period ended 31 December:

	\$'000
At 31 December 2021	
Balance at the beginning of the period	9,101
Loans advanced	2,876
Loans repaid	(2,500)
Investment in associate	21
Interest rate hedge revaluation	591
Balance at 31 December 2021	10,089
At 30 June 2021	
Balance at the beginning of the year	22,383
Investment in associate	348
Loans advanced	15,393
Loans eliminated on stapling	(18,693)
Loans repaid	(10,330)
Balance at 30 June 2021	9,101

18. Earnings per Security

	Dec 2021 \$'000	Dec 2020 \$'000
Profit after income tax	3,534	8,678
Non-controlling interest	(74)	(3,076)
Profit After Income Tax Attributable to Owners of WOT Securities	3,460	5,602
	Number	Number
Weighted average number of ordinary securities used in calculating basic and diluted earnings per security	162,929,266	142,150,000
	Cents	Cents
Basic and diluted earnings per security	2.1	3.9

19. Subsequent Events

WOTSO Property was impacted by the COVID-19 pandemic during the reporting period. Lockdowns in NSW and ACT led to an average decrease in turnover of 65% at the affected sites. However, December 2021 saw a significant portion of members return, with turnover recovering to 95% of June 2021's record high. It is expected that turnover will continue to improve over the remainder of the financial year, however the impact of the COVID-19 pandemic is ongoing and it is not practicable to estimate and quantify the potential impact after the reporting date. The situation is rapidly developing and is dependent on measures imposed by the Australian Government and other countries, such as maintaining social distancing requirements, quarantine, travel restrictions and any economic stimulus that may be provided.

To the best of the Directors' knowledge, since the end of the reporting period there have been no other matters or circumstances that have materially affected the Group's operations or may materially affect its operations, state of affairs or the results of operations in future financial years.

20. Critical Accounting Estimates and Judgments

The Directors of the Responsible Entity evaluate estimates and judgments incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends in economic data, obtained both externally and within the Group.

Key Estimates – Fair Values of Investment Properties

The Group carries its investment properties at fair value with changes in the fair values recognised in profit or loss. At the end of each reporting period, the Directors of the Responsible Entity update their assessment of the fair value of each property, taking into account the most recent independent valuations. The key assumptions used in this determination are set out in the Property Investment Portfolio table. Independent Valuer Yield represents the market rent divided by the property value and the market yield the independent valuer has applied to arrive to the valuation. If there are any material changes in the key assumptions due to changes in economic conditions, the fair value of the investment properties may differ and may need to be re-estimated. For this report all properties are held at independent valuations carried out in the last 12 months, except for recent acquisitions.

Goodwill and Other Indefinite Life Intangible Assets

The consolidated entity tests annually, or more frequently if events or changes in circumstances indicate impairment, whether goodwill and other indefinite life intangible assets have suffered any impairment, in accordance with the accounting policy stated in Note 21. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of assumptions, including estimated discount rates based on the current cost of capital and growth rates of the estimated future cash flows.

COVID-19 Pandemic

Judgement has been exercised in considering the impacts that the Coronavirus (COVID-19) pandemic has had, or may have, on the consolidated entity based on known information. This consideration extends to the nature of the products and services offered, customers, supply chain, staffing and geographic regions in which the consolidated entity operates. Other than as addressed in specific notes, there does not currently appear to be either any significant impact upon the financial statements or any significant uncertainties with respect to events or conditions which may impact the consolidated entity unfavourably as at the reporting date or subsequently as a result of the Coronavirus (COVID-19) pandemic.

Lease Term

The lease term is a significant component in the measurement of both the right-of-use asset and lease liability. Judgement is exercised in determining whether there is reasonable certainty that an option to extend the lease or purchase the underlying asset will be exercised, or an option to terminate the lease will not be exercised, when ascertaining the periods to be included in the lease term. In determining the lease term, all facts and circumstances that create an economical incentive to exercise an extension option, or not to exercise a termination option, are considered at the lease commencement date. Factors considered may include the importance of the asset to the consolidated entity's operations; comparison of terms and conditions to prevailing market rates; incurrance of significant penalties; existence of significant leasehold improvements; and the costs and disruption to replace the asset. The consolidated entity reassesses whether it is reasonably certain to exercise an extension option, or not exercise a termination option, if there is a significant event or significant change in circumstances.

21. Statement of Significant Accounting Policies

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

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

The financial statements for the Group were authorised for issue in accordance with a resolution of the Directors of the Responsible Entity on the date they were issued.

Basis of Preparation

These general purpose financial statements for the interim half-year reporting period ended 31 December 2021 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2021. The principal accounting policies adopted are consistent with those of the previous financial year ended 30 June 2021 and corresponding interim report period, unless otherwise stated.

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

The Group is a group of the kind referred to in ASIC Class Order 2016/191 and, in accordance with that Class Order, amounts in the Directors' Report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

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

Going Concern

These financial statements have been prepared on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

The Group is in a net current liability position of \$11.0 million at 31 December 2021. This is largely driven by current borrowings that are expected to be renewed prior to their expiration in December 2022 and a property settlement due in March 2022 for which additional borrowings are currently being negotiated.

Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year. Any change of presentation has been made in order to make the financial statements more relevant and useful to the user.

Segment Reporting

AASB 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

New Accounting Standards and Interpretations

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

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

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted. Based on our preliminary assessment, we do not expect them to have a material impact on the Group.

Directors' Report

(Continued from Page 7)

Officeholders of the Responsible Entity

Joseph (Seph) Glew **Non-Executive Director and Chairman**

Timothy Brown **Joint Managing Director and CFO**

Jessica Glew **Joint Managing Director and COO**

Richard Hill **Non-Executive Director**

Robin Tedder **Non-Executive Director**

Alexander Whitelum **Company Secretary**

Auditor

A copy of the auditor's independence declaration as required under Section 307C of the Corporations Act 2001 is set out in these financial statements.

ESV Business Advice and Accounting continues in office in accordance with section 327 of the Corporations Act 2001.



