

# RSM IFRS Listed Comprehensive Limited

Company Number 01234567

## Annual Report - 31 December 2022

These model accounts are illustrative only, contain general information, are not intended to be comprehensive and may not address specific events or circumstances. We make no representation as to their accuracy, compatibility or fitness-for-purpose.

The model accounts should be viewed as broad guidance only. Accordingly, neither RSM International Limited, nor any of its member firms accept any responsibility to any party for any loss, damage or costs howsoever arising, whether directly or indirectly, from any action or decision taken (or not taken) in reliance on the material in these model accounts, whether such loss is caused by negligence or otherwise. The provision of these model accounts does not constitute professional advice. Please contact your local RSM adviser to discuss these matters in the context of your particular circumstances.

RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm each of which practices in its own right. The RSM network is not itself a separate legal entity of any description in any jurisdiction. The RSM network is administered by RSM International Limited, a company registered in England and Wales (company number 4040598) whose registered office is at 50 Cannon Street, London EC4N 6JJ. The brand and trademark RSM and other related intellectual property rights used by members of the network are owned by RSM International Association, an association governed by article 60 et seq of the Civil Code of Switzerland whose seat is in Zug. Copyright of this material is owned by RSM International Limited. 2022

Statement of profit or loss and other comprehensive income	2
Statement of financial position	4
Statement of changes in equity	6
Statement of cash flows	7
Notes to the financial statements	8
Independent auditor's report to the members of RSM IFRS Listed Comprehensive Limited	75

## **General information**

The financial statements cover RSM IFRS Listed Comprehensive Limited as a consolidated entity consisting of RSM IFRS Listed Comprehensive Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Internationald currency units, which is RSM IFRS Listed Comprehensive Limited's functional and presentation currency.

RSM IFRS Listed Comprehensive Limited is a listed public company limited by shares, incorporated and domiciled in Internationald. Its registered office and principal place of business are:

### **Registered office**

10th Floor  
Universal Administration Building  
12 Highland Street  
Cityville

### **Principal place of business**

5th Floor  
RSM Business Centre  
247 Edward Street  
Cityville

During the financial year the principal continuing activities of the consolidated entity consisted of:

- Computer manufacturing
- Computer retailing
- Computer distribution

The financial statements were authorised for issue, in accordance with a resolution of directors, on 24 February 2023. The directors have the power to amend and reissue the financial statements.

**RSM IFRS Listed Comprehensive Limited**  
**Statement of profit or loss and other comprehensive income**  
**For the year ended 31 December 2022**



	Note	Consolidated 2022 CU'000	2021 CU'000
<b>Revenue from continuing operations</b>	5	442,127	411,854
Share of profits of associates accounted for using the equity method	6	3,211	2,661
Other income	7	692	1,692
Interest revenue calculated using the effective interest method		1,057	531
Net gain on derecognition of financial assets at amortised cost		50	-
<b>Expenses</b>			
Changes in inventories		(3,379)	(706)
Raw materials and consumables used		(115,660)	(109,917)
Employee benefits expense		(217,234)	(210,693)
Depreciation and amortisation expense	8	(51,963)	(52,060)
Impairment of goodwill	8	(500)	-
Impairment of receivables		(491)	(432)
Net fair value loss on investment properties	8	(600)	-
Other expenses		(2,136)	(2,225)
Finance costs	8	(18,930)	(21,092)
<b>Profit before income tax expense from continuing operations</b>		36,244	19,613
Income tax expense	9	(10,114)	(5,178)
Profit after income tax expense from continuing operations		26,130	14,435
Profit after income tax expense from discontinued operations	10	1,138	1,314
<b>Profit after income tax expense for the year</b>		27,268	15,749
<b>Other comprehensive income</b>			
<i>Items that will not be reclassified subsequently to profit or loss</i>			
Gain on the revaluation of land and buildings, net of tax		-	1,400
Actuarial gain on defined benefit plans, net of tax		105	50
Gain on the revaluation of equity instruments at fair value through other comprehensive income, net of tax		35	-
<i>Items that may be reclassified subsequently to profit or loss</i>			
Cash flow hedges transferred to profit or loss, net of tax		-	(2)
Cash flow hedges transferred to inventory in the statement of financial position, net of tax		(3)	(7)
Net change in the fair value of cash flow hedges taken to equity, net of tax		(7)	(18)
Foreign currency translation		(257)	(218)
Derecognition of foreign currency reserve		769	-
Other comprehensive income for the year, net of tax		642	1,205
<b>Total comprehensive income for the year</b>		27,910	16,954
Profit for the year is attributable to:			
Non-controlling interest		142	229
Owners of RSM IFRS Listed Comprehensive Limited	46	27,126	15,520
		27,268	15,749

*The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes*

**RSM IFRS Listed Comprehensive Limited**  
**Statement of profit or loss and other comprehensive income**  
**For the year ended 31 December 2022**



	Note	Consolidated 2022 CU'000	2021 CU'000
Total comprehensive income for the year is attributable to:			
Continuing operations		142	369
Discontinued operations		-	-
Non-controlling interest		<u>142</u>	<u>369</u>
Continuing operations		26,630	15,271
Discontinued operations		1,138	1,314
Owners of RSM IFRS Listed Comprehensive Limited		<u>27,768</u>	<u>16,585</u>
		<u>27,910</u>	<u>16,954</u>
		<b>Cents</b>	<b>Cents</b>
<b>Earnings per share for profit from continuing operations attributable to the owners of RSM IFRS Listed Comprehensive Limited</b>			
Basic earnings per share	62	17.69	10.08
Diluted earnings per share	62	17.64	10.09
<b>Earnings per share for profit from discontinued operations attributable to the owners of RSM IFRS Listed Comprehensive Limited</b>			
Basic earnings per share	62	0.77	0.93
Diluted earnings per share	62	0.77	0.92
<b>Earnings per share for profit attributable to the owners of RSM IFRS Listed Comprehensive Limited</b>			
Basic earnings per share	62	18.47	11.01
Diluted earnings per share	62	18.41	11.02

Refer to note 3 for detailed information on Restatement of comparatives.

*The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes*

	Note	2022 CU'000	Consolidated 2021 CU'000	1 Jan 2021 CU'000
<b>Assets</b>				
<b>Current assets</b>				
Cash and cash equivalents	11	26,136	5,346	4,734
Trade and other receivables	12	13,003	11,991	12,465
Contract assets	13	2,617	2,144	2,511
Inventories	14	38,692	42,071	43,830
Financial assets at fair value through profit or loss	15	360	-	-
Other	16	3,907	3,419	3,172
		<u>84,715</u>	<u>64,971</u>	<u>66,712</u>
Non-current assets classified as held for sale	17	6,000	-	-
Assets of disposal groups classified as held for sale	18	-	2,343	-
Total current assets		<u>90,715</u>	<u>67,314</u>	<u>66,712</u>
<b>Non-current assets</b>				
Receivables	19	145	145	145
Investments accounted for using the equity method	20	34,192	30,981	28,320
Financial assets at fair value through other comprehensive income	21	170	-	-
Investment properties	22	46,900	47,500	46,000
Property, plant and equipment	23	116,698	128,129	143,028
Right-of-use assets	24	305,485	332,116	356,938
Intangibles	25	12,170	11,616	11,991
Deferred tax	26	15,900	12,931	9,612
Other	27	2,262	2,359	2,024
Total non-current assets		<u>533,922</u>	<u>565,777</u>	<u>598,058</u>
<b>Total assets</b>		<u>624,637</u>	<u>633,091</u>	<u>664,770</u>
<b>Liabilities</b>				
<b>Current liabilities</b>				
Trade and other payables	28	18,876	15,836	17,763
Contract liabilities	29	2,269	2,135	1,974
Borrowings	30	4,500	3,273	3,644
Lease liabilities	31	22,072	20,905	20,410
Derivative financial instruments	32	122	107	69
Income tax	33	6,701	2,351	2,707
Employee benefits	34	8,084	7,877	8,001
Provisions	35	3,494	2,837	2,695
Other	36	2,083	1,831	3,564
		<u>68,201</u>	<u>57,152</u>	<u>60,827</u>
Liabilities directly associated with assets classified as held for sale	37	4,000	2,163	-
Total current liabilities		<u>72,201</u>	<u>59,315</u>	<u>60,827</u>
<b>Non-current liabilities</b>				
Borrowings	38	18,978	18,967	111,428
Lease liabilities	39	301,714	322,745	338,567
Deferred tax	40	4,665	4,333	3,263
Employee benefits	41	10,818	10,528	10,713
Provisions	42	1,445	1,040	831
Retirement benefit obligations	43	1,085	1,234	1,306
Total non-current liabilities		<u>338,705</u>	<u>358,847</u>	<u>466,108</u>
<b>Total liabilities</b>		<u>410,906</u>	<u>418,162</u>	<u>526,935</u>

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

	Note	2022 CU'000	Consolidated 2021 CU'000	1 Jan 2021 CU'000
<b>Net assets</b>		213,731	214,929	137,835
<b>Equity</b>				
Issued capital	44	182,953	182,678	104,922
Reserves	45	4,045	3,508	2,493
Retained profits	46	9,370	11,522	13,568
Equity attributable to the owners of RSM IFRS Listed Comprehensive Limited		196,368	197,708	120,983
Non-controlling interest	47	17,363	17,221	16,852
<b>Total equity</b>		213,731	214,929	137,835

Refer to note 3 for detailed information on Restatement of comparatives.

**RSM IFRS Listed Comprehensive Limited**  
**Statement of changes in equity**  
**For the year ended 31 December 2022**



<b>Consolidated</b>	<b>Issued capital CU'000</b>	<b>Reserves CU'000</b>	<b>Retained profits CU'000</b>	<b>Non-controlling interest CU'000</b>	<b>Total equity CU'000</b>
Balance at 1 January 2021	104,922	2,493	12,841	16,852	137,108
Adjustment for correction of error (note 3)	-	-	727	-	727
Balance at 1 January 2021 - restated	104,922	2,493	13,568	16,852	137,835
Profit after income tax expense for the year	-	-	15,520	229	15,749
Other comprehensive income for the year, net of tax	-	1,015	50	140	1,205
Total comprehensive income for the year	-	1,015	15,570	369	16,954
<i>Transactions with owners in their capacity as owners:</i>					
Contributions of equity, net of transaction costs (note 44)	77,756	-	-	-	77,756
Dividends paid (note 48)	-	-	(17,616)	-	(17,616)
Balance at 31 December 2021	182,678	3,508	11,522	17,221	214,929

Refer to note 3 for detailed information on Restatement of comparatives.

<b>Consolidated</b>	<b>Issued capital CU'000</b>	<b>Reserves CU'000</b>	<b>Retained profits CU'000</b>	<b>Non-controlling interest CU'000</b>	<b>Total equity CU'000</b>
Balance at 1 January 2022	182,678	3,508	11,522	17,221	214,929
Profit after income tax expense for the year	-	-	27,126	142	27,268
Other comprehensive income for the year, net of tax	-	537	105	-	642
Total comprehensive income for the year	-	537	27,231	142	27,910
<i>Transactions with owners in their capacity as owners:</i>					
Contributions of equity, net of transaction costs (note 44)	25	-	-	-	25
Share-based payments (note 63)	250	-	-	-	250
Dividends paid (note 48)	-	-	(29,383)	-	(29,383)
Balance at 31 December 2022	182,953	4,045	9,370	17,363	213,731

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

	Note	Consolidated 2022 CU'000	2021 CU'000
<b>Cash flows from operating activities</b>			
Receipts from customers		507,999	474,832
Payments to suppliers and employees		(401,934)	(390,936)
		106,065	83,896
Interest received		1,084	540
Other revenue		3,964	3,358
Interest and other finance costs paid		(18,845)	(21,030)
Income taxes paid		(9,142)	(8,461)
Net cash from operating activities		83,126	58,303
<b>Cash flows from investing activities</b>			
Payment for purchase of business, net of cash acquired	56	(8,072)	(155)
Payments for investments		(510)	-
Payments for property, plant and equipment		(6,215)	(3,048)
Proceeds from sale of subsidiary		41	-
Proceeds from sale of investments		80	-
Proceeds from sale of property, plant and equipment		1,511	250
Proceeds from release of security deposits		155	-
Net cash used in investing activities		(13,010)	(2,953)
<b>Cash flows from financing activities</b>			
Proceeds from issue of shares		25	78,750
Proceeds from borrowings		12,000	-
Share issue transaction costs		-	(1,420)
Dividends paid	48	(29,383)	(17,616)
Repayment of borrowings		(5,500)	(94,000)
Repayment of lease liabilities		(25,385)	(21,555)
Net cash used in financing activities		(48,243)	(55,841)
Net increase/(decrease) in cash and cash equivalents		21,873	(491)
Cash and cash equivalents at the beginning of the financial year		4,251	4,734
Effects of exchange rate changes on cash and cash equivalents		12	8
Cash and cash equivalents at the end of the financial year	11	26,136	4,251



## Note 1. Significant accounting policies

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

### New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the International Accounting Standards Board ('IASB') 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.

### Basis of preparation

These general purpose financial statements have been prepared in accordance with International Financial Reporting Standards ('IFRS'), as appropriate for for-profit oriented entities.

#### *Historical cost convention*

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income, investment properties, certain classes of property, plant and equipment and derivative financial instruments.

#### *Critical accounting estimates*

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 areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

### Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of RSM IFRS Listed Comprehensive Limited ('company' or 'parent entity') as at 31 December 2022 and the results of all subsidiaries for the year then ended. RSM IFRS Listed Comprehensive Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the consolidated entity. Losses incurred by the consolidated entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

## Note 1. Significant accounting policies (continued)

### Operating segments

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.

### Foreign currency translation

The financial statements are presented in Internationaland currency units, which is RSM IFRS Listed Comprehensive Limited's functional and presentation currency.