Tim Brown
Director
Sydney, 8 February 2022



Jessie Glew
Director
Sydney, 8 February 2022

Directors' Declaration

In the opinion of the Directors of BlackWall Fund Services Limited, the Responsible Entity of BlackWall Property Trust:

- (a) the financial statements and notes are in accordance with the Corporations Act 2001, including:
 - (i) complying with Accounting Standard AASB 134 Interim Financial Reporting, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the Group's financial position as at 31 December 2021 and of its performance for the financial period ended on that date; and
- (b) there are reasonable grounds to believe that each of WOTSO Limited, Planloc Limited and BlackWall Property Trust will be able to pay their debts as and when they become due and payable.

Statement of Significant Accounting Policies confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The Directors of the Responsible Entity have been given the declarations by the Joint Managing Directors and Chief Financial Officer required by section 295A of the Corporations Act 2001.

This declaration is made in accordance with a resolution of the Board of Directors of the Responsible Entity.



Tim Brown
Director
Sydney, 8 February 2022



Jessie Glew
Director
Sydney, 8 February 2022

Auditor's Independence Declaration and Report

Business advice
and accounting

ESV

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

As auditor for the review of Blackwall Property Trust, the deemed parent for stapled security WOTSO Property, for the half-year ended 31 December 2021, I declare that, to the best of my knowledge and belief, there have been:

- (i) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the review.

Dated at Sydney the 8th of February 2022



ESV Business Advice and Accounting



Chris Kirkwood
Partner

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INDEPENDENT REVIEW REPORT TO THE UNITHOLDERS OF BLACKWALL PROPERTY TRUST

Report on the Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of Blackwall Property Trust as the deemed parent presenting the stapled security arrangement of WOTSO Property ('the Group'), which comprises the consolidated balance sheet as at 31 December 2021, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information on pages 8 to 20, and the directors' declaration.

WOTSO Property consists of BlackWall Property Trust and its controlled entities as at half year ended 31 December 2021, WOTSO Limited and its controlled entities as at half year ended 31 December 2021 and Planloc Limited. Units in BlackWall Property Trust and shares in WOTSO Limited and Planloc Limited are jointly traded as a Stapled Security on the Australian Securities Exchange under the name of WOTSO Property.

Based on our review, which is not an audit, we have not become aware of any matters that makes us believe that the accompanying half-year financial report of the Group does not comply with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the Group's financial position as at 31 December 2021 and of its financial performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting and Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with *ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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INDEPENDENT REVIEW REPORT TO THE UNITHOLDERS OF BLACKWALL PROPERTY TRUST

Directors' Responsibility for the Half-Year Financial Report

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

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. *ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity*, requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group's financial position as at 31 December 2021 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Dated at Sydney on the 8th of February 2022



ESV Business Advice and Accounting



Chris Kirkwood
Partner



Pymont, NSW

ANNEXURES

WOTSO Limited

INTERIM FINANCIAL REPORT

HALF-YEAR ENDED 31 DECEMBER 2021

WOTSO Limited – Interim Report – 31 December 2021

Director's report

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity' or 'the Group') consisting of WOTSO Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2021.

Information on Officeholders

The names of the Officeholders during or since the end of the period are set out below:

Joseph (Seph) Glew Non-Executive Director and Chairman
Timothy Brown Executive Director and Joint Managing Director
Jessica Glew Executive Director and Joint Managing Director
Richard Hill Non-Executive Director
Robin Tedder Non-Executive Director
Alex Whitelum Company Secretary

Registered office

Level 1 50 Yeo Street Neutral Bay, Sydney, NSW
Phone: +61 2 9033 8699 or 1800 4 WOTSO

Principal place of business

Level 1 50 Yeo Street, Neutral Bay, Sydney, NSW

Auditor

ESV Business Advice and Accounting
Level 13, 68 York Street, Sydney NSW 2000

Principal activities

During the half-year, the principal continuing activities of the consolidated entity consisted of flexible workspace, offering everything from a single desk to larger spaces for corporates and established teams.

Environmental Regulation

The Group's operations are not regulated by any environmental regulation under a law of the Commonwealth or of a State or a Territory other than those that pertain to the ownership and development of real estate.

Auditor and Non-audit Services

A copy of the auditor's independence declaration as required under Section 307C of the Corporations Act 2001 is set out in these financial statements.

ESV Business Advice and Accounting continues in office in accordance with section 327 of the Corporations Act 2001.

Rounding of Amounts

The Company is of a kind referred to in ASIC Legislative Instrument 2016/191, and in accordance with that legislative instrument amounts in the Directors' Report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

Subsequent Events and Significant Changes in Affairs

To the best of the Directors' knowledge, since the end of the reporting period, there have been no other matters or circumstances, except for those disclosed in Note 11 – Subsequent events, that have materially affected the Group's operations or may materially affect its operations, state of affairs or the results of operations in the current or future financial years.

COVID and its impact

WOTSO was significantly impacted by COVID lockdowns in several states, and reinstated its suspension policy during the reporting period, allowing members in the locked-down areas to suspend their membership without penalties. As a result, the average revenue decreased by approximately 70% across impacted sites, in the period from July to October 2021. After the culmination of the suspension policy in November 2021, WOTSO has seen a recovery bringing its annualised revenue back to \$20 million in December, which represents 95% of its record high of \$21 million in June 2021.

Signed in accordance with a resolution of the Board of Directors.



Tim Brown
Director
Sydney, 8 February 2022



Jessie Glew
Director
Sydney, 8 February 2022

WOTSO Limited – Interim Report – 31 December 2021

Statement of Profit or Loss and other Comprehensive Income for the half-year ended 31 December 2021

	Note	Dec 2021 \$'000	Dec 2020 \$'000
Revenue			
Revenue from WOTSO members	3	7,136	6,925
Government assistance	3	267	621
Other revenue	3	100	34
Total Revenue		7,503	7,580
Expenses			
COVID rent waivers received from landlords	4	2,993	394
Staff costs		(1,880)	(1,659)
Other operating expenses		(2,630)	(2,316)
Variable lease payments		(103)	-
Bad and doubtful debts expenses		(19)	-
Interest expenses		-	(24)
Total Expenses		(1,639)	(3,605)
Operating Profit		5,864	3,975
Depreciation – fit-out	7	(1,604)	(1,264)
Depreciation – right of use lease asset	7	(4,830)	(4,173)
Interest – right of use lease liability		(830)	(878)
Gain on lease modifications	5	330	340
Impairment of goodwill		-	(36)
Loss before income tax		(1,070)	(2,036)
Income tax expense		-	-
Loss for the period		(1,070)	(2,036)
Other comprehensive income		-	-
Total Comprehensive Loss		(1,070)	(2,036)

Balance Sheet as at 31 December 2021

Note	Dec 2021 \$'000	Jun 2021 \$'000
Assets		
Current assets		
Cash and cash equivalents	955	441
Trade and other receivables	6	325
WOTSO North Strathfield bond	8	2,000
Total current assets	3,280	2,656
Non-current assets		
WOTSO North Strathfield bond	8	2,000
Lease rental deposits	8	575
Investment in Hamlet		369
Internal software development		456
Property, plant and equipment	7	13,248
Right of use lease asset	7	47,845
Total non-current assets	64,493	53,461
Total Assets	67,773	56,117
Liabilities		
Current liabilities		
Trade and other payables	9	2,556
Deferred revenue		235
Deferred lease payments – COVID	4	170
Employee provisions		292
Tenant deposits		91
Right of use lease liabilities		9,223
Total current liabilities	12,567	10,895
Non-current liabilities		
Loans payable – related party		9,579
Deferred lease payments – COVID	4	436
Make good provisions		1,470
Employee provisions		12
Right of use lease liabilities		43,753
Total non-current liabilities	55,250	44,204
Total Liabilities	67,817	55,099
Net (Deficiency) Assets	(44)	1,018
Share capital	10	11,625
Accumulated losses		(11,669)
Total Equity	(44)	1,018

WOTSO Limited – Interim Report – 31 December 2021

Statement of Cash Flows for the Half-Year ended 31 December 2021

	Note	Dec 2021 \$'000	Dec 2020 \$'000
Cash flows from operating activities			
Members receipts		7,513	7,852
Franchise fees		-	38
Government assistance - COVID	3	267	674
Landlord compensation – Neutral Bay	3	110	-
Operating expenditure		(1,756)	(2,940)
Employee payments		(1,911)	(1,629)
Lease rental deposits refunded (paid)		-	(28)
Net cash inflow from operating activities		4,223	3,967
Cash flows from investing activities			
Security bond repaid	8	2,000	-
Payments for property, plant and equipment		(718)	(2,591)
Payments for software development - Hamlet		(119)	(143)
Payment for investment in Hamlet		(24)	-
Advance to - UEM Joint Venture		-	(1)
Purchase of subsidiary – WOTSO Neutral Bay Pty Ltd		-	(500)
Cash entering group on acquisition of subsidiaries		-	72
Net cash inflow (outflow) from investing activities		1,139	(3,163)
Cash flows from financing activities			
Increase in borrowings		-	900
Repayment of borrowings		(2,598)	-
Lease payments		(2,250)	(2,228)
Net cash outflow from financing activities		(4,848)	(1,328)
Net increase/(decrease) in cash and cash equivalents		514	(524)
Cash and cash equivalents at the beginning of the period		441	695
Cash and cash equivalents at end of the period		955	171

All items inclusive of GST where applicable.

Reconciliation of Operating Cash Flows

	Note	Dec 2021 \$'000	Dec 2020 \$'000
Loss for the period		(1,070)	(2,036)
Noncash Flows in Profit:			
Depreciation	7	6,434	5,437
Interest		830	878
Right of use lease modifications and terminations	7	(330)	(340)
Goodwill impairment		-	36
Deduct net lease waivers and variable lease payments (included in financing cash flows)		(2,890)	(332)
Changes in Operating Assets and Liabilities:			
Decrease / (increase) in trade and other receivables		(110)	83
Increase / (decrease) in trade and other payables		1,263	107
Increase / (decrease) in provisions		71	32
Increase / (decrease) in deferred revenue		25	130
Decrease / (increase) in rental deposits		-	(28)
Net Cash Inflow from Operating Activities		4,223	3,967

WOTSO Limited – Interim Report – 31 December 2021

Statement of Changes in Equity for the Half-Year ended 31 December 2021

	No. of Shares On issue	Issued Capital \$'000	Accumulated Losses \$'000	Total Equity \$'000
Balance at 1 July 2021	162,921,662	11,617	(10,599)	1,018
Loss for the period	-	-	(1,070)	(1,070)
Other comprehensive income	-	-	-	-
Total Comprehensive Income for the Period	-	-	(1,070)	(1,070)
Transactions with Owners in Their Capacity as Owners				
Issue of units – Employee stapled securities	49,700	8	-	8
Total Transactions with Owners in Their Capacity as Owners	49,700	8	-	8
Balance at 31 December 2021	162,971,362	11,625	(11,669)	(44)
Balance at 1 July 2020	81,068,581	11,602	(6,593)	5,009
Loss for the period	-	-	(2,036)	(2,036)
Other comprehensive income	-	-	-	-
Total Comprehensive Income for the Period	-	-	(2,036)	(2,036)
Transactions with Owners in Their Capacity as Owners				
Issue of units	-	-	-	-
Total Transactions with Owners in Their Capacity as Owners	-	-	-	-
Balance at 31 December 2020	81,068,581	11,602	(8,629)	2,973

Notes to the Financial Statements

1. Cash Flow Management

As at 31 December 2021, the Consolidated Balance Sheet showed current liabilities exceeded current assets by \$9.3m. This is mainly driven by lease payments due over the next 12 months totalling \$9.2m.

The group closely monitors liquidity, and its current position is expected to improve during the second half of FY2022. WOTSO also has an available line of credit in the form of its loan agreement with BlackWall Property Trust. WOTSO may also cease capex spending to manage cash flows if required.