#### *Foreign currency transactions*

Foreign currency transactions are translated into Internationaland currency units using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

#### *Foreign operations*

The assets and liabilities of foreign operations are translated into Internationaland currency units using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Internationaland currency units using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

### Revenue recognition

The consolidated entity recognises revenue as follows:

#### *Revenue from contracts with customers*

Revenue is recognised at an amount that reflects the consideration to which the consolidated entity is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the consolidated entity: identifies the contract with a customer; identifies the performance obligations in the contract; determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

Variable consideration within the transaction price, if any, reflects concessions provided to the customer such as discounts, rebates and refunds, any potential bonuses receivable from the customer and any other contingent events. Such estimates are determined using either the 'expected value' or 'most likely amount' method. The measurement of variable consideration is subject to a constraining principle whereby revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The measurement constraint continues until the uncertainty associated with the variable consideration is subsequently resolved. Amounts received that are subject to the constraining principle are recognised as a refund liability.

#### *Sale of goods*

Revenue from the sale of goods is recognised at the point in time when the customer obtains control of the goods, which is generally at the time of delivery.

#### *Rendering of services*

Revenue from a contract to provide services is recognised over time as the services are rendered based on either a fixed price or an hourly rate.

#### *Interest*

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

## Note 1. Significant accounting policies (continued)

### *Rent*

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

### *Other revenue*

Other revenue is recognised when it is received or when the right to receive payment is established.

### **Income tax**

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

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

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

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

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

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

### **Discontinued operations**

A discontinued operation is a component of the consolidated entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately on the face of the statement of profit or loss and other comprehensive income.

### **Current and non-current classification**

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

## Note 1. Significant accounting policies (continued)

### Cash and cash equivalents

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

### Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

### Contract assets

Contract assets are recognised when the consolidated entity has transferred goods or services to the customer but where the consolidated entity is yet to establish an unconditional right to consideration. Contract assets are treated as financial assets for impairment purposes.

### Customer acquisition costs

Customer acquisition costs are capitalised as an asset where such costs are incremental to obtaining a contract with a customer and are expected to be recovered. Customer acquisition costs are amortised on a straight-line basis over the term of the contract.

Costs to obtain a contract that would have been incurred regardless of whether the contract was obtained or which are not otherwise recoverable from a customer are expensed as incurred to profit or loss. Incremental costs of obtaining a contract where the contract term is less than one year is immediately expensed to profit or loss.

### Customer fulfilment costs

Customer fulfilment costs are capitalised as an asset when all the following are met: (i) the costs relate directly to the contract or specifically identifiable proposed contract; (ii) the costs generate or enhance resources of the consolidated entity that will be used to satisfy future performance obligations; and (iii) the costs are expected to be recovered. Customer fulfilment costs are amortised on a straight-line basis over the term of the contract.

### Right of return assets

Right of return assets represents the right to recover inventory sold to customers and is based on an estimate of customers who may exercise their right to return the goods and claim a refund. Such rights are measured at the value at which the inventory was previously carried prior to sale, less expected recovery costs and any impairment.

### Inventories

Raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value on a 'first in first out' basis. Cost comprises of direct materials and delivery costs, direct labour, import duties and other taxes, an appropriate proportion of variable and fixed overhead expenditure based on normal operating capacity, and, where applicable, transfers from cash flow hedging reserves in equity. Costs of purchased inventory are determined after deducting rebates and discounts received or receivable.

Stock in transit is stated at the lower of cost and net realisable value. Cost comprises of purchase and delivery costs, net of rebates and discounts received or receivable.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

## Note 1. Significant accounting policies (continued)

### Derivative financial instruments

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

#### *Cash flow hedges*

Cash flow hedges are used to cover the consolidated entity's exposure to variability in cash flows that is attributable to particular risks associated with a recognised asset or liability or a firm commitment which could affect profit or loss. The effective portion of the gain or loss on the hedging instrument is recognised in other comprehensive income through the cash flow hedges reserve in equity, whilst the ineffective portion is recognised in profit or loss. Amounts taken to equity are transferred out of equity and included in the measurement of the hedged transaction when the forecast transaction occurs.

Cash flow hedges are tested for effectiveness on a regular basis both retrospectively and prospectively to ensure that each hedge is highly effective and continues to be designated as a cash flow hedge. If the forecast transaction is no longer expected to occur, the amounts recognised in equity are transferred to profit or loss.

If the hedging instrument is sold, terminated, expires, exercised without replacement or rollover, or if the hedge becomes ineffective and is no longer a designated hedge, the amounts previously recognised in equity remain in equity until the forecast transaction occurs.

### Non-current assets or disposal groups classified as held for sale

Non-current assets and assets of disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continued use. They are measured at the lower of their carrying amount and fair value less costs of disposal. For non-current assets or assets of disposal groups to be classified as held for sale, they must be available for immediate sale in their present condition and their sale must be highly probable.

An impairment loss is recognised for any initial or subsequent write down of the non-current assets and assets of disposal groups to fair value less costs of disposal. A gain is recognised for any subsequent increases in fair value less costs of disposal of a non-current assets and assets of disposal groups, but not in excess of any cumulative impairment loss previously recognised.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of assets held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current assets. The liabilities of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current liabilities.

### Associates

Associates are entities over which the consolidated entity has significant influence but not control or joint control. Investments in associates are accounted for using the equity method. Under the equity method, the share of the profits or losses of the associate is recognised in profit or loss and the share of the movements in equity is recognised in other comprehensive income. Investments in associates are carried in the statement of financial position at cost plus post-acquisition changes in the consolidated entity's share of net assets of the associate. Goodwill relating to the associate is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment. Dividends received or receivable from associates reduce the carrying amount of the investment.

When the consolidated entity's share of losses in an associate equals or exceeds its interest in the associate, including any unsecured long-term receivables, the consolidated entity does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

The consolidated entity discontinues the use of the equity method upon the loss of significant influence over the associate and recognises any retained investment at its fair value. Any difference between the associate's carrying amount, fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

## Note 1. Significant accounting policies (continued)

### Investments and other financial assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

#### *Financial assets at fair value through profit or loss*

Financial assets not measured at amortised cost or at fair value through other comprehensive income are classified as financial assets at fair value through profit or loss. Typically, such financial assets will be either: (i) held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit, or a derivative; or (ii) designated as such upon initial recognition where permitted. Fair value movements are recognised in profit or loss.

#### *Financial assets at fair value through other comprehensive income*

Financial assets at fair value through other comprehensive income include equity investments which the consolidated entity intends to hold for the foreseeable future and has irrevocably elected to classify them as such upon initial recognition.

#### *Impairment of financial assets*

The consolidated entity recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the consolidated entity's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets mandatorily measured at fair value through other comprehensive income, the loss allowance is recognised in other comprehensive income with a corresponding expense through profit or loss. In all other cases, the loss allowance reduces the asset's carrying value with a corresponding expense through profit or loss.

### Investment properties

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

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

Transfers to and from investment properties to property, plant and equipment are determined by a change in use of owner-occupation. The fair value on the date of change of use from investment properties to property, plant and equipment are used as deemed cost for the subsequent accounting. The existing carrying amount of property, plant and equipment is used for the subsequent accounting cost of investment properties on the date of change of use.

Investment properties also include properties under construction for future use as investment properties. These are carried at fair value, or at cost where fair value cannot be reliably determined and the construction is incomplete.



## Note 1. Significant accounting policies (continued)

### Property, plant and equipment

Land and buildings are shown at fair value, based on periodic, at least every 3 years, valuations by external independent valuers, less subsequent depreciation and impairment for buildings. The valuations are undertaken more frequently if there is a material change in the fair value relative to the carrying amount. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Increases in the carrying amounts arising on revaluation of land and buildings are credited in other comprehensive income through to the revaluation surplus reserve in equity. Any revaluation decrements are initially taken in other comprehensive income through to the revaluation surplus reserve to the extent of any previous revaluation surplus of the same asset. Thereafter the decrements are taken to profit or loss.

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

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

Buildings	40 years
Leasehold improvements	3-10 years
Plant and equipment	3-7 years

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

Leasehold improvements are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter.

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

### Right-of-use assets

A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the consolidated entity expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of-use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The consolidated entity has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

### Intangible assets

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

## Note 1. Significant accounting policies (continued)

### *Goodwill*

Goodwill arises on the acquisition of a business. Goodwill is not amortised. Instead, goodwill is tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Impairment losses on goodwill are taken to profit or loss and are not subsequently reversed.

### *Research and development*

Research costs are expensed in the period in which they are incurred. Development costs are capitalised when it is probable that the project will be a success considering its commercial and technical feasibility; the consolidated entity is able to use or sell the asset; the consolidated entity has sufficient resources and intent to complete the development; and its costs can be measured reliably. Capitalised development costs are amortised on a straight-line basis over the period of their expected benefit, being their finite life of 10 years.

### *Patents and trademarks*

Significant costs associated with patents and trademarks are deferred and amortised on a straight-line basis over the period of their expected benefit, being their finite life of 10 years.

### *Customer contracts*

Customer contracts acquired in a business combination are amortised on a straight-line basis over the period of their expected benefit, being their finite life of 5 years.

### *Software*

Significant costs associated with software are deferred and amortised on a straight-line basis over the period of their expected benefit, being their finite life of 5 years.

## Impairment of non-financial assets

Goodwill and other intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

## Trade and other payables

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

## Contract liabilities

Contract liabilities represent the consolidated entity's obligation to transfer goods or services to a customer and are recognised when a customer pays consideration, or when the consolidated entity recognises a receivable to reflect its unconditional right to consideration (whichever is earlier) before the consolidated entity has transferred the goods or services to the customer.

## Refund liabilities

Refund liabilities are recognised where the consolidated entity receives consideration from a customer and expects to refund some, or all, of that consideration to the customer. A refund liability is measured at the amount of consideration received or receivable for which the consolidated entity does not expect to be entitled and is updated at the end of each reporting period for changes in circumstances. Historical data is used across product lines to estimate such returns at the time of sale based on an expected value methodology.

## Borrowings

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.



## Note 1. Significant accounting policies (continued)

The component of the convertible notes that exhibits characteristics of a liability is recognised as a liability in the statement of financial position, net of transaction costs.

On the issue of the convertible notes the fair value of the liability component is determined using a market rate for an equivalent non-convertible bond and this amount is carried as a non-current liability on the amortised cost basis until extinguished on conversion or redemption. The increase in the liability due to the passage of time is recognised as a finance cost. The remainder of the proceeds are allocated to the conversion option that is recognised and included in shareholders equity as a convertible note reserve, net of transaction costs. The carrying amount of the conversion option is not remeasured in the subsequent years. The corresponding interest on convertible notes is expensed to profit or loss.

### Lease liabilities

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the consolidated entity's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of-use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

### Finance costs

Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred.

### Provisions

Provisions are recognised when the consolidated entity has a present (legal or constructive) obligation as a result of a past event, it is probable the consolidated entity will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

### Employee benefits

#### *Short-term employee benefits*

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

#### *Other long-term employee benefits*

The liability for annual leave and long service leave not expected to be settled within 12 months of the reporting date are measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

#### *Defined contribution superannuation expense*

Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

## Note 1. Significant accounting policies (continued)

### *Retirement benefit obligations*

All employees of the consolidated entity are entitled to benefits from the consolidated entity's superannuation plan on retirement, disability or death. The consolidated entity has a defined benefit section and a defined contribution section within its plan. The defined benefit section provides defined lump sum benefits based on years of service and final average salary. The defined contribution section receives fixed contributions from entities in the consolidated entity and the consolidated entity's legal or constructive obligation is limited to these contributions.

A liability or asset in respect of defined benefit superannuation plans is recognised in the statement of financial position, and is measured at the present value of the defined benefit obligation at the reporting date less the fair value of the superannuation fund's assets at that date and any unrecognised past service cost. The present value of the defined benefit obligation is based on expected future payments which arise from membership of the fund to the reporting date, calculated annually by independent actuaries using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service.

Expected future payments are discounted using market yields at the reporting date on high quality corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised, in the period in which they occur, in other comprehensive income.

Past service costs are recognised immediately in profit or loss, unless the changes to the superannuation fund are conditional on the employees remaining in service for a specified period of time ('the vesting period'). In this case, the past service costs are amortised on a straight-line basis over the vesting period.

### *Share-based payments*

Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying either the Binomial or Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:

- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.
- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

## Note 1. Significant accounting policies (continued)

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

### Fair value measurement

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

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

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

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

### Issued capital

Ordinary shares are classified as equity.

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

### Dividends

Dividends are recognised when declared during the financial year and no longer at the discretion of the company.

### Business combinations

The acquisition method of accounting is used to account for business combinations regardless of whether equity instruments or other assets are acquired.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued or liabilities incurred by the acquirer to former owners of the acquiree and the amount of any non-controlling interest in the acquiree. For each business combination, the non-controlling interest in the acquiree is measured at either fair value or at the proportionate share of the acquiree's identifiable net assets. All acquisition costs are expensed as incurred to profit or loss.

## Note 1. Significant accounting policies (continued)

On the acquisition of a business, the consolidated entity assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the consolidated entity's operating or accounting policies and other pertinent conditions in existence at the acquisition-date.

Where the business combination is achieved in stages, the consolidated entity remeasures its previously held equity interest in the acquiree at the acquisition-date fair value and the difference between the fair value and the previous carrying amount is recognised in profit or loss.

Contingent consideration to be transferred by the acquirer is recognised at the acquisition-date fair value. Subsequent changes in the fair value of the contingent consideration classified as an asset or liability is recognised in profit or loss. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity.

The difference between the acquisition-date fair value of assets acquired, liabilities assumed and any non-controlling interest in the acquiree and the fair value of the consideration transferred and the fair value of any pre-existing investment in the acquiree is recognised as goodwill. If the consideration transferred and the pre-existing fair value is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognised as a gain directly in profit or loss by the acquirer on the acquisition-date, but only after a reassessment of the identification and measurement of the net assets acquired, the non-controlling interest in the acquiree, if any, the consideration transferred and the acquirer's previously held equity interest in the acquirer.

Business combinations are initially accounted for on a provisional basis. The acquirer retrospectively adjusts the provisional amounts recognised and also recognises additional assets or liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the acquisition-date. The measurement period ends on either the earlier of (i) 12 months from the date of the acquisition or (ii) when the acquirer receives all the information possible to determine fair value.