WOTSO was significantly impacted by COVID lockdowns in several states, and reinstated its suspension policy during the reporting period, allowing members in the locked-down areas to suspend their membership without penalties. As a result, the average revenue decreased by approximately 70% across impacted sites, in the period from July to October 2021. After the culmination of the suspension policy in November 2021, WOTSO has seen a recovery bringing its annualised revenue back to \$20 million in December, which represents 95% of its record high of \$21 million in June 2021.

2. Segment Reporting

Identification of reportable operating segments

WOTSO reports as one segment of the WOTSO Property Group. This is based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments.

3. Revenue

<i>Disaggregation of Revenue from Contracts with Customers</i>	Dec 2021	Dec 2020
	\$'000	\$'000
Offices	5,084	4,942
Coworking	1,080	1,164
Other Services*	972	819
Total Revenue from WOTSO Members	7,136	6,925

*Other Services includes meeting room hire, parking, virtual office, and other member services.

WOTSO received government assistance as part of COVID economic stimulus in NSW and ACT, where WOTSO turnover was significantly impacted by lockdowns. Details as follows:

<i>Government Assistance:</i>	Dec 2021	Dec 2020
	\$'000	\$'000
Jobsaver	203	-
Business grants – NSW and ACT	61	-
National disability services	3	-
JobKeeper wage subsidy	-	684
Cash flow boost	-	(63)
Total	267	621

<i>Other Revenue:</i>	Dec 2021	Dec 2020
	\$'000	\$'000
Landlord compensation*	100	-
Franchise fees – BWF	-	34
Total	100	34

* WOTSO has entered into an option agreement with its Neutral Bay landlord that is expected to see its lease terminated. An option fee of \$100,000 has been received and a further \$4.9 million is receivable if the option is exercised.

4. Rent Waivers and Deferrals

During the COVID crisis, the Federal Government mandated a code of conduct between commercial landlords and their tenants. This mandated that lessors provide rent relief to any commercial tenant significantly impacted by the pandemic. Rent relief was required to be at the same proportion of the tenant's reduction in revenue driven by the pandemic. This relief was to be provided via a waiver for at least 50% of the relief, with the remaining proportion provided as a rent deferral to be repaid over the greater of the remaining life of the lease or two years.

The rent waivers received by WOTSO from its landlords in the reporting period have been treated as variable lease payments per AASB 16 and as such they have been recognised within the operating profit of the Group. From the start of the COVID pandemic in March 2020, a total of \$4,160,000 was waived.

In contrast, the rent deferrals received by WOTSO in the reporting period were also treated as a variable lease payment per AASB 16, but the difference has been recognised as a deferred rent liability. As at 31 December 2021, WOTSO had rent deferral liabilities totalling \$606,000, for which deferred repayments will continue over the term of the leases.

Notes to the Financial Statements

5. Gain on Lease Terminations

	Dec 2021 \$'000	Dec 2020 \$'000
Gain on lease terminations and modifications	330	340
Total	330	340

The gain on lease terminations is mainly driven by a reduction in the leased area in WOTSO'S Pymont site, by 966sqm.

6. Trade and Other Receivables

	Dec 2021 \$'000	Jun 2021 \$'000
Trade receivables	73	210
Related party	265	16
Expected credit loss allowance	(13)	(11)
Total	325	215

7. Property, Plant and Equipment

	Dec 2021 \$'000	Jun 2021 \$'000
Fit-out	20,397	19,656
Less: accumulated depreciation	(7,149)	(5,545)
	13,248	14,111
Right of use assets	69,799	48,719
Less: accumulated depreciation	(21,954)	(14,639)
	47,845	34,080
Total	61,093	48,191

Reconciliations of the written down values at the beginning and end of the current reporting period are set out below:

As at 31 December 2021	Fit-Out \$'000	Leases \$'000	Total \$'000
Carrying amount at the beginning of the period	14,111	34,080	48,191
Right of use assets – modifications *	-	10,819	10,819
Remeasurement of right of use assets **	-	561	561
Additions ***	741	8,158	8,899
Depreciation expense	(1,604)	(4,830)	(6,434)
Disposals	-	(943)	(943)
Carrying amount at 31 December 2021	13,248	47,845	61,093

*Modifications mostly relate to an extension in the lease term of the agreement for WOTSO's North Strathfield site, by four years to July 2033. This also includes an expansion of nearly 500sqm in the Dickson site in Canberra.

**Remeasurements reflect revised contractual payments within existing lease liabilities, including changes in an index or rate used to determine the amounts payable.

*** Additions largely relate to an amended lease agreement for WOTSO's North Strathfield site, resulting in an expansion of its area by approximately 1,524sqm.

8. Other Assets

	Dec 2021 \$'000	Jun 2021 \$'000
Secured bond – WOTSO North Strathfield *	2,000	2,000
Total Current Other Assets	2,000	2,000
Secured bond – WOTSO North Strathfield *	2,000	4,000
Lease rental deposits	575	575
Total Non-Current Other Assets	2,575	4,575
Total Other Assets	4,575	6,575

* The WOTSO North Strathfield bond is held to secure WOTSO's lease at its North Strathfield site. This is to be released in instalments, provided WOTSO is meeting its lease obligations. The next instalment is expected in July 2022 and the final repayment of \$2 million will be repaid in July 2023.

Notes to the Financial Statements

9. Trade and Other Payables

	Dec 2021	Jun 2021
	\$'000	\$'000
Trade and other payables	2,545	1,211
Related party	11	40
Total Trade and Other Payables	2,556	1,251

10. Equity – Issued Capital

	Dec 2021	Jun 2021	Dec 2021	Jun 2021
	Shares	Shares	\$'000	\$'000
At the beginning of the period	162,921,662	81,068,581	11,617	11,617
Issue of new units – stapled transaction	-	81,772,831	-	-
Issue of new units – post-stapling transaction	-	80,250	-	-
Employee stapled securities	49,700	-	8	-
At the end of the period	162,971,362	162,921,662	11,625	11,617

11. Subsequent Events

The impact of the Coronavirus (COVID) pandemic is ongoing, and it is not practicable to estimate and quantify the potential impact after the reporting date. The situation is rapidly developing and is dependent on measures imposed by Federal and State Governments to slow the spread of the virus, such as maintaining social distancing requirements, quarantine, travel restrictions, vaccinations and any economic stimulus that may be provided. WOTSO has seen a reduction in its revenue, as a result of lockdowns and travel restrictions in some states in Australia, with significant effect in NSW and ACT.

Apart from the above matter to the best of the Directors' knowledge, since the end of the period, there have been no other matters or circumstances that have materially affected the Group's operations or may materially affect its operations, state of affairs, or the results of operations in future financial years.

12. Critical Accounting Estimates and Judgments

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The Directors evaluate estimates and judgments incorporated into the financial statements based on historical knowledge and best available current information.

13. Basis of preparation and accounting policies

WOTSO Limited is part of the listed WOT stapled group, incorporated and domiciled in Australia. The financial statements for the Group were authorised for issue in accordance with a resolution of the Directors on the date they were issued.

These general purpose financial statements for the interim half-year reporting period ended 31 December 2021 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2021. The principal accounting policies adopted are consistent with those of the previous financial year ended 30 June 2021 and corresponding interim report period, unless otherwise stated.

The statutory financial information for the Group has been presented for the half-year ended 31 December 2021 and for the comparative half-year ended 31 December 2020. The comparative period statutory financial information does not include the results of all WOTSO sites. With the acquisition of BWF Franchise Pty Ltd (now WOTSO Neutral Bay) on 31 October 2020, WOTSO has taken control of this entity, and consolidated from this date. This means the half-year statutory financial information includes six months of consolidated results from this entity, whereas the comparative period has two.

The financial statements are presented in Australian dollars.

Going concern

The financial statements have been prepared on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

WOTSO made a loss in the period and is in a net liability position, as described in Note 1- Cash Flow Management. However, many of the WOTSO sites are in the build-up phase and profitability is expected to improve. The business projects it will have sufficient cash balances to pay debts as they fall due and forecasts for the next 12 months display enough liquidity for it to be appropriate for WOTSO to continue as a going concern.

Even though the COVID pandemic and the related measures to slow the spread of the virus remain uncertain and have significantly impacted WOTSO, the Directors are confident that the group will be able to continue as a going concern.

Additionally, short-term funding may be obtained from related parties if needed.

Rounding

WOTSO is a group of the kind referred to in ASIC Legislative Instrument 2016/191 and, in accordance with that legislative instrument, amounts in the Directors' Report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

Notes to the Financial Statements

Comparative figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current period. Any change of presentation has been made in order to make the financial statements more relevant and useful to the user.

New Accounting Standards and Interpretations

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

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted. Based on our preliminary assessment, we do not expect them to have material impact on the Group.

Director's Declaration

In the Directors' opinion:

- (a) the financial statements and notes are in accordance with the Corporations Act 2001, including:
 - (i) complying with Accounting Standard AASB 134 *Interim Financial Reporting*, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the Group's financial position as at 31 December 2021 and of its performance for the financial period ended on that date; and
- (b) there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

The Statement of Significant Accounting Policies confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The Directors have been given the declarations by the Chief Executive Officer and Chief Financial Officer required by section 295A of the Corporations Act 2001.

This declaration is made in accordance with a resolution of the Board of Directors.



Tim Brown
Director
Sydney, 8 February 2022



Jessie Glew
Director
Sydney, 8 February 2022

Auditor's Independence Declaration and Report

Business advice
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AUDITOR'S INDEPENDENCE DECLARATION TO THE DIRECTORS OF WOTSO LIMITED

In accordance with the requirements of section 307C of the Corporations Act, as auditor for the review of WOTSO Limited and its Controlled Entities for the half year ended 31 December 2021, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

Dated at Sydney the 8th of February 2022



ESV Business Advice and Accounting



Chris Kirkwood
Partner

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INDEPENDENT REVIEW REPORT TO THE MEMBERS OF WOTSO LIMITED

Report on the Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of WOTSO Limited and Controlled Entities ("the Group"), which comprises the balance sheet as at 31 December 2021, the statement of profit or loss and other comprehensive income, the statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matters that makes us believe that the accompanying half-year financial report of the Group does not comply with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the Group's financial position as at 31 December 2021 and of its financial performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with *ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Directors' Responsibility for the Half-Year Financial Report

The Directors of WOTSO Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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INDEPENDENT REVIEW REPORT TO THE MEMBERS OF WOTSO LIMITED*Auditor's Responsibility*

Our responsibility is to express a conclusion on the half-year financial report based on our review. *ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity*, requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group's financial position as at 31 December 2021 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Dated at Sydney on the 8th of February 2022



ESV Business Advice and Accounting



Chris Kirkwood
Partner

Planloc Limited

INTERIM FINANCIAL REPORT

HALF-YEAR ENDED 31 DECEMBER 2021

Directors' Report

The directors present their report, together with the financial statements of Planloc Limited (referred to hereafter as the 'company') for the half-year ended 31 December 2021.

Information on Officeholders

The names of Officeholders during or since the end of the period are set out below:

Joseph (Seph) Glew Non-Executive Director and Chairman
 Timothy Brown Executive Director and Joint Managing Director
 Jessica Glew Executive Director and Joint Managing Director
 Richard Hill Non-Executive Director
 Robin Tedder Non-Executive Director
 Alex Whitelum Company Secretary

Registered Office

Level 1 50 Yeo Street Neutral Bay, Sydney, NSW
 Phone +61 2 9033 8699 or 1800 4 WOTSO

Principal Place of Business

Level 1 50 Yeo Street Neutral Bay, Sydney, NSW

Auditor

ESV Business Advice and Accounting
 Level 13, 68 York Street, Sydney NSW 2000

Principal Activities

Planloc Limited is a listed property investment company. The company was stapled to two other entities (BlackWall Property Trust and WOTSO Limited) to form the listed WOTSO Property (ASX: WOT) on 8 February 2021. Prior to this, Planloc was part of the Pelorus Private Equity (PPE) group. Planloc has an investment in a retail mixed use property located in Penrith, NSW and an entertainment precinct in Villawood, NSW.