## Earnings per share

### *Basic earnings per share*

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

### *Diluted earnings per share*

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

## Value-Added Tax ('VAT') and other similar taxes

Revenues, expenses and assets are recognised net of the amount of associated VAT, unless the VAT incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of VAT receivable or payable. The net amount of VAT recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Commitments and contingencies are disclosed net of the amount of VAT recoverable from, or payable to, the tax authority.

## Rounding of amounts

Amounts in this report have been rounded off to the nearest thousand currency units, or in certain cases, the nearest currency unit.

## New Accounting Standards and Interpretations not yet mandatory or early adopted

Accounting Standards that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 31 December 2022. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

## Note 2. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

### *Coronavirus (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.

### *Share-based payment transactions*

The consolidated entity measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Binomial or Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

### *Revenue from contracts with customers involving sale of goods*

When recognising revenue in relation to the sale of goods to customers, the key performance obligation of the consolidated entity is considered to be the point of delivery of the goods to the customer, as this is deemed to be the time that the customer obtains control of the promised goods and therefore the benefits of unimpeded access.

### *Determination of variable consideration*

Judgement is exercised in estimating variable consideration which is determined having regard to past experience with respect to the goods returned to the consolidated entity where the customer maintains a right of return pursuant to the customer contract or where goods or services have a variable component. Revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised under the contract will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

### *Allowance for expected credit losses*

The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience, historical collection rates, the impact of the Coronavirus (COVID-19) pandemic and forward-looking information that is available. The allowance for expected credit losses, as disclosed in note 12, is calculated based on the information available at the time of preparation. The actual credit losses in future years may be higher or lower.

### *Provision for impairment of inventories*

The provision for impairment of inventories assessment requires a degree of estimation and judgement. The level of the provision is assessed by taking into account the recent sales experience, the ageing of inventories and other factors that affect inventory obsolescence.

### *Fair value measurement hierarchy*

The consolidated entity is required to classify all assets and liabilities, measured at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being: Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date; Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and Level 3: Unobservable inputs for the asset or liability. Considerable judgement is required to determine what is significant to fair value and therefore which category the asset or liability is placed in can be subjective.

## Note 2. Critical accounting judgements, estimates and assumptions (continued)

The fair value of assets and liabilities classified as level 3 is determined by the use of valuation models. These include discounted cash flow analysis or the use of observable inputs that require significant adjustments based on unobservable inputs.

### *Estimation of useful lives of assets*

The consolidated entity determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

### *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 1. 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.

### *Impairment of non-financial assets other than goodwill and other indefinite life intangible assets*

The consolidated entity assesses impairment of non-financial assets other than goodwill and other indefinite life intangible assets at each reporting date by evaluating conditions specific to the consolidated entity and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

### *Income tax*

The consolidated entity is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The consolidated entity recognises liabilities for anticipated tax audit issues based on the consolidated entity's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

### *Recovery of deferred tax assets*

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

### *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; incurrence 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.

### *Incremental borrowing rate*

Where the interest rate implicit in a lease cannot be readily determined, an incremental borrowing rate is estimated to discount future lease payments to measure the present value of the lease liability at the lease commencement date. Such a rate is based on what the consolidated entity estimates it would have to pay a third party to borrow the funds necessary to obtain an asset of a similar value to the right-of-use asset, with similar terms, security and economic environment.



## Note 2. Critical accounting judgements, estimates and assumptions (continued)

### *Employee benefits provision*

As discussed in note 1, the liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

### *Lease make good provision*

A provision has been made for the present value of anticipated costs for future restoration of leased premises. The provision includes future cost estimates associated with closure of the premises. The calculation of this provision requires assumptions such as application of closure dates and cost estimates. The provision recognised for each site is periodically reviewed and updated based on the facts and circumstances available at the time. Changes to the estimated future costs for sites are recognised in the statement of financial position by adjusting the asset and the provision. Reductions in the provision that exceed the carrying amount of the asset will be recognised in profit or loss.

### *Warranty provision*

In determining the level of provision required for warranties the consolidated entity has made judgements in respect of the expected performance of the products, the number of customers who will actually claim under the warranty and how often, and the costs of fulfilling the conditions of the warranty. The provision is based on estimates made from historical warranty data associated with similar products and services.

### *Business combinations*

As discussed in note 1, business combinations are initially accounted for on a provisional basis. The fair value of assets acquired, liabilities and contingent liabilities assumed are initially estimated by the consolidated entity taking into consideration all available information at the reporting date. Fair value adjustments on the finalisation of the business combination accounting is retrospective, where applicable, to the period the combination occurred and may have an impact on the assets and liabilities, depreciation and amortisation reported.

## Note 3. Restatement of comparatives

### *Correction of error*

An error was discovered in the consolidated entity's management information system ('MIS') whereby prices for raw materials in inventory were incorrect. This was caused by an internal error in the MIS software where VAT was not correctly deducted in all cases from the cost, which first occurred in the year ended 31 December 2020. Therefore, some inventory items were overstated by as much as 10% of their actual cost on a 'first in first out' basis. This error resulted in the inventory asset being overstated, raw materials and consumables used expense being overstated, other payables liability (being VAT) being overstated and provision for income tax liability being understated. Extracts (being only those line items affected) are disclosed below.

### Note 3. Restatement of comparatives (continued)

#### Statement of profit or loss and other comprehensive income

Extract	2021 CU'000 Reported	Consolidated CU'000 Adjustment	2021 CU'000 Restated
<b>Expenses</b>			
Changes in inventories	(751)	45	(706)
Raw materials and consumables used	<u>(111,554)</u>	<u>1,637</u>	<u>(109,917)</u>
<b>Profit before income tax expense from continuing operations</b>	17,931	1,682	19,613
Income tax expense	<u>(5,814)</u>	<u>636</u>	<u>(5,178)</u>
Profit after income tax expense from continuing operations	12,117	2,318	14,435
Profit after income tax expense from discontinued operations	<u>1,314</u>	<u>-</u>	<u>1,314</u>
<b>Profit after income tax expense for the year</b>	13,431	2,318	15,749
Other comprehensive income for the year, net of tax	<u>1,205</u>	<u>-</u>	<u>1,205</u>
<b>Total comprehensive income for the year</b>	<u>14,636</u>	<u>2,318</u>	<u>16,954</u>
Profit for the year is attributable to:			
Non-controlling interest	229	-	229
Owners of RSM IFRS Listed Comprehensive Limited	<u>13,202</u>	<u>2,318</u>	<u>15,520</u>
	<u>13,431</u>	<u>2,318</u>	<u>15,749</u>
Total comprehensive income for the year is attributable to:			
Continuing operations	369	-	369
Discontinued operations	<u>-</u>	<u>-</u>	<u>-</u>
Non-controlling interest	<u>369</u>	<u>-</u>	<u>369</u>
Continuing operations	12,953	2,318	15,271
Discontinued operations	<u>1,314</u>	<u>-</u>	<u>1,314</u>
Owners of RSM IFRS Listed Comprehensive Limited	<u>14,267</u>	<u>2,318</u>	<u>16,585</u>
	<u>14,636</u>	<u>2,318</u>	<u>16,954</u>



### Note 3. Restatement of comparatives (continued)

	Cents Reported	Cents Adjustment	Cents Restated
<b>Earnings per share for profit from continuing operations attributable to the owners of RSM IFRS Listed Comprehensive Limited</b>			
Basic earnings per share	9.24	0.84	10.08
Diluted earnings per share	9.14	0.95	10.09
<b>Earnings per share for profit from discontinued operations attributable to the owners of RSM IFRS Listed Comprehensive Limited</b>			
Basic earnings per share	0.93	-	0.93
Diluted earnings per share	0.92	-	0.92
<b>Earnings per share for profit attributable to the owners of RSM IFRS Listed Comprehensive Limited</b>			
Basic earnings per share	10.17	0.84	11.01
Diluted earnings per share	10.07	0.95	11.02

#### Statement of financial position at the beginning of the earliest comparative period

Extract	1 Jan 2021 CU'000 Reported	Consolidated CU'000 Adjustment	1 Jan 2021 CU'000 Restated
<b>Assets</b>			
<b>Current assets</b>			
Inventories	44,272	(442)	43,830
Total current assets	<u>67,154</u>	<u>(442)</u>	<u>66,712</u>
<b>Total assets</b>	<u>665,212</u>	<u>(442)</u>	<u>664,770</u>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	19,244	(1,481)	17,763
Income tax	2,395	312	2,707
Total current liabilities	<u>61,996</u>	<u>(1,169)</u>	<u>60,827</u>
<b>Total liabilities</b>	<u>528,104</u>	<u>(1,169)</u>	<u>526,935</u>
<b>Net assets</b>	<u>137,108</u>	<u>727</u>	<u>137,835</u>
<b>Equity</b>			
Retained profits	<u>12,841</u>	<u>727</u>	<u>13,568</u>
<b>Total equity</b>	<u>137,108</u>	<u>727</u>	<u>137,835</u>

### Note 3. Restatement of comparatives (continued)

Statement of financial position at the end of the earliest comparative period

Extract	2021 CU'000 Reported	Consolidated CU'000 Adjustment	2021 CU'000 Restated
<b>Assets</b>			
<b>Current assets</b>			
Inventories	42,558	(487)	42,071
Total current assets	<u>67,801</u>	<u>(487)</u>	<u>67,314</u>
<b>Total assets</b>	<u>633,578</u>	<u>(487)</u>	<u>633,091</u>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	19,044	(3,208)	15,836
Income tax	1,534	817	2,351
Total current liabilities	<u>61,706</u>	<u>(2,391)</u>	<u>59,315</u>
<b>Total liabilities</b>	<u>420,553</u>	<u>(2,391)</u>	<u>418,162</u>
<b>Net assets</b>	<u>213,025</u>	<u>1,904</u>	<u>214,929</u>
<b>Equity</b>			
Retained profits	<u>9,618</u>	<u>1,904</u>	<u>11,522</u>
<b>Total equity</b>	<u>213,025</u>	<u>1,904</u>	<u>214,929</u>

### Note 4. Operating segments

#### Identification of reportable operating segments

The consolidated entity is organised into three operating segments based on differences in products and services provided: computer manufacturing, computer retailing and computer distribution. These operating segments are 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.

Other segments represent the investment property holdings and rental income of the consolidated entity.

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

The information reported to the CODM is on a monthly basis.

#### Types of products and services

The principal products and services of each of these operating segments are as follows:

Computer manufacturing	the manufacture and wholesaling of computers in Internationaland
Computer retailing	the retailing of computers predominately in Internationaland
Computer distribution	the freight and cartage of computers to customers in Internationaland

## Note 4. Operating segments (continued)

### *Intersegment transactions*

Intersegment transactions were made at market rates. The computer retailing operating segment purchases finished goods from the computer manufacturing operating segment and pays for freight costs to the computer distribution operating segment. Intersegment transactions are eliminated on consolidation.

### *Intersegment receivables, payables and loans*

Intersegment loans are initially recognised at the consideration received. Intersegment loans receivable and loans payable that earn or incur non-market interest are not adjusted to fair value based on market interest rates. Intersegment loans are eliminated on consolidation.

### *Major customers*

During the year ended 31 December 2022, approximately CU69,400,000 (2021: CU77,800,000) of the consolidated entity's external revenue was derived from sales to a major Internationaland retailer through the computer retailing and computer distribution operating segments.

## Note 4. Operating segments (continued)

### Operating segment information

<b>Consolidated - 2022</b>	Computer manufacturing CU'000	Computer retailing CU'000	Computer distribution CU'000	Other segments CU'000	Total CU'000
<b>Revenue</b>					
Sales to external customers	26,465	432,893	3,696	-	463,054
Intersegment sales	200,017	-	8,905	-	208,922
Total sales revenue	226,482	432,893	12,601	-	671,976
Other revenue	-	-	-	3,694	3,694
Total segment revenue	226,482	432,893	12,601	3,694	675,670
Intersegment eliminations					(208,922)
<i>Unallocated revenue:</i>					
Interest revenue					1,087
<b>Total revenue</b>					<b>467,835</b>
<b>EBITDA</b>					
	13,181	91,348	3,609	124	108,262
Depreciation and amortisation					(52,276)
Interest revenue					1,087
Finance costs					(18,930)
<b>Profit before income tax expense</b>					<b>38,143</b>
Income tax expense					(10,875)
<b>Profit after income tax expense</b>					<b>27,268</b>
<i>Material items include:</i>					
Share of profits of associates	3,211	-	-	-	3,211
Write off of inventories	(212)	(326)	-	-	(538)
Net fair value loss on investment properties	-	-	-	(600)	(600)
<b>Assets</b>					
Segment assets	156,885	419,496	21,405	-	597,786
Intersegment eliminations					(16,630)
<i>Unallocated assets:</i>					
Cash and cash equivalents					18,551
Ordinary shares					530
Land and buildings					8,500
Deferred tax asset					15,900
<b>Total assets</b>					<b>624,637</b>
<i>Total assets includes:</i>					
Investments in associates	34,192	-	-	-	34,192
Acquisition of non-current assets	365	5,027	9,091	-	14,483
<b>Liabilities</b>					
Segment liabilities	41,390	358,941	6,861	-	407,192
Intersegment eliminations					(16,630)
<i>Unallocated liabilities:</i>					
Provision for income tax					6,701
Bank loans					6,000
Convertible notes payable					2,978
Deferred tax liability					4,665
<b>Total liabilities</b>					<b>410,906</b>

## Note 4. Operating segments (continued)

<b>Consolidated - 2021</b>	Computer manufacturing CU'000	Computer retailing CU'000	Computer distribution CU'000	Other segments CU'000	Total CU'000
<b>Revenue</b>					
Sales to external customers	24,339	403,776	3,868	-	431,983
Intersegment sales	191,423	-	2,808	-	194,231
Total sales revenue	<u>215,762</u>	<u>403,776</u>	<u>6,676</u>	<u>-</u>	<u>626,214</u>
Other revenue	-	-	-	3,358	3,358
Total segment revenue	<u>215,762</u>	<u>403,776</u>	<u>6,676</u>	<u>3,358</u>	<u>629,572</u>
Intersegment eliminations					(194,231)
<i>Unallocated revenue:</i>					
Interest revenue					543
<b>Total revenue</b>					<u>435,884</u>
<b>EBITDA</b>					
	<u>11,835</u>	<u>79,356</u>	<u>1,232</u>	<u>2,027</u>	94,450
Depreciation and amortisation					(52,411)
Interest revenue					543
Finance costs					(21,092)
<b>Profit before income tax expense</b>					21,490
Income tax expense					(5,741)
<b>Profit after income tax expense</b>					<u>15,749</u>
<i>Material items include:</i>					
Share of profits of associates	<u>2,661</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>2,661</u>
Write off of inventories	<u>(45)</u>	<u>(67)</u>	<u>-</u>	<u>-</u>	<u>(112)</u>
<b>Assets</b>					
Segment assets	<u>169,239</u>	<u>450,538</u>	<u>8,245</u>	<u>-</u>	628,022
Intersegment eliminations					(17,222)
<i>Unallocated assets:</i>					
Cash and cash equivalents					860
Land and buildings					8,500
Deferred tax asset					12,931
<b>Total assets</b>					<u>633,091</u>
<i>Total assets includes:</i>					
Investments in associates	<u>30,981</u>	<u>-</u>	<u>-</u>	<u>-</u>	30,981
Acquisition of non-current assets	<u>230</u>	<u>4,436</u>	<u>716</u>	<u>-</u>	5,382
<b>Liabilities</b>					
Segment liabilities	<u>38,899</u>	<u>379,147</u>	<u>1,687</u>	<u>-</u>	419,733
Intersegment eliminations					(17,222)
<i>Unallocated liabilities:</i>					
Provision for income tax					2,351
Bank loans					6,000
Convertible notes payable					2,967
Deferred tax liability					4,333
<b>Total liabilities</b>					<u>418,162</u>

## Note 4. Operating segments (continued)

### Geographical information

	Sales to external customers		Geographical non-current assets	
	2022 CU'000	2021 CU'000	2022 CU'000	2021 CU'000
Internationaland	424,034	399,416	179,882	192,376
Neighbourland	39,020	32,567	-	-
	<u>463,054</u>	<u>431,983</u>	<u>179,882</u>	<u>192,376</u>

The geographical non-current assets above are exclusive of, where applicable, financial instruments, deferred tax assets, post-employment benefits assets and rights under insurance contracts.