Penrith's tenants include Barbeques Galore, Boating Camping Fishing, Rashay's Restaurant, Tru Ninja, Factory Plus and a Bliss Early Learning Centre. There is a small 230sqm vacancy. It was last independently valued in November 2020 at \$21.5 million.

Planloc owns approximately 49.9% of the WRV Unit Trust, which owns The Woods. The property is an entertainment precinct in Sydney's west, approximately 28 kilometres from Sydney CBD. The property has great exposure to Woodville Road and is home to 8 different tenants including Zone Bowling, Chipmunks Playland, Sydney Indoor Climbing Gym, Jump Swim School, Flip Out and Cross Fit Bawn. It was last independently valued in November 2020 at \$22.0 million.

Audit & Non-audit Services

A copy of the auditor's independence declaration as required under Section 307C of the Corporations Act 2001 is set out in these financial statements.

ESV Business Advice and Accounting continues in office in accordance with section 327 of the Corporations Act 2001.

Rounding of Amounts

The Company is of a kind referred to in ASIC Legislative Instrument 2016/191, and in accordance with that legislative instrument amounts in the Directors' Report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

Subsequent Events and Significant Changes in Affairs

To the best knowledge of the Directors, there have been no other matters or circumstances, except for those disclosed in Note 11 – Subsequent events, that have arisen since the end of the period that have materially affected or may materially affect the Company's operations in future financial years, the results of those operations or the Company's state of affairs in future financial years.

COVID and its Impact

COVID has directly impacted the rent received from tenants and indirectly impacted the property valuations.

Planloc rental receipts for the reporting period were impacted by rent waivers provided to property tenants, totalling \$88,000. This was largely due to the mandatory code issued by the federal government that regulated the conduct between commercial landlords and their tenants. However, we are expected to recover this in the form of a land tax refund. Fortunately, the relief provided has prevented any tenant vacancies despite many having been significantly impacted by the COVID pandemic.

Signed in accordance with a resolution of the Board of Directors



Tim Brown
 Director
 Sydney, 8 February 2022



Jessie Glew
 Director
 Sydney, 8 February 2022

Planloc Financial Statements

Statement of Financial Position at 31 December 2021

	Note	Dec 2021 \$'000	Jun 2021 \$'000
ASSETS			
Current assets			
Cash and cash equivalents		147	51
Trade and other receivables		11	25
Financial assets	3	197	-
Total current assets		355	76
Non-current assets			
Deferred rent receivable		105	83
Financial assets	3	6,495	4,329
Investment properties	4	21,500	21,500
Total non-current assets		28,100	25,912
TOTAL ASSETS		28,455	25,988
LIABILITIES			
Current liabilities			
Trade and other payables	5	149	262
Borrowings	6	10,000	-
Total current liabilities		10,149	262
Non-current liabilities			
Borrowings	6	17,365	25,668
Deferred tax liabilities		2,369	2,104
Total non-current liabilities		19,734	27,772
TOTAL LIABILITIES		29,883	28,034
NET DEFICIENCY		(1,428)	(2,046)
EQUITY			
Share capital	7	-	-
Accumulated losses		(1,428)	(2,046)
TOTAL EQUITY		(1,428)	(2,046)

Statement of Profit or Loss and Other Comprehensive Income for the period ended 31 December 2021

	Note	Dec 2021 \$'000	Dec 2020 \$'000
REVENUE			
Property rental income		694	863
Interest income		19	-
Unrealised gains	8	1,429	416
Total Revenue		2,142	1,279
EXPENSES			
Property outgoings		(185)	(185)
Business operating expenses	9	(98)	(70)
Depreciation expense		(1,012)	(146)
BWR loan interest adjustment		137	-
Performance fees		-	(1,318)
Intercompany charges		-	(100)
Other finance costs		(101)	(428)
Total Expenses		(1,259)	(2,247)
Profit / (Loss) Before Tax		883	(968)
Income tax expense		(265)	-
Profit / (loss) After Tax		618	(968)
Other comprehensive income		-	-
Total Comprehensive Income / (Loss)		618	(968)

Planloc Financial Statements

Statement of Cash Flows for the period ended 31 December 2021

	Note	Dec 2021 \$'000	Dec 2020 \$'000
Cash Flows from Operating Activities			
Receipts from property tenants		757	963
Payments to suppliers		(479)	(624)
Performance fees paid		-	(1,318)
Interest received/(paid)		36	(428)
Net Cash Flows Provided by (Used in) Operating Activities		314	(1,407)
Cash Flows from Investing Activities			
Payments of capital expenditure		-	(7)
Loans advanced		(1,965)	-
Repayment of loans		49	-
Net Cash Flows (Used in) Investing Activities		(1,916)	(7)
Cash Flows from Financing Activities			
Proceeds from borrowings		1,698	3,337
Dividends paid		-	(1,984)
Net Cash Flows Provided by Financing Activities		1,698	1,353
Net Increase / (Decrease) in Cash Held		96	(61)
Cash and cash equivalents at the beginning of the year		51	134
Cash and Cash Equivalents at End of the Period		147	73

Statement of Changes in Equity for the period ended 31 December 2021

	No. of Shares On issue	Ordinary Shares \$'000	Accumulated Losses \$'000	Total \$'000
Balance at 1 July 2021	162,921,662	-	(2,046)	(2,046)
Profit for the period	-	-	618	618
Other comprehensive income	-	-	-	-
Total Comprehensive Income for the Period	-	-	618	618
Transactions with Owners in Their Capacity as Owners				
Issue of units – Employee stapled securities	49,700	-	-	-
Total Transactions with Owners in Their Capacity as Owners	49,700	-	-	-
Balance at 31 December 2021	162,971,362	-	(1,428)	(1,428)
Balance at 1 July 2020				
Balance at 1 July 2020	4	-	126	126
Loss for the period	-	-	(968)	(968)
Other comprehensive income	-	-	-	-
Total Comprehensive Loss for the Period	-	-	(968)	(968)
Transactions with Owners in Their Capacity as Owners				
Issue of units	-	-	-	-
Dividend paid	-	-	(1,984)	(1,984)
Total Transactions with Owners in Their Capacity as Owners	-	-	(1,984)	(1,984)
Balance at 31 December 2020	4	-	(2,826)	(2,826)

Notes to the Financial Statements

1. Segment Reporting

The Company operates in one business segment being the ownership and leasing of investment properties in Australia.

2. COVID Impact

COVID has directly impacted the rent received from tenants and indirectly impacted the property valuations.

Planloc rental receipts for the reporting period were impacted by rent waivers provided to property tenants. This was largely due to the mandatory code issued by the federal government that regulated the conduct between commercial landlords and their tenants. However, we are expected to recover this in the form of a land tax refund. Fortunately, the relief provided has prevented any tenant vacancies despite many having been significantly impacted by the COVID pandemic.

3. Financial Assets

The Company's financial assets comprise of Investment in WRV & Loan to Industrial Ave. The investment reflects a 49% holding of WRV Unit Trust, which owns The Woods. The property is an entertainment precinct in Sydney's west, approximately 28 kilometres from Sydney CBD. The property has great exposure to Woodville Road and is home to 8 different tenants including Zone Bowling, Chipmunks Playland, Sydney Indoor Climbing Gym, Jump Swim School, Flip Out and Cross Fit Bawn.

On the 8th of September 2021, BlackWall Property Trust sold its Toowoomba property. The sale was executed through a vendor finance agreement with Planloc over a 10 year period and it is being repaid at a 4% fixed interest rate.

Financial Assets	Dec 2021 \$'000	Jun 2021 \$'000
Current		
Loan to Industrial Ave	197	-
Total Current	197	-
Non-current		
Loan to Industrial Ave	1,719	-
Unlisted WRV:		
Balance at the beginning of year	4,329	3,989
Purchase	-	44
Revaluations	447	296
Total Non-current	6,495	4,329

4. Investment Properties

The company has a property investment located in Penrith, Sydney. The Penrith property is a big box retail complex located at 120 Mulgoa Road, Penrith. The property was independently valued at \$21.5 million in November 2020 reflecting market yield of 6.75% with annual gross income of around \$1.4 million. There have been no significant changes to the property and as such the valuation has been held at this valuation. Tenants include Boating Camping Fishing, Barbeques Galore, Little Learning Child Care, Tru Ninja, and Rashay's Pizza Pasta Grill. There is minimal vacant space.

A reconciliation of the property values are as follows:

	Penrith \$'000
Balance 1 July 2021	21,500
Capital improvements	-
Depreciation	(1,012)
Revaluations	982
Movement in straightline receivable	30
Balance 31 December 2021	21,500
Balance 1 July 2020	21,500
Capital improvements	85
Depreciation	(365)
Revaluations	280
Balance 30 June 2021	21,500

5. Trade and Other Payables

	Dec 2021 \$'000	Jun 2021 \$'000
Trade payables:		
- Related parties	3	141
- Other parties	44	37
	47	178
Tenant deposits	31	31
Rental income in advance	71	53
Total	149	262

Notes to the Financial Statements

6. Borrowings

	Dec 2021 \$'000	Jun 2021 \$'000
Current – CBA	10,000	-
	<u>10,000</u>	<u>-</u>
Non-current		
CBA	-	10,000
BWR	17,366	15,668
	<u>17,366</u>	<u>25,668</u>
Total	<u>27,366</u>	<u>25,668</u>

The loan from CBA was taken out in January 2020 for a loan term of 3 years and is secured against the Company's Penrith property. The loan is due to expire in December 2022. As the LVR for this property has sufficient headroom with respect to facility covenants, the Group is confident the loan will be renewed on similar terms.

The borrowings from BWR are subject to interest at a margin of 2.0% over the RBA cash rate and is subject to a loan term of 5 years from June 2021. Interest is chargeable at the discretion of the lender.

7. Share Capital

	Dec 2021 Shares	Jun 2021 Shares	Dec 2021 \$000	Jun 2021 \$000
At the beginning of the period	162,921,662	4	-	-
Issue new shares at stapling	-	162,921,658	-	-
Employee stapled securities	49,700	-	-	-
At the end of the year	<u>162,971,362</u>	<u>162,921,662</u>	<u>-</u>	<u>-</u>

8. Unrealised Gains

	Dec 2021 \$'000	Dec 2020 \$'000
Investment in Penrith property	982	140
Investment in WRV	447	276
	<u>1,429</u>	<u>416</u>

9. Business Operating Expenses

	Dec 2021 \$'000	Dec 2020 \$'000
Consultant fees	2	8
Administration expenses	96	62
Total	<u>98</u>	<u>70</u>

10. Commitments and Contingencies

There were no operating leases, capital commitments or contingencies as at 31 December 2021 (30 June 2021: Nil).

11. Subsequent Events

The impact of the COVID pandemic is ongoing and it is not practicable to estimate and quantify the potential impact after the reporting date. The situation continues to develop and is dependent on measures imposed by the Australian Government and other countries, such as maintaining social distancing requirements, quarantine, vaccinations, travel restrictions and any economic stimulus that may be provided.

To the best knowledge of the Directors, there have been no other matters or circumstances that have arisen since the end of the period that have materially affected or may materially affect the Company's operations in future financial years, the results of those operations or the Company's state of affairs in future financial years.

12. Financial Instruments

(i) Fair Value Hierarchy

AASB 13 Fair Value Measurement requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities,
- Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices), and
- Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The fair value of financial assets traded in active markets is subsequently based on their quoted market prices at the end of the reporting period without any deduction for estimated future selling costs. The quoted market price used for financial assets held by the Company is the current bid price and the quoted market price for financial liabilities is the current asking price.