## Note 5. Revenue

	Consolidated	
	2022 CU'000	2021 CU'000
<b>From continuing operations</b>		
<i>Revenue from contracts with customers</i>		
Sale of goods	434,737	404,628
Rendering of services	3,696	3,868
	<u>438,433</u>	<u>408,496</u>
<i>Other revenue</i>		
Rent from investment properties	3,623	3,310
Other revenue	71	48
	<u>3,694</u>	<u>3,358</u>
Revenue from continuing operations	<u>442,127</u>	<u>411,854</u>

## Note 5. Revenue (continued)

### Disaggregation of revenue

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

	Computer manufacturing CU'000	Computer retailing CU'000	Computer distribution CU'000	Total CU'000
<b>Consolidated - 2022</b>				
<i>Major product lines</i>				
Laptops	13,395	339,533	3,292	356,220
Desktops	4,214	44,540	404	49,158
Components	8,856	24,199	-	33,055
	<u>26,465</u>	<u>408,272</u>	<u>3,696</u>	<u>438,433</u>
<i>Geographical regions</i>				
Internationaland	22,938	383,312	3,696	409,946
Neighbourland	2,293	12,106	-	14,399
Rest of the World	1,234	12,854	-	14,088
	<u>26,465</u>	<u>408,272</u>	<u>3,696</u>	<u>438,433</u>
<i>Timing of revenue recognition</i>				
Goods transferred at a point in time	26,465	408,272	-	434,737
Services transferred over time	-	-	3,696	3,696
	<u>26,465</u>	<u>408,272</u>	<u>3,696</u>	<u>438,433</u>
<b>Consolidated - 2021</b>				
<i>Major product lines</i>				
Laptops	12,114	309,691	3,355	325,160
Desktops	4,842	50,448	513	55,803
Components	7,383	20,150	-	27,533
	<u>24,339</u>	<u>380,289</u>	<u>3,868</u>	<u>408,496</u>
<i>Geographical regions</i>				
Internationaland	21,614	363,978	3,868	389,460
Neighbourland	1,911	7,169	-	9,080
Rest of the World	814	9,142	-	9,956
	<u>24,339</u>	<u>380,289</u>	<u>3,868</u>	<u>408,496</u>
<i>Timing of revenue recognition</i>				
Goods transferred at a point in time	24,339	380,289	-	404,628
Services transferred over time	-	-	3,868	3,868
	<u>24,339</u>	<u>380,289</u>	<u>3,868</u>	<u>408,496</u>

## Note 6. Share of profits of associates accounted for using the equity method

	Consolidated 2022 CU'000	Consolidated 2021 CU'000
Share of profit - associates	3,211	2,661

## Note 7. Other income

	Consolidated 2022 CU'000	Consolidated 2021 CU'000
Net fair value gain on investment properties	-	1,500
Net gain on disposal of property, plant and equipment	422	192
Insurance recoveries	270	-
Other income	692	1,692



## Note 8. Expenses

	Consolidated 2022 CU'000	2021 CU'000
Profit before income tax from continuing operations includes the following specific expenses:		
<i>Cost of sales</i>		
Cost of sales	284,451	277,984
<i>Depreciation</i>		
Leasehold improvements	5,000	5,405
Plant and equipment	12,167	13,379
Buildings right-of-use assets	13,582	13,582
Plant and equipment right-of-use assets	18,570	17,468
Total depreciation	49,319	49,834
<i>Amortisation</i>		
Development	321	321
Patents and trademarks	32	32
Customer contracts	229	-
Software	22	22
Customer acquisition costs	1,288	1,164
Customer fulfilment costs	752	687
Total amortisation	2,644	2,226
Total depreciation and amortisation	51,963	52,060
<i>Impairment</i>		
Goodwill	500	-
<i>Finance costs</i>		
Interest and finance charges paid/payable on borrowings	1,799	3,021
Interest and finance charges paid/payable on lease liabilities	17,046	18,009
Unwinding of the discount on provisions	85	62
Finance costs expensed	18,930	21,092

## Note 8. Expenses (continued)

	Consolidated	
	2022 CU'000	2021 CU'000
<i>Net foreign exchange loss</i>		
Net foreign exchange loss	13	6
<i>Net fair value loss</i>		
Net fair value loss on investment properties	600	-
<i>Cash flow hedge ineffectiveness</i>		
Cash flow hedge ineffectiveness	4	2
<i>Leases</i>		
Variable lease payments	1,167	1,098
Short-term lease payments	102	127
Low-value assets lease payments	135	119
	<u>1,404</u>	<u>1,344</u>
<i>Superannuation expense</i>		
Defined contribution superannuation expense	13,683	13,032
Defined benefit superannuation expense	4,406	4,597
Total superannuation expense	<u>18,089</u>	<u>17,629</u>
<i>Share-based payments expense</i>		
Share-based payments expense	<u>253</u>	<u>1</u>
<i>Research costs</i>		
Research costs	<u>124</u>	<u>107</u>
<i>Write off of assets</i>		
Inventories	<u>538</u>	<u>112</u>
<i>Expenses on investment properties</i>		
Direct operating expenses from property that generated rental income	61	59
Direct operating expenses from property that did not generate rental income	<u>8</u>	<u>3</u>
Total expenses on investment properties	<u>69</u>	<u>62</u>

## Note 9. Income tax expense

	Consolidated 2022 CU'000	2021 CU'000
<i>Income tax expense</i>		
Current tax	13,595	8,175
Deferred tax - origination and reversal of temporary differences	(2,617)	(2,434)
Adjustment recognised for prior periods	(103)	-
Aggregate income tax expense	<u>10,875</u>	<u>5,741</u>
Income tax expense is attributable to:		
Profit from continuing operations	10,114	5,178
Profit from discontinued operations	761	563
Aggregate income tax expense	<u>10,875</u>	<u>5,741</u>
Deferred tax included in income tax expense comprises:		
Increase in deferred tax assets (note 26)	(2,559)	(2,904)
Increase/(decrease) in deferred tax liabilities (note 40)	(58)	470
Deferred tax - origination and reversal of temporary differences	<u>(2,617)</u>	<u>(2,434)</u>
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Profit before income tax expense from continuing operations	36,244	19,613
Profit before income tax expense from discontinued operations	1,899	1,877
	<u>38,143</u>	<u>21,490</u>
Tax at the statutory tax rate of 30%	11,443	6,447
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Entertainment expenses	32	41
Impairment of goodwill	150	-
Share-based payments	75	-
Share of profits - associates	(963)	(798)
Loss on disposal of subsidiary	191	-
Sundry items	50	51
	<u>10,978</u>	<u>5,741</u>
Adjustment recognised for prior periods	(103)	-
Income tax expense	<u>10,875</u>	<u>5,741</u>
	Consolidated 2022 CU'000	2021 CU'000
<i>Amounts charged/(credited) directly to equity</i>		
Deferred tax assets (note 26)	39	(415)
Deferred tax liabilities (note 40)	15	600
	<u>54</u>	<u>185</u>

## Note 10. Discontinued operations

### Description

On [date] the consolidated entity sold RSM Retailing International Limited (incorporated in Neighbourland), a subsidiary of RSM IFRS Listed Comprehensive Limited, for consideration of CU270,000 resulting in a loss on disposal before income tax of CU637,000. Whilst RSM Retailing International Limited was sufficiently profitable up to the date of sale, future losses were projected due to new retail regulations being introduced into Neighbourland. Also, its geographical isolation meant that it was difficult to incorporate into the consolidated entity's long term strategy and the directors decided to dispose of it.

### Financial performance information

	<b>Consolidated</b>	
	<b>2022</b>	<b>2021</b>
	<b>CU'000</b>	<b>CU'000</b>
Sale of goods	24,621	23,487
Interest received	30	12
Total revenue	<u>24,651</u>	<u>23,499</u>
Changes in inventories	(144)	(76)
Raw materials and consumables used	(11,365)	(11,133)
Employee benefits expense	(7,916)	(8,035)
Depreciation and amortisation expense	(313)	(351)
Other expenses	(2,377)	(2,027)
Total expenses	<u>(22,115)</u>	<u>(21,622)</u>
Profit before income tax expense	2,536	1,877
Income tax expense	(761)	(563)
Profit after income tax expense	<u>1,775</u>	<u>1,314</u>
Loss on disposal before income tax	(637)	-
Income tax expense	-	-
Loss on disposal after income tax expense	<u>(637)</u>	<u>-</u>
Profit after income tax expense from discontinued operations	<u>1,138</u>	<u>1,314</u>

### Cash flow information

	<b>Consolidated</b>	
	<b>2022</b>	<b>2021</b>
	<b>CU'000</b>	<b>CU'000</b>
Net cash from operating activities	1,847	1,642
Net cash used in investing activities	(1,836)	(1,604)
Net increase in cash and cash equivalents from discontinued operations	<u>11</u>	<u>38</u>

## Note 10. Discontinued operations (continued)

### Carrying amounts of assets and liabilities disposed

	Consolidated 2022 CU'000	2021 CU'000
Cash and cash equivalents	189	-
Trade and other receivables	387	-
Inventories	833	-
Other current assets	28	-
Property, plant and equipment	441	-
Other non-current assets	46	-
Total assets	<u>1,924</u>	<u>-</u>
Trade and other payables	1,150	-
Provisions	676	-
Total liabilities	<u>1,826</u>	<u>-</u>
Net assets	<u>98</u>	<u>-</u>

### Details of the disposal

	Consolidated 2022 CU'000	2021 CU'000
Total sale consideration	270	-
Carrying amount of net assets disposed	(98)	-
Derecognition of foreign currency reserve	(769)	-
Disposal costs	(40)	-
Loss on disposal before income tax	<u>(637)</u>	<u>-</u>
Loss on disposal after income tax	<u>(637)</u>	<u>-</u>

## Note 11. Current assets - cash and cash equivalents

	Consolidated 2022 CU'000	2021 CU'000
Cash on hand	104	93
Cash at bank	14,132	4,853
Cash on deposit	11,900	400
	<u>26,136</u>	<u>5,346</u>

### Reconciliation to cash and cash equivalents at the end of the financial year

The above figures are reconciled to cash and cash equivalents at the end of the financial year as shown in the statement of cash flows as follows:

Balances as above	26,136	5,346
Cash and cash equivalents - classified as held for sale (note 18)	-	178
Bank overdraft (note 30)	-	(1,273)
Balance as per statement of cash flows	<u>26,136</u>	<u>4,251</u>

## Note 12. Current assets - trade and other receivables

	Consolidated 2022 CU'000	2021 CU'000
Trade receivables	13,998	12,818
Less: Allowance for expected credit losses	(1,062)	(874)
	<u>12,936</u>	<u>11,944</u>
Other receivables	60	43
Interest receivable	7	4
	<u>13,003</u>	<u>11,991</u>

### Allowance for expected credit losses

The consolidated entity has recognised a loss of CU491,000 in profit or loss in respect of the expected credit losses for the year ended 31 December 2022.

The ageing of the receivables and allowance for expected credit losses provided for above are as follows:

Consolidated	Expected credit loss rate		Carrying amount		Allowance for expected credit losses	
	2022 %	2021 %	2022 CU'000	2021 CU'000	2022 CU'000	2021 CU'000
Not overdue	2%	1%	6,988	6,330	140	63
0 to 3 months overdue	7%	5%	5,028	4,051	352	203
3 to 6 months overdue	14%	10%	1,453	1,762	203	176
Over 6 months overdue	50%	50%	734	863	367	432
			<u>14,203</u>	<u>13,006</u>	<u>1,062</u>	<u>874</u>

The consolidated entity has increased its monitoring of debt recovery as there is an increased probability of customers delaying payment or being unable to pay, due to the Coronavirus (COVID-19) pandemic. As a result, the calculation of expected credit losses has been revised as at 31 December 2022 and rates have increased in each category up to 6 months overdue.

Movements in the allowance for expected credit losses are as follows:

	Consolidated 2022 CU'000	2021 CU'000
Opening balance	874	659
Additional provisions recognised	491	432
Receivables written off during the year as uncollectable	(287)	(209)
Unused amounts reversed	(16)	(8)
	<u>1,062</u>	<u>874</u>
Closing balance	1,062	874

### Note 13. Current assets - contract assets

	Consolidated 2022 CU'000	2021 CU'000
Contract assets	2,617	2,144

#### Reconciliation

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

Opening balance	2,144	2,511
Additions	5,687	4,788
Cumulative catch-up adjustments	1,531	1,374
Transfer to trade receivables	(6,745)	(6,529)
Closing balance	2,617	2,144

### Note 14. Current assets - inventories

	Consolidated 2022 CU'000	2021 CU'000
Raw materials	6,817	6,081
Work in progress	16,040	17,434
Finished goods	15,631	18,369
Stock in transit	204	187
	38,692	42,071

### Note 15. Current assets - financial assets at fair value through profit or loss

	Consolidated 2022 CU'000	2021 CU'000
Listed ordinary shares - designated at fair value through profit or loss	82	-
Listed ordinary shares - held for trading	278	-
	360	-

#### Reconciliation

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

Opening fair value	-	-
Additions	310	-
Revaluation increments	50	-
Closing fair value	360	-

Refer to note 50 for further information on fair value measurement.

## Note 16. Current assets - other

	Consolidated 2022 CU'000	2021 CU'000
Prepayments	1,087	883
Security deposits	60	30
Customer acquisition costs	1,417	1,274
Customer fulfilment costs	672	614
Right of return assets	671	618
	<u>3,907</u>	<u>3,419</u>

## Note 17. Current assets - non-current assets classified as held for sale

	Consolidated 2022 CU'000	2021 CU'000
Land	<u>6,000</u>	<u>-</u>

The vacant land situated at 22 Smith Street, Cityville is currently for sale and is expected to be sold within five months from the reporting date through an auction process. The proposed development of a head office building on the site has been abandoned and the land is now surplus to requirements. The land is not allocated to an operating segment.

## Note 18. Current assets - assets of disposal groups classified as held for sale

	Consolidated 2022 CU'000	2021 CU'000
Cash and cash equivalents	-	178
Trade and other receivables	-	363
Inventories	-	977
Other current assets	-	25
Property, plant and equipment	-	754
Other non-current assets	-	46
	<u>-</u>	<u>2,343</u>

The assets identified above represents the assets of RSM Retailing International Limited (incorporated in Neighbourland), a subsidiary of RSM IFRS Listed Comprehensive Limited, which was sold on [date]. Refer to note 10 for further information.

## Note 19. Non-current assets - receivables

	Consolidated 2022 CU'000	2021 CU'000
Other receivables	<u>145</u>	<u>145</u>

The other receivables are due to be repaid by 31 December 2025 and the effect of discounting is considered not to be material. This receivable is not past due nor impaired.



## Note 20. Non-current assets - investments accounted for using the equity method

	Consolidated 2022 CU'000	2021 CU'000
Investment in associate	34,192	30,981

Refer to note 58 for further information on interests in associates.

## Note 21. Non-current assets - financial assets at fair value through other comprehensive income

	Consolidated 2022 CU'000	2021 CU'000
Unlisted ordinary shares	170	-

### Reconciliation

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

Opening fair value	-	-
Additions	200	-
Disposals	(80)	-
Revaluation increments	50	-
Closing fair value	170	-

Refer to note 50 for further information on fair value measurement.

## Note 22. Non-current assets - investment properties

	Consolidated 2022 CU'000	2021 CU'000
Investment properties - at independent valuation	46,900	47,500

### Reconciliation

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

Opening fair value	47,500	46,000
Revaluation increments	-	1,500
Revaluation decrements	(600)	-
Closing fair value	46,900	47,500

Refer to note 50 for further information on fair value measurement.

## Note 22. Non-current assets - investment properties (continued)

### Lessor commitments

	<b>Consolidated</b>	
	<b>2022</b>	<b>2021</b>
	<b>CU'000</b>	<b>CU'000</b>
Minimum lease commitments receivable but not recognised in the financial statements:		
1 year or less	3,723	3,580
Between 1 and 2 years	3,872	3,723
Between 2 and 3 years	4,027	3,872
Between 3 and 4 years	4,188	4,027
Between 4 and 5 years	4,356	4,188
Over 5 years	14,140	18,496
	<u>34,306</u>	<u>37,886</u>

## Note 23. Non-current assets - property, plant and equipment

	<b>Consolidated</b>	
	<b>2022</b>	<b>2021</b>
	<b>CU'000</b>	<b>CU'000</b>
Land and buildings - at independent valuation	52,500	58,500
Leasehold improvements - at cost	32,260	25,860
Less: Accumulated depreciation	(17,473)	(12,473)
	<u>14,787</u>	<u>13,387</u>
Plant and equipment - at cost	105,512	100,267
Less: Accumulated depreciation	(56,101)	(44,025)
	<u>49,411</u>	<u>56,242</u>
	<u>116,698</u>	<u>128,129</u>

## Note 23. Non-current assets - property, plant and equipment (continued)

### Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

<b>Consolidated</b>	Land and buildings CU'000	Leasehold improvements CU'000	Plant and equipment CU'000	Total CU'000
Balance at 1 January 2021	56,500	17,478	69,050	143,028
Additions	-	2,308	740	3,048
Classified as held for sale (note 17)	-	(994)	(111)	(1,105)
Disposals	-	-	(58)	(58)
Revaluation increments	2,000	-	-	2,000
Depreciation expense	-	(5,405)	(13,379)	(18,784)
<b>Balance at 31 December 2021</b>	<b>58,500</b>	<b>13,387</b>	<b>56,242</b>	<b>128,129</b>
Additions	-	6,400	365	6,765
Additions through business combinations (note 56)	-	-	6,060	6,060
Classified as held for sale (note 17)	(6,000)	-	-	(6,000)
Disposals	-	-	(1,089)	(1,089)
Depreciation expense	-	(5,000)	(12,167)	(17,167)
<b>Balance at 31 December 2022</b>	<b>52,500</b>	<b>14,787</b>	<b>49,411</b>	<b>116,698</b>

Refer to note 50 for further information on fair value measurement.

### Land and buildings stated under the historical cost convention

If land and buildings were stated under the historical cost convention, the amounts would be as follows:

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Land and buildings - at cost	46,000	52,000
Less: Accumulated depreciation	(1,059)	(1,007)
	<b>44,941</b>	<b>50,993</b>

## Note 24. Non-current assets - right-of-use assets

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Land and buildings - right-of-use	271,636	271,636
Less: Accumulated depreciation	(37,350)	(23,768)
	<b>234,286</b>	<b>247,868</b>
Plant and equipment - right-of-use	126,363	120,842
Less: Accumulated depreciation	(55,164)	(36,594)
	<b>71,199</b>	<b>84,248</b>
	<b>305,485</b>	<b>332,116</b>

Additions to the right-of-use assets during the year were CU5,521,000.

## Note 24. Non-current assets - right-of-use assets (continued)

The consolidated entity leases land and buildings for its offices, warehouses and retail outlets under agreements of between five to fifteen years with, in some cases, options to extend. The leases have various escalation clauses. On renewal, the terms of the leases are renegotiated. The consolidated entity also leases plant and equipment under agreements of between three to seven years.

The consolidated entity leases office equipment under agreements of less than two years. These leases are either short-term or low-value, so have been expensed as incurred and not capitalised as right-of-use assets.

## Note 25. Non-current assets - intangibles

	Consolidated 2022 CU'000	2021 CU'000
Goodwill	9,908	9,500
Less: Impairment	(500)	-
	<u>9,408</u>	<u>9,500</u>
Development - at cost	3,208	3,208
Less: Accumulated amortisation	(1,605)	(1,284)
	<u>1,603</u>	<u>1,924</u>
Patents and trademarks - at cost	320	320
Less: Accumulated amortisation	(224)	(192)
	<u>96</u>	<u>128</u>
Customer contracts - at cost	1,250	-
Less: Accumulated amortisation	(229)	-
	<u>1,021</u>	<u>-</u>
Software - at cost	108	108
Less: Accumulated amortisation	(66)	(44)
	<u>42</u>	<u>64</u>
	<u>12,170</u>	<u>11,616</u>

### Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Goodwill CU'000	Development CU'000	Patents and trademarks CU'000	Customer contracts CU'000	Software CU'000	Total CU'000
Balance at 1 January 2021	9,500	2,245	160	-	86	11,991
Amortisation expense	-	(321)	(32)	-	(22)	(375)
Balance at 31 December 2021	9,500	1,924	128	-	64	11,616
Additions through business combinations (note 56)	408	-	-	1,250	-	1,658
Impairment of assets	(500)	-	-	-	-	(500)
Amortisation expense	-	(321)	(32)	(229)	(22)	(604)
Balance at 31 December 2022	<u>9,408</u>	<u>1,603</u>	<u>96</u>	<u>1,021</u>	<u>42</u>	<u>12,170</u>

## Note 25. Non-current assets - intangibles (continued)

### Impairment testing

Goodwill acquired through business combinations have been allocated to the following cash-generating units:

	Consolidated 2022 CU'000	2021 CU'000
Computer retailing	8,700	9,200
Computer distribution	708	300
	<u>9,408</u>	<u>9,500</u>

The recoverable amount of the consolidated entity's goodwill has been determined by a value-in-use calculation using a discounted cash flow model, based on a 2 year projection period approved by management and extrapolated for a further 3 years using a steady rate, together with a terminal value.

Key assumptions are those to which the recoverable amount of an asset or cash-generating units is most sensitive.

The following key assumptions were used in the discounted cash flow model for the computer retailing division:

- 18% (2021: 18%) pre-tax discount rate;
- 2% (2021: 5%) per annum projected revenue growth rate;
- 5% (2021: 8%) per annum increase in operating costs and overheads.

The discount rate of 18% pre-tax reflects management's estimate of the time value of money and the consolidated entity's weighted average cost of capital adjusted for the computer retailing division, the risk free rate and the volatility of the share price relative to market movements.

Management believes the projected 2% revenue growth rate is prudent and justified, based on the general slowing in the market.

Compared to prior years, management have reduced their estimation of the increase in operating costs and overheads, due to the lower inflation rate and also an effort by the consolidated entity to contain costs.

There were no other key assumptions for the computer retailing division.

Based on the above, an impairment charge of CU500,000 has been applied as the carrying amount of goodwill exceeded its recoverable amount for the computer retailing division.

The following key assumptions were used in the discounted cash flow model for the computer distribution division:

- 17% (2021: 18%) pre-tax discount rate;
- 5% (2021: 5%) per annum projected revenue growth rate.

The discount rate of 17% pre-tax reflects management's estimate of the time value of money and the consolidated entity's weighted average cost of capital adjusted for the computer distribution division, the risk free rate and the volatility of the share price relative to market movements.

Management have estimated a 5% growth in accordance with the acquisition strategy and have no reason to revise this estimation based on current performance.

There were no other key assumptions for the computer distribution division.

Based on the above, the recoverable amount of the computer distribution division exceeded the carrying amount by CU1,250,000.

## Note 25. Non-current assets - intangibles (continued)

### Sensitivity

As disclosed in note 2, the directors have made judgements and estimates in respect of impairment testing of goodwill. Should these judgements and estimates not occur the resulting goodwill carrying amount may decrease. The sensitivities are as follows:

- Revenue would need to decrease by more than 1% for the computer distribution division before goodwill would need to be impaired, with all other assumptions remaining constant.
- The discount rate would be required to increase by 1% for the computer distribution division before goodwill would need to be impaired, with all other assumptions remaining constant.

Management believes that other reasonable changes in the key assumptions on which the recoverable amount of computer distribution division's goodwill is based would not cause the cash-generating unit's carrying amount to exceed its recoverable amount.

If there are any negative changes in the key assumptions on which the recoverable amount of goodwill is based, this would result in a further impairment charge for the computer retailing division's goodwill.

## Note 26. Non-current assets - deferred tax

**Consolidated**  
**2022**                      **2021**  
**CU'000**                      **CU'000**

*Deferred tax asset comprises temporary differences attributable to:*

Amounts recognised in profit or loss:

Allowance for expected credit losses	296	247
Property, plant and equipment	411	-
Contract liabilities	681	641
Employee benefits	5,671	5,699
Retirement benefit obligations	326	370
Leases	5,899	3,853
Provision for legal claims	18	-
Provision for lease make good	503	321
Provision for warranties	961	851
Accrued expenses	531	278
Refund liabilities	296	283
	<u>15,593</u>	<u>12,543</u>

Amounts recognised in equity:

Transaction costs on share issue	270	356
Derivative financial instruments	37	32
	<u>307</u>	<u>388</u>

Deferred tax asset

15,900                      12,931

### Movements:

Opening balance	12,931	9,612
Credited to profit or loss (note 9)	2,559	2,904
Credited/(charged) to equity (note 9)	(39)	415
Additions through business combinations (note 56)	449	-
Closing balance	<u>15,900</u>	<u>12,931</u>

## Note 27. Non-current assets - other

	Consolidated 2022 CU'000	Consolidated 2021 CU'000
Security deposits	1,214	1,399
Customer acquisition costs	564	517
Customer fulfilment costs	484	443
	<u>2,262</u>	<u>2,359</u>

## Note 28. Current liabilities - trade and other payables

	Consolidated 2022 CU'000	Consolidated 2021 CU'000
Trade payables	16,993	14,270
Other payables	1,883	1,566
	<u>18,876</u>	<u>15,836</u>

Refer to note 49 for further information on financial instruments.

## Note 29. Current liabilities - contract liabilities

	Consolidated 2022 CU'000	Consolidated 2021 CU'000
Contract liabilities	<u>2,269</u>	<u>2,135</u>

### Reconciliation

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

Opening balance	2,135	1,974
Payments received in advance	1,441	1,473
Cumulative catch-up adjustments	174	249
Transfer to revenue - included in the opening balance	(1,141)	(1,236)
Transfer to revenue - performance obligations satisfied in previous periods	(208)	(178)
Transfer to revenue - other balances	(132)	(147)
	<u>2,269</u>	<u>2,135</u>
Closing balance	<u>2,269</u>	<u>2,135</u>

## Note 29. Current liabilities - contract liabilities (continued)

### Unsatisfied performance obligations

The aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied at the end of the reporting period was CU3,891,000 as at 31 December 2022 (CU3,507,000 as at 31 December 2021) and is expected to be recognised as revenue in future periods as follows:

	Consolidated 2022 CU'000	2021 CU'000
Within 6 months	1,482	1,344
6 to 12 months	1,128	1,032
12 to 18 months	874	817
18 to 24 months	407	314
	<u>3,891</u>	<u>3,507</u>

## Note 30. Current liabilities - borrowings

	Consolidated 2022 CU'000	2021 CU'000
Bank overdraft	-	1,273
Bank loans	4,500	2,000
	<u>4,500</u>	<u>3,273</u>

Refer to note 38 for further information on assets pledged as security and financing arrangements.