The following table presents the Company's financial assets (excluding loan receivables) measured at fair value as at 31 December. Refer to the Critical Accounting Estimates and Judgments note for further details of assumptions used and how fair values are measured.

Notes to the Financial Statements

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
At 31 December 2021				
Property investment	-	-	21,500	21,500
Financial assets	-	-	6,692	6,692
At 30 June 2021				
Property investment	-	-	21,500	21,500
Financial assets	-	-	4,329	4,329

(ii) Valuation techniques used to derive Level 3 fair values

The fair value of the unlisted securities is determined by reference to the net assets of the underlying entities. The investment in WRV is revalued annually and is based on current prices in active market for similar properties of the same location and condition. There were no transfers between levels during the financial half-year.

(iii) Reconciliation of movements (Level 3)

The following table is a reconciliation of the movements in financial assets classified as Level 3 for the period ended 31 December 2021:

	\$'000
At 31 December 2021	
Balance at the beginning of year	4,329
Fair value movement	447
Loan to Industrial Ave	1,965
Loan repayments	(49)
Balance at the end of the period	6,692
At 30 June 2021	
Balance at the beginning of year	3,989
Purchase of WRV Units	44
Fair value movement	296
Balance at the end of year – Investment in WRV	4,329

13. Critical Accounting Estimates and Judgments

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the company's accounting policies. The Directors evaluate estimates and judgments incorporated into the financial statements based on historical knowledge and best available current information.

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. Refer to the Financial Assets note.

Key estimates – financial assets

Investments in listed and unlisted securities have been classified as financial assets and movements in fair value is recognised directly in the reserves. The fair value of the unlisted securities is determined by reference to the net assets of the underlying entities. The fair value of the listed securities is based on the closing price from the ASX as at the reporting date.

Key estimates – fair values of investment properties

The Company carries its investment properties at fair value with changes in the fair values. At the end of each reporting period, the Directors review and update their assessment of the fair value of each property, taking into account the most recent independent valuations.

14. Basis of preparation accounting policies

Planloc Limited is a public company, and part of the stapled WOTSO Property, which is incorporated and domiciled in Australia. The financial statements for the Company were authorised for issue in accordance with a resolution of the Directors on the date they were issued.

These general purpose financial statements for the interim half-year reporting period ended 31 December 2021 have been prepared in accordance with Australian Accounting Standards AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standards IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2021. The principal accounting policies adopted are consistent with those of the previous financial year ended 30 June 2021 and corresponding interim report period, unless otherwise stated.

The statutory financial information for the Company has been presented for the half-year ended 31 December 2021 and for the comparative half-year ended 31 December 2020.

The financial statements are presented in Australian Dollars.

Going Concern

These financial statements have been prepared on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

Planloc Limited has a net current liability of \$9.8 million and is in deficit position of \$1.4 million but made a profit of 0.6 million for the half year ended 31 December 2021. In addition to this, Planloc Limited has a history of profitability, and it is expected to return to profitability in future years. It has sufficient cash inflows from its property investments to pay debts as and when they fall due. It also has a positive operating cashflow. As such, management has assessed that Planloc Limited continues to be a going concern.

Notes to the Financial Statements

The loan from CBA of \$10 million is due to expire in December 2022. As the LVR for this property has sufficient headroom with respect to facility covenants, the Group is confident the loan will be renewed in similar terms.

Rounding

Planloc Limited is a group of the kind referred to in ASIC Legislative Instrument 2016/191 and, in accordance with that legislative instrument, amounts in the Directors' Report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current period. Any change of presentation has been made in order to make the financial statements more relevant and useful to the user.

New Accounting Standards and Interpretations

Planloc Limited has adopted all the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted. Based on our preliminary assessment, we do not expect them to have material impact on Company.

Directors' Declaration

In the Directors' opinion:

- (a) the financial statements and notes are in accordance with the Corporations Act 2001, including:
 - (i) complying with Accounting Standard AASB 134 Interim Financial Reporting, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the Company's financial position as at 31 December 2021 and of its performance for the financial period ended on that date; and
- (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

The Statement of Significant Accounting Policies confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The Directors have been given the declarations by the Chief Executive Officer and Chief Financial Officer required by section 295A of the Corporations Act 2001.

This declaration is made in accordance with a resolution of the Board of Directors.



Tim Brown
Director
Sydney, 8 February 2022



Jessie Glew
Director
Sydney, 8 February 2022

Auditor's Independence Declaration and Report

Business advice
and accounting

ESV

AUDITOR'S INDEPENDENCE DECLARATION TO THE DIRECTORS OF PLANLOC LIMITED

In accordance with the requirements of section 307C of the Corporations Act, as auditor for the review of Planloc Limited for the half year ended 31 December 2021, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

Dated at Sydney the 8th of February 2022



ESV Business Advice and Accounting



Chris Kirkwood
Partner

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INDEPENDENT REVIEW REPORT TO THE MEMBERS OF PLANLOC LIMITED

Report on the Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of Planloc Limited ("the Company"), which comprises the balance sheet as at 31 December 2021, the statement of profit or loss and other comprehensive income, the statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matters that makes us believe that the accompanying half-year financial report of Planloc Limited does not comply with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the Company's financial position as at 31 December 2021 and of its financial performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with *ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Directors' Responsibility for the Half-Year Financial Report

The Directors of Planloc Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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Business advice
and accounting**INDEPENDENT REVIEW REPORT TO THE MEMBERS OF PLANLOC LIMITED***Auditor's Responsibility*

Our responsibility is to express a conclusion on the half-year financial report based on our review. *ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity*, requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Company's financial position as at 31 December 2021 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Dated at Sydney on the 8th of February 2022



ESV Business Advice and Accounting



Chris Kirkwood
Partner



Newcastle, NSW



WOTSO
PROPERTY

WOTSO Property (ASX:WOT)

A stapled security comprising:

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

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