Refer to note 49 for further information on financial instruments.

## Note 31. Current liabilities - lease liabilities

	Consolidated 2022 CU'000	2021 CU'000
Lease liability	<u>22,072</u>	<u>20,905</u>

Refer to note 49 for further information on financial instruments.

## Note 32. Current liabilities - derivative financial instruments

	Consolidated 2022 CU'000	2021 CU'000
Forward foreign exchange contracts - cash flow hedges	<u>122</u>	<u>107</u>

Refer to note 49 for further information on financial instruments.

Refer to note 50 for further information on fair value measurement.



### Note 33. Current liabilities - income tax

	Consolidated 2022 CU'000	Consolidated 2021 CU'000
Provision for income tax	6,701	2,351

### Note 34. Current liabilities - employee benefits

	Consolidated 2022 CU'000	Consolidated 2021 CU'000
Employee benefits	8,084	7,877

#### *Amounts not expected to be settled within the next 12 months*

The current provision for employee benefits includes all unconditional entitlements where employees have completed the required period of service and also those where employees are entitled to pro-rata payments in certain circumstances. The entire amount is presented as current, since the consolidated entity does not have an unconditional right to defer settlement. However, based on past experience, the consolidated entity does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

The following amounts reflect leave that is not expected to be taken within the next 12 months:

	Consolidated 2022 CU'000	Consolidated 2021 CU'000
Employee benefits obligation expected to be settled after 12 months	1,603	1,292

### Note 35. Current liabilities - provisions

	Consolidated 2022 CU'000	Consolidated 2021 CU'000
Lease make good	230	-
Legal claims	60	-
Warranties	3,204	2,837
	<u>3,494</u>	<u>2,837</u>

#### *Lease make good*

The provision represents the present value of the estimated costs to make good the premises leased by the consolidated entity at the end of the respective lease terms.

#### *Legal claims*

The provision represents a claim by a customer of the computer retailing division. This claim is expected to be settled in the next financial year and the outcome of this claim is not expected to exceed the amount provided for, based on independent legal advice.

#### *Warranties*

The provision represents the estimated warranty claims in respect of products sold which are still under warranty at the reporting date. The provision is estimated based on historical warranty claim information, sales levels and any recent trends that may suggest future claims could differ from historical amounts. The timing of any payments is uncertain, given the nature of the provision, but is not expected to differ significantly from historical norms.

## Note 35. Current liabilities - provisions (continued)

### Movements in provisions

Movements in each class of provision during the current financial year, other than employee benefits, are set out below:

<b>Consolidated - 2022</b>	Lease make good CU'000	Legal claims CU'000	Warranties CU'000
Carrying amount at the start of the year	-	-	2,837
Additional provisions recognised	-	60	503
Amounts transferred from non-current	230	-	-
Amounts used	-	-	(91)
Unused amounts reversed	-	-	(45)
	<u>230</u>	<u>60</u>	<u>3,204</u>
Carrying amount at the end of the year	230	60	3,204

## Note 36. Current liabilities - other

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Accrued expenses	1,096	889
Refund liabilities	987	942
	<u>2,083</u>	<u>1,831</u>

## Note 37. Current liabilities - liabilities directly associated with assets classified as held for sale

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Trade payables	-	1,441
Other payables	-	62
Accrued expenses	-	38
Bank loans	4,000	-
Provisions - employee benefits	-	592
Provisions - lease make good	-	30
	<u>4,000</u>	<u>2,163</u>

The liabilities as at 31 December 2022 represents the bank loan secured over the vacant land currently for sale. Refer to note 18 for further information.

The liabilities as at 31 December 2021 represents the liabilities of RSM Retailing International Limited (incorporated in Neighbourland), a subsidiary of RSM IFRS Listed Comprehensive Limited, which was sold on [date]. Refer to note 10 for further information.

## Note 38. Non-current liabilities - borrowings

	Consolidated	
	2022 CU'000	2021 CU'000
Bank loans	16,000	16,000
Convertible notes payable	2,978	2,967
	18,978	18,967

Refer to note 49 for further information on financial instruments.

On [date] the consolidated entity issued 30,000 7.5% convertible notes, with a face value of CU100 each, for total proceeds of CU3,000,000. Interest is paid quarterly in arrears at a rate of 7.5% per annum based on the face value. The notes are convertible into ordinary shares of the parent entity, at any time at the option of the holder, or repayable on [date]. The conversion rate is 45 ordinary shares for each note held, which is based on the market price per share at the date of the issue of the notes (CU2.21), but subject to adjustments for reconstructions of equity.

Total transactions costs were CU55,000 at the date of issue and unamortised transaction costs of CU22,000 (2021: CU33,000) have been offset against the convertible notes payable liability.

The convertible notes are unsecured.

### *Total secured liabilities*

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

	Consolidated	
	2022 CU'000	2021 CU'000
Bank overdraft	-	1,273
Bank loans	24,500	18,000
	24,500	19,273

## Note 38. Non-current liabilities - borrowings (continued)

### Assets pledged as security

The bank overdraft and loans are secured by first mortgages over the consolidated entity's land and buildings.

### Financing arrangements

Unrestricted access was available at the reporting date to the following lines of credit:

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Total facilities		
Bank overdraft	5,000	5,000
Bank loans	40,000	25,000
	<u>45,000</u>	<u>30,000</u>
Used at the reporting date		
Bank overdraft	-	1,273
Bank loans	24,500	18,000
	<u>24,500</u>	<u>19,273</u>
Unused at the reporting date		
Bank overdraft	5,000	3,727
Bank loans	15,500	7,000
	<u>20,500</u>	<u>10,727</u>

## Note 39. Non-current liabilities - lease liabilities

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Lease liability	<u>301,714</u>	<u>322,745</u>

Refer to note 49 for further information on financial instruments.

## Note 40. Non-current liabilities - deferred tax

	Consolidated	
	2022 CU'000	2021 CU'000
<i>Deferred tax liability comprises temporary differences attributable to:</i>		
Amounts recognised in profit or loss:		
Financial assets at fair value through profit or loss	15	-
Prepayments	302	228
Development costs	481	577
Customer contracts	306	-
Net fair value gain on investment properties	270	450
Contract assets	184	89
Customer acquisition costs	594	537
Customer fulfilment costs	347	317
Right of return assets	201	185
	2,700	2,383
Amounts recognised in equity:		
Revaluation of property, plant and equipment	1,950	1,950
Revaluation of financial assets at fair value through other comprehensive income	15	-
	1,965	1,950
Deferred tax liability	4,665	4,333
<i>Movements:</i>		
Opening balance	4,333	3,263
Charged/(credited) to profit or loss (note 9)	(58)	470
Charged to equity (note 9)	15	600
Additions through business combinations (note 56)	375	-
	4,665	4,333
Closing balance	4,665	4,333

## Note 41. Non-current liabilities - employee benefits

	Consolidated	
	2022 CU'000	2021 CU'000
Employee benefits	10,818	10,528

## Note 42. Non-current liabilities - provisions

	Consolidated	
	2022 CU'000	2021 CU'000
Lease make good	1,445	1,040

### *Lease make good*

The provision represents the present value of the estimated costs to make good the premises leased by the consolidated entity at the end of the respective lease terms.

## Note 42. Non-current liabilities - provisions (continued)

### Movements in provisions

Movements in each class of provision during the current financial year, other than employee benefits, are set out below:

<b>Consolidated - 2022</b>	Lease make good CU'000
Carrying amount at the start of the year	1,040
Additional provisions recognised	550
Amounts transferred to current	(230)
Unwinding of discount	85
	<hr/>
Carrying amount at the end of the year	1,445

## Note 43. Non-current liabilities - retirement benefit obligations

### Superannuation plan

All employees of the consolidated entity are entitled to benefits from the consolidated entity's superannuation plan on retirement, disability or death. The consolidated entity has one plan with a defined benefit section and a defined contribution section. The defined benefit section provides lump sum benefits based on years of service and final average salary. The defined contribution section receives fixed contributions from entities in the consolidated entity and the consolidated entity's legal or constructive obligation is limited to these contributions.

The following sets out details in respect of the defined benefit section only. The expense recognised in relation to the defined contribution plan is disclosed in note 8.

### Statement of financial position amounts

The amounts recognised in the statement of financial position are determined as follows:

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Present value of the defined benefit obligation	60,622	53,358
Fair value of defined benefit plan assets	(59,537)	(52,124)
	<hr/>	<hr/>
Net liability in the statement of financial position	1,085	1,234

### Categories of plan assets

The major categories of plan assets are as follows:

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Cash and cash equivalents	9,022	6,784
Equity instruments	16,085	13,897
Debt instruments	9,470	10,138
Property	24,742	21,079
Other assets	218	226
	<hr/>	<hr/>
	59,537	52,124

## Note 43. Non-current liabilities - retirement benefit obligations (continued)

### Reconciliations

	Consolidated 2022 CU'000	2021 CU'000
Reconciliation of the present value of the defined benefit obligation, which is partly funded:		
Balance at the beginning of the year	53,358	46,476
Current service cost	5,132	5,057
Interest cost	3,027	2,702
Actuarial gains	(404)	(420)
Benefits paid	(491)	(457)
	<u>60,622</u>	<u>53,358</u>
Reconciliation of the fair value of plan assets:		
Balance at the beginning of the year	52,124	45,170
Return on plan assets	3,753	3,162
Actuarial losses	(255)	(348)
Contributions by entities in the consolidated entity	4,406	4,597
Benefits paid	(491)	(457)
	<u>59,537</u>	<u>52,124</u>

### Amounts recognised in the statement of profit or loss and other comprehensive income

The amounts recognised in the statement of profit or loss and other comprehensive income are as follows:

	Consolidated 2022 CU'000	2021 CU'000
Current service cost	5,132	5,057
Interest cost	3,027	2,702
Past service cost	(3,753)	(3,182)
	<u>4,406</u>	<u>4,577</u>
Total amount recognised in profit or loss	<u>4,406</u>	<u>4,577</u>
Actuarial gains	<u>149</u>	<u>72</u>
Total amount recognised in other comprehensive income	<u>149</u>	<u>72</u>

### Significant actuarial assumptions

The significant actuarial assumptions used (expressed as weighted averages) were as follows:

	Consolidated 2022 %	2021 %
Discount rate	5.7%	5.9%
Return on plan assets	7.2%	7.0%
Future salary increases	4.0%	4.0%

The retirement benefit obligation would increase/decrease by CU100,000 if one of the following variables changed with all other assumptions remaining constant: the discount rate changed by 3.7%; return on plan assets changed by 0.2%; or future salary increases changed by 2.3%.

## Note 43. Non-current liabilities - retirement benefit obligations (continued)

When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the statement of financial position.

### Risk exposure

The plan is exposed to a variety of risks including foreign currency risk on its overseas investments, interest rate risk on its cash and debt instruments and price risk on its equity instruments. Its diversified portfolio does mitigate any one particular risk, including concentration risks.

The plan has an asset-liability matching strategy to manage risk. Its target is to maintain equity instruments of 25% and property of 40% of plan assets. Sufficient cash reserves are maintained to ensure liquidity, including having the ability to pay benefits and have the flexibility to invest in opportunities as they arise.

### Employer contributions

Employer contributions to the defined benefit section of the plan are based on recommendations by the plan's actuary and the current agreed contribution rate is 12% of salaries. Actuarial assessments are made at no more than three yearly intervals, and the last such assessment was made as at 31 December 2021.

The weighted average duration of the defined benefit obligation is 5 years (2021: 6 years). The expected maturity analysis of undiscounted defined benefit obligations is as follows:

	Consolidated	
	2022 CU'000	2021 CU'000
Within one year	219	219
One to five years	866	876
More than five years	-	139
	<u>1,085</u>	<u>1,234</u>

The consolidated entity has no legal obligation to settle the defined benefit liability with an immediate contribution or additional one-off contributions.

## Note 44. Equity - issued capital

	2022 Shares	2021 Shares	2022 CU'000	2021 CU'000
Ordinary shares - fully paid	<u>146,910,000</u>	<u>146,800,000</u>	<u>182,953</u>	<u>182,678</u>

### Movements in ordinary share capital

Details	Date	Shares	Issue price	CU'000
Balance	1 January 2021	111,800,000		104,922
Issue of shares	[date]	35,000,000	CU2.25	78,750
Share issue transaction costs, net of tax	[date]	-	CU0.00	(994)
Balance	31 December 2021	<u>146,800,000</u>		<u>182,678</u>
Issue of shares on the exercise of options	[date]	10,000	CU2.50	25
Issue of shares to key management personnel	[date]	100,000	CU2.50	250
Balance	31 December 2022	<u>146,910,000</u>		<u>182,953</u>



## Note 44. Equity - issued capital (continued)

### Ordinary shares

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

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

### Capital risk management

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

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

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

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

The capital risk management policy remains unchanged from the 31 December 2021 Annual Report.

## Note 45. Equity - reserves

	Consolidated	
	2022	2021
	CU'000	CU'000
Revaluation surplus reserve	4,095	4,095
Financial assets at fair value through other comprehensive income reserve	35	-
Foreign currency reserve	-	(512)
Hedging reserve - cash flow hedges	(85)	(75)
	4,045	3,508

### Revaluation surplus reserve

The reserve is used to recognise increments and decrements in the fair value of land and buildings, excluding investment properties.

### Financial assets at fair value through other comprehensive income reserve

The reserve is used to recognise increments and decrements in the fair value of financial assets at fair value through other comprehensive income.

### Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Internationaland currency units. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

### Hedging reserve - cash flow hedges

The reserve is used to recognise the effective portion of the gain or loss of cash flow hedge instruments that is determined to be an effective hedge.

## Note 45. Equity - reserves (continued)

### Movements in reserves

Movements in each class of reserve during the current and previous financial year are set out below:

<b>Consolidated</b>	Revaluation surplus CU'000	Financial assets at fair value through OCI CU'000	Foreign currency CU'000	Hedging CU'000	Total CU'000
Balance at 1 January 2021	2,835	-	(294)	(48)	2,493
Revaluation - gross	1,800	-	-	(38)	1,762
Deferred tax	(540)	-	-	11	(529)
Foreign currency translation	-	-	(218)	-	(218)
Balance at 31 December 2021	4,095	-	(512)	(75)	3,508
Revaluation - gross	-	50	-	(15)	35
Deferred tax	-	(15)	-	5	(10)
Foreign currency translation	-	-	(257)	-	(257)
Derecognition of reserve	-	-	769	-	769
Balance at 31 December 2022	4,095	35	-	(85)	4,045

## Note 46. Equity - retained profits

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Retained profits at the beginning of the financial year	11,522	13,568
Profit after income tax expense for the year	27,126	15,520
Dividends paid (note 48)	(29,383)	(17,616)
Actuarial gain on defined benefit plans, net of tax	105	50
Retained profits at the end of the financial year	9,370	11,522

## Note 47. Equity - non-controlling interest

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Issued capital	16,000	16,000
Reserves	455	455
Retained profits	908	766
	17,363	17,221

The non-controlling interest has a 10% (2021: 10%) equity holding in RSM Manufacturing Limited.

## Note 48. Equity - dividends

Dividends paid during the financial year were as follows:

	Consolidated 2022 CU'000	2021 CU'000
Final dividend for the year ended 31 December 2021 (2021: 31 December 2020) of 15 cents (2021: 8 cents) per ordinary share	22,037	11,744
Interim dividend for the year ended 31 December 2022 (2021: 31 December 2021) of 5 cents (2021: 4 cents) per ordinary share	<u>7,346</u>	<u>5,872</u>
	<u>29,383</u>	<u>17,616</u>

On [date] the directors declared a final dividend for the year ended 31 December 2022 of 17 cents per ordinary share to be paid on [date], a total estimated distribution of CU24,975,000 based on the number of ordinary shares on issue as at [date].

## Note 49. Financial instruments

### *Financial risk management objectives*

The consolidated entity's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The consolidated entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the consolidated entity. The consolidated entity uses derivative financial instruments such as forward foreign exchange contracts to hedge certain risk exposures. Derivatives are exclusively used for hedging purposes, i.e. not as trading or other speculative instruments. The consolidated entity uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and other price risks, ageing analysis for credit risk and beta analysis in respect of investment portfolios to determine market risk.

Risk management is carried out by senior finance executives ('finance') under policies approved by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure of the consolidated entity and appropriate procedures, controls and risk limits. Finance identifies, evaluates and hedges financial risks within the consolidated entity's operating units. Finance reports to the Board on a monthly basis.

### *Market risk*

#### *Foreign currency risk*

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

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

In order to protect against exchange rate movements, the consolidated entity has entered into forward foreign exchange contracts. These contracts are hedging highly probable forecasted cash flows for the ensuing financial year. Management has a risk management policy to hedge between 30% and 80% of anticipated foreign currency transactions for the subsequent 4 months.

## Note 49. Financial instruments (continued)

The maturity, settlement amounts and the average contractual exchange rates of the consolidated entity's outstanding forward foreign exchange contracts at the reporting date were as follows:

	Sell Internationaland currency units		Average exchange rates	
	2022 CU'000	2021 CU'000	2022	2021
<b>Buy US dollars</b>				
Maturity:				
0 - 3 months	121	89	0.9123	0.8132
3 - 6 months	34	23	0.9057	0.8294
<b>Buy Euros</b>				
Maturity:				
0 - 3 months	274	207	0.6342	0.5861
3 - 6 months	86	49	0.6355	0.6082
<b>Buy Neighbourland dollars</b>				
Maturity:				
0 - 3 months	182	163	1.2345	1.2643
3 - 6 months	107	71	1.2407	1.2847

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

Consolidated	Assets		Liabilities	
	2022 CU'000	2021 CU'000	2022 CU'000	2021 CU'000
US dollars	35	18	64	69
Euros	7	21	82	74
Neighbourland dollars	45	32	61	52
	<u>87</u>	<u>71</u>	<u>207</u>	<u>195</u>

The consolidated entity had net liabilities denominated in foreign currencies of CU120,000 (assets of CU87,000 less liabilities of CU207,000) as at

31 December 2022 (2021: CU124,000 (assets of CU71,000 less liabilities of CU195,000)). Based on this exposure, had the Internationaland currency unit weakened by 10%/strengthened by 5% (2021: weakened by 5%/strengthened by 5%) against these foreign currencies with all other variables held constant, the consolidated entity's profit before tax for the year would have been CU12,000 lower/CU6,000 higher (2021: CU6,000 lower/CU6,000 higher) and equity would have been CU8,000 lower/CU4,000 higher (2021: CU4,000 lower/CU4,000 higher). The percentage change is the expected overall volatility of the significant currencies, which is based on management's assessment of reasonable possible fluctuations taking into consideration movements over the last 6 months each year and the spot rate at each reporting date. The actual foreign exchange loss for the year ended 31 December 2022 was CU13,000 (2021: loss of CU6,000).

### Price risk

The consolidated entity is not exposed to any significant price risk.

### Interest rate risk

The consolidated entity's main interest rate risk arises from long-term borrowings. Borrowings obtained at variable rates expose the consolidated entity to interest rate risk. Borrowings obtained at fixed rates expose the consolidated entity to fair value risk. The policy is to maintain approximately 60% of current borrowings at fixed rates using interest rate swaps to achieve this when necessary.

## **Note 49. Financial instruments (continued)**

The consolidated entity's bank loans outstanding, totalling CU24,500,000 (2021: CU18,000,000), are principal and interest payment loans. Monthly cash outlays of approximately CU170,000 (2021: CU120,000) per month are required to service the interest payments. An official increase/decrease in interest rates of 100 (2021: 100) basis points would have an adverse/favourable effect on profit before tax of CU245,000 (2021: CU180,000) per annum. The percentage change is based on the expected volatility of interest rates using market data and analysts forecasts. In addition, minimum principal repayments of CU8,500,000 (2021: CU2,000,000) are due during the year ending 31 December 2023 (2021: 31 December 2022).

### **Credit risk**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity. The consolidated entity has a strict code of credit, including obtaining agency credit information, confirming references and setting appropriate credit limits. The consolidated entity obtains guarantees where appropriate to mitigate credit risk. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The consolidated entity does not hold any collateral.

The consolidated entity has adopted a lifetime expected loss allowance in estimating expected credit losses to trade receivables through the use of a provisions matrix using fixed rates of credit loss provisioning. These provisions are considered representative across all customers of the consolidated entity based on recent sales experience, historical collection rates and forward-looking information that is available. As disclosed in note 12, due to the Coronavirus (COVID-19) pandemic, the calculation of expected credit losses has been revised as at 31 December 2022 and rates have increased in each category up to 6 months overdue.

The consolidated entity has a credit risk exposure with a major Internationaland retailer, which as at 31 December 2022 owed the consolidated entity CU10,680,000 (76% of trade receivables) (2021: CU9,510,000 (74% of trade receivables)). Despite the impact that the Coronavirus (COVID-19) pandemic has had on this major Internationaland retailer, this balance was within its terms of trade and no impairment was made as at 31 December 2022. There are no guarantees against this receivable but management closely monitors the receivable balance on a monthly basis and is in regular contact with this customer to mitigate risk.

Generally, trade receivables are written off when there is no reasonable expectation of recovery. Indicators of this include the failure of a debtor to engage in a repayment plan, no active enforcement activity and a failure to make contractual payments for a period greater than 1 year.

### **Liquidity risk**

Vigilant liquidity risk management requires the consolidated entity to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

### **Financing arrangements**

Unused borrowing facilities at the reporting date:

	<b>Consolidated</b>	
	<b>2022</b>	<b>2021</b>
	<b>CU'000</b>	<b>CU'000</b>
Bank overdraft	5,000	3,727
Bank loans	15,500	7,000
	20,500	10,727

The bank overdraft facilities may be drawn at any time and may be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facilities may be drawn at any time and have an average maturity of 3 years (2021: 4 years).

## Note 49. Financial instruments (continued)

### Remaining contractual maturities

The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

Consolidated - 2022	Weighted average interest rate %	1 year or less CU'000	Between 1 and 2 years CU'000	Between 2 and 5 years CU'000	Over 5 years CU'000	Remaining contractual maturities CU'000
<b>Non-derivatives</b>						
<i>Non-interest bearing</i>						
Trade payables	-	16,993	-	-	-	16,993
Other payables	-	1,883	-	-	-	1,883
<i>Interest-bearing - fixed rate</i>						
Bank loans	8.20%	10,161	9,464	7,808	-	27,433
Convertible notes payable	7.50%	225	3,004	-	-	3,229
Lease liability	5.03%	37,574	37,542	112,415	290,764	478,295
Total non-derivatives		66,836	50,010	120,223	290,764	527,833
<b>Derivatives</b>						
Forward foreign exchange contracts net settled	-	122	-	-	-	122
Total derivatives		122	-	-	-	122
<b>Consolidated - 2021</b>						
<b>Non-derivatives</b>						
<i>Non-interest bearing</i>						
Trade payables	-	15,711	-	-	-	15,711
Other payables	-	1,628	-	-	-	1,628
<i>Interest-bearing - variable</i>						
Bank overdraft	12.80%	1,355	-	-	-	1,355
<i>Interest-bearing - fixed rate</i>						
Bank loans	8.20%	3,394	9,464	7,972	-	20,830
Convertible notes payable	7.50%	225	225	3,004	-	3,454
Lease liability	5.03%	37,107	37,574	112,523	328,200	515,404
Total non-derivatives		59,420	47,263	123,499	328,200	558,382
<b>Derivatives</b>						
Forward foreign exchange contracts net settled	-	107	-	-	-	107
Total derivatives		107	-	-	-	107

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

### Fair value of financial instruments

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

## Note 49. Financial instruments (continued)

### Hedge accounting

The effects of hedge accounting on the statement of financial position at the reporting date were as follows:

	Nominal amount CU'000	Carrying amount CU'000	Change in fair value CU'000	Hedging reserve CU'000	Cost of reserve CU'000
<b>Consolidated</b>					
Forward foreign exchange contracts for purchases at 31 December 2021	602	107	(9)	(75)	(20)
Forward foreign exchange contracts for purchases at 31 December 2022	804	122	4	(85)	(19)

Movements in hedging reserves by risk category during the current and previous financial year are set out below:

	Spot component CU'000	Value of options CU'000	Cost of reserve CU'000	Total CU'000
<b>Consolidated</b>				
Balance at 1 January 2021	(76)	46	(18)	(48)
Change in fair value of hedging instrument recognised in other comprehensive income	(73)	64	-	(9)
Costs of hedging deferred and recognised in other comprehensive income	-	-	(17)	(17)
Reclassified to the cost of inventory - recognised in other comprehensive income	(24)	-	14	(10)
Reclassified from other comprehensive income to profit or loss	(2)	-	-	(2)
Deferred tax	29	(19)	1	11
	<hr/>	<hr/>	<hr/>	<hr/>
Balance at 31 December 2021	(146)	91	(20)	(75)
Change in fair value of hedging instrument recognised in other comprehensive income	(8)	12	-	4
Costs of hedging deferred and recognised in other comprehensive income	-	-	(15)	(15)
Reclassified to the cost of inventory - recognised in other comprehensive income	(20)	-	16	(4)
Deferred tax	9	(4)	-	5
	<hr/>	<hr/>	<hr/>	<hr/>
Balance at 31 December 2022	(165)	99	(19)	(85)

## Note 50. Fair value measurement

### Fair value hierarchy

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

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

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

Level 3: Unobservable inputs for the asset or liability

	Level 1 CU'000	Level 2 CU'000	Level 3 CU'000	Total CU'000
<b>Consolidated - 2022</b>				
<b>Assets</b>				
Ordinary shares at fair value through profit or loss	360	-	-	360
Ordinary shares at fair value through other comprehensive income	-	-	170	170
Investment properties	-	-	46,900	46,900
Land and buildings	-	-	58,500	58,500
<b>Total assets</b>	<b>360</b>	<b>-</b>	<b>105,570</b>	<b>105,930</b>
<b>Liabilities</b>				
Forward foreign exchange contracts	-	122	-	122
<b>Total liabilities</b>	<b>-</b>	<b>122</b>	<b>-</b>	<b>122</b>
<b>Consolidated - 2021</b>				
<b>Assets</b>				
Investment properties	-	-	47,500	47,500
Land and buildings	-	-	58,500	58,500
<b>Total assets</b>	<b>-</b>	<b>-</b>	<b>106,000</b>	<b>106,000</b>
<b>Liabilities</b>				
Forward foreign exchange contracts	-	107	-	107
<b>Total liabilities</b>	<b>-</b>	<b>107</b>	<b>-</b>	<b>107</b>

Assets and liabilities held for sale are measured at fair value on a non-recurring basis.

There were no transfers between levels during the financial year.

The carrying amounts of trade and other receivables and trade and other payables are assumed to approximate their fair values due to their short-term nature.

The fair value of financial liabilities is estimated by discounting the remaining contractual maturities at the current market interest rate that is available for similar financial liabilities.

### Valuation techniques for fair value measurements categorised within level 2 and level 3

Unquoted investments have been valued using a discounted cash flow model.

The basis of the valuation of investment properties is fair value. The investment properties are revalued annually based on independent assessments by a member of the [NAME] having recent experience in the location and category of investment property being valued. Valuations are based on current prices in an active market for similar properties of the same location and condition, subject to similar leases and takes into consideration occupancy rates and returns on investment.



## Note 50. Fair value measurement (continued)

The basis of the valuation of land and buildings is fair value. The land and buildings were last revalued on 31 December 2021 based on independent assessments by a member of the Internationaland Property Institute having recent experience in the location and category of land and buildings being valued. The directors do not believe that there has been a material movement in fair value since the revaluation date. Valuations are based on current prices for similar properties in the same location and condition.

Derivative financial instruments have been valued using quoted market rates. This valuation technique maximises the use of observable market data where it is available and relies as little as possible on entity specific estimates.

### Level 3 assets and liabilities

Movements in level 3 assets and liabilities during the current and previous financial year are set out below:

<b>Consolidated</b>	Ordinary shares at fair value through OCI CU'000	Investment properties CU'000	Land and buildings CU'000	Total CU'000
Balance at 1 January 2021	-	46,000	56,500	102,500
Gains recognised in profit or loss	-	1,500	-	1,500
Gains recognised in other comprehensive income	-	-	2,000	2,000
Balance at 31 December 2021	-	47,500	58,500	106,000
Losses recognised in profit or loss	-	(600)	-	(600)
Gains recognised in other comprehensive income	50	-	-	50
Additions	200	-	-	200
Disposals	(80)	-	-	(80)
Balance at 31 December 2022	170	46,900	58,500	105,570

The level 3 assets and liabilities unobservable inputs and sensitivity are as follows:

Description	Unobservable inputs	Range (weighted average)	Sensitivity
Ordinary shares at fair value through other comprehensive income	Growth rate	2.5% to 3.5% (3.0%)	0.25% change would increase/decrease fair value by CU5,000
	Discount rate	8.0% to 11.0% (9.5%)	1.00% change would increase/decrease fair value by CU14,000
Investment properties	Rental yield	7.5% to 9.0% (8.5%)	0.75% change would increase/decrease fair value by CU352,000
	Rental growth	1.25% to 2.0% (1.75%)	0.25% change would increase/decrease fair value by CU117,000
	Long-term vacancy rate	5.0% to 9.0% (7.5%)	0.75% change would increase/decrease fair value by CU276,000
	Discount rate	4.0% to 6.0% (5.25%)	0.5% change would increase/decrease fair value by CU57,000
Land and buildings	Rental yield	6.0% to 8.0% (7.5%)	0.75% change would increase/decrease fair value by CU440,000
	Discount rate	5.0% to 7.0% (6.25%)	0.5% change would increase/decrease fair value by CU61,000

## Note 51. Key management personnel disclosures

### Compensation

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

	Consolidated 2022 CU'000	2021 CU'000
Short-term employee benefits	1,618	1,498
Post-employment benefits	107	101
Long-term benefits	10	25
Share-based payments	253	1
	<u>1,988</u>	<u>1,625</u>

## Note 52. Contingent assets

RSM Manufacturing Limited, a subsidiary, will be paid a success premium of up to CU3,000,000 by Compdesign Partnership, in which it holds a 35% interest, if the rights to a computer manufacturing process are sold to a Korean based company. The likelihood of this proceeding is highly probable. No asset has been recognised within these financial statements.

RSM Manufacturing Limited, a subsidiary, has an outstanding insurance claim with respect to inventory that was damaged in the Cityville floods that occurred during the financial year. An assessment is currently being undertaken by the insurer as to whether it was the cause of a flood or rising waters, which will affect the payout. Because the insurance proceeds are not virtually certain, no asset has been recognised within these financial statements. The inventory of approximately CU400,000 has been written off during the current financial year.

## Note 53. Contingent liabilities

During the financial year there was a work related accident involving a member of staff. Although the investigation is still in progress, the directors are of the opinion, based on independent legal advice, that the consolidated entity will not be found to be at fault and any compensation will be covered by the consolidated entity's insurance policy. Accordingly, no provision has been provided within these financial statements.

The consolidated entity has given bank guarantees as at 31 December 2022 of CU3,105,000 (2021: CU2,844,000) to various landlords.

## Note 54. Commitments

	Consolidated 2022 CU'000	2021 CU'000
<i>Capital commitments</i>		
Committed at the reporting date but not recognised as liabilities, payable:		
Investment properties	170	170
Property, plant and equipment	<u>1,165</u>	<u>1,145</u>
Intangible assets	<u>160</u>	<u>-</u>

## Note 55. Related party transactions

### Parent entity

RSM IFRS Listed Comprehensive Limited is the parent entity.

### Subsidiaries

Interests in subsidiaries are set out in note 57.

## Note 55. Related party transactions (continued)

### Associates

Interests in associates are set out in note 58.

### Key management personnel

Disclosures relating to key management personnel are set out in note 51.

### Transactions with related parties

The following transactions occurred with related parties:

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Payment for goods and services:		
Payment for services from associate	3,397	3,235
Payment for marketing services from BE Promotions Limited (director-related entity of Brad Example)	81	68

### Receivable from and payable to related parties

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

	<b>Consolidated 2022 CU'000</b>	<b>2021 CU'000</b>
Current payables:		
Trade payables to associate	361	346
Trade payables to BE Promotions Limited (director-related entity of Brad Example)	7	6

### Loans to/from related parties

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

### Terms and conditions

All transactions were made on normal commercial terms and conditions and at market rates.

## Note 56. Business combinations

On [date] RSM Logistics Limited, a subsidiary of RSM IFRS Listed Comprehensive Limited, acquired 100% of the ordinary shares of RSM CompCarrier Limited (formerly known as CompCarrier Limited) for the total consideration transferred of CU8,230,000. This is a freight business and operates in the computer distribution division of the consolidated entity. It was acquired to better utilise the existing computer distribution division administrative function. The goodwill of CU408,000 represents the expected synergies from merging this business with the computer distribution division and eliminating third party freight costs. The acquired business contributed revenues of CU5,428,000 and profit after tax of CU670,000 to the consolidated entity for the period from [date] to 31 December 2022. If the acquisition occurred on 1 January 2022 the full year contributions would have been revenues of CU5,901,000 and profit after tax of CU729,000. The values identified in relation to the acquisition of CompCarrier are final as at 31 December 2022.

Details of the acquisition are as follows:

	<b>Fair value CU'000</b>
Cash and cash equivalents	3
Trade receivables	822
Prepayments	106
Plant and equipment	6,060
Customer contracts	1,250
Deferred tax asset	449
Trade payables	(364)
Deferred tax liability	(375)
Employee benefits	(129)
	<hr/>
Net assets acquired	7,822
Goodwill	408
	<hr/>
Acquisition-date fair value of the total consideration transferred	8,230
	<hr/>
Representing:	
Cash paid or payable to vendor	8,230
	<hr/>
Acquisition costs expensed to profit or loss	182
	<hr/>
Cash used to acquire business, net of cash acquired:	
Acquisition-date fair value of the total consideration transferred	8,230
Less: cash and cash equivalents	(3)
Less: payments made in prior periods	(155)
	<hr/>
Net cash used	8,072
	<hr/>

The fair value of trade receivables is CU822,000. The gross contractual amount for trade receivables due is CU874,000, of which CU52,000 is not expected to be collected.

## Note 57. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following wholly-owned subsidiaries in accordance with the accounting policy described in note 1:

Name	Principal place of business / Country of incorporation	Ownership interest	
		2022 %	2021 %
RSM Retailing Limited	Internationaland	100.00%	100.00%
RSM Logistics Limited	Internationaland	100.00%	100.00%
RSM CompCarrier Limited	Internationaland	100.00%	-
RSM Retailing International Limited	Neighbourland	-	100.00%

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiary with non-controlling interests in accordance with the accounting policy described in note 1:

Name	Principal place of business / Country of incorporation	Principal activities	Parent		Non-controlling interest	
			Ownership interest 2022 %	Ownership interest 2021 %	Ownership interest 2022 %	Ownership interest 2021 %
RSM Manufacturing Limited *	Internationaland	Computer manufacturing	90.00%	90.00%	10.00%	10.00%

\* the non-controlling interests hold 25% of the voting rights of RSM Manufacturing Limited

## Note 57. Interests in subsidiaries (continued)

### Summarised financial information

Summarised financial information of the subsidiary with non-controlling interests that are material to the consolidated entity are set out below:

	<b>RSM Manufacturing Limited</b>	
	<b>2022 CU'000</b>	<b>2021 CU'000</b>
<i>Summarised statement of financial position</i>		
Current assets	48,800	50,443
Non-current assets	163,318	162,342
Total assets	<u>212,118</u>	<u>212,785</u>
Current liabilities	25,735	22,452
Non-current liabilities	18,183	23,047
Total liabilities	<u>43,918</u>	<u>45,499</u>
Net assets	<u>168,200</u>	<u>167,286</u>
<i>Summarised statement of profit or loss and other comprehensive income</i>		
Revenue	231,564	219,870
Expenses	<u>(229,506)</u>	<u>(216,649)</u>
Profit before income tax expense	2,058	3,221
Income tax expense	<u>(644)</u>	<u>(935)</u>
Profit after income tax expense	1,414	2,286
Other comprehensive income	-	<u>1,400</u>
Total comprehensive income	<u>1,414</u>	<u>3,686</u>
<i>Statement of cash flows</i>		
Net cash from operating activities	9,262	12,284
Net cash used in investing activities	(7,962)	(11,212)
Net cash used in financing activities	<u>(2,500)</u>	<u>(500)</u>
Net increase/(decrease) in cash and cash equivalents	<u>(1,200)</u>	<u>572</u>
<i>Other financial information</i>		
Profit attributable to non-controlling interests	142	229
Accumulated non-controlling interests at the end of reporting period	<u>17,363</u>	<u>17,221</u>

### Significant restrictions

RSM Manufacturing Limited cannot move its manufacturing location without the prior consent of the non-controlling interests.

## Note 58. Interests in associates

Interests in associates are accounted for using the equity method of accounting. Information relating to associates that are material to the consolidated entity are set out below:

Name	Principal place of business / Country of incorporation	Ownership interest	
		2022 %	2021 %
Compdesign Partnership	Internationaland	35.00%	35.00%

The Compdesign Partnership provides consultancy services relating to the design of IT equipment. As such, its activities are complementary to those of the consolidated entity.

### Summarised financial information

	Compdesign Partnership	
	2022 CU'000	2021 CU'000
<i>Summarised statement of financial position</i>		
Current assets	28,994	26,806
Non-current assets	205,203	198,240
Total assets	234,197	225,046
Current liabilities	19,440	16,486
Non-current liabilities	117,066	120,043
Total liabilities	136,506	136,529
Net assets	97,691	88,517

### Summarised statement of profit or loss and other comprehensive income

Revenue	109,706	97,951
Expenses	(96,601)	(87,089)
Profit before income tax	13,105	10,862
Income tax expense	(3,931)	(3,259)
Profit after income tax	9,174	7,603
Other comprehensive income	-	-
Total comprehensive income	9,174	7,603

### Reconciliation of the consolidated entity's carrying amount

Opening carrying amount	30,981	28,320
Share of profit after income tax	3,211	2,661
Closing carrying amount	34,192	30,981

### Contingent liabilities

	Consolidated	
	2022 CU'000	2021 CU'000
Share of bank guarantees	276	266

## Note 58. Interests in associates (continued)

### Commitments

	Consolidated 2022 CU'000	2021 CU'000
Committed at the reporting date but not recognised as liabilities, payable:		
Share of capital commitments	175	74

### Significant restrictions

Compdesign Partnership must reduce its bank loans to under CU50,000,000 and achieve pre-determined profit targets before any cash dividends can be distributed.

## Note 59. Events after the reporting period

The impact of the Coronavirus (COVID-19) pandemic is ongoing and while it has been financially positive for the consolidated entity up to 31 December 2022, it is not practicable to estimate the potential impact, positive or negative, after the reporting date. The situation is rapidly developing and is dependent on measures imposed by the International Government and other countries, such as maintaining social distancing requirements, quarantine, travel restrictions and any economic stimulus that may be provided.

On [date] RSM Manufacturing Limited, a subsidiary of RSM IFRS Listed Comprehensive Limited, acquired 100% of the ordinary shares of RSM Components Limited (formerly known as Wilkie Edward Limited) for the total consideration transferred of CU3,780,000. This is a computer component manufacturing business and operates in the computer manufacturing division of the consolidated entity. It was acquired to shorten the time between component order and delivery.

Details of the acquisition are as follows:

	Fair value CU'000
Cash and cash equivalents	271
Trade receivables	346
Raw materials	82
Finished goods	205
Plant and equipment	2,844
Deferred tax asset	49
Trade payables	(242)
Other payables	(51)
Employee benefits	(147)
Net assets acquired	3,357
Goodwill	423
Acquisition-date fair value of the total consideration transferred	3,780
Representing:	
Cash paid or payable to vendor	3,780

Apart from the dividend declared as disclosed in note 48, no other matter or circumstance has arisen since 31 December 2022 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.



## Note 60. Non-cash investing and financing activities

	Consolidated 2022 CU'000	2021 CU'000
Additions to the right-of-use assets	5,521	6,228
Leasehold improvements - lease make good	550	-
Shares issued under employee share plan	250	-
	<u>6,321</u>	<u>6,228</u>

## Note 61. Changes in liabilities arising from financing activities

Consolidated	Bank loans CU'000	Convertible notes CU'000	Lease liability CU'000	Total CU'000
Balance at 1 January 2021	112,000	2,956	358,977	473,933
Net cash used in financing activities	(94,000)	-	(21,555)	(115,555)
Acquisition of leases	-	-	6,228	6,228
Other changes	-	11	-	11
	<u>18,000</u>	<u>2,967</u>	<u>343,650</u>	<u>364,617</u>
Balance at 31 December 2021	18,000	2,967	343,650	364,617
Net cash from/(used in) financing activities	6,500	-	(25,385)	(18,885)
Acquisition of leases	-	-	5,521	5,521
Other changes	-	11	-	11
	<u>24,500</u>	<u>2,978</u>	<u>323,786</u>	<u>351,264</u>
Balance at 31 December 2022	24,500	2,978	323,786	351,264

## Note 62. Earnings per share

	Consolidated 2022 CU'000	2021 CU'000
<i>Earnings per share for profit from continuing operations</i>		
Profit after income tax	26,130	14,435
Non-controlling interest	(142)	(229)
	<u>25,988</u>	<u>14,206</u>
Profit after income tax attributable to the owners of RSM IFRS Listed Comprehensive Limited	25,988	14,206
Interest savings on convertible notes	158	158
	<u>26,146</u>	<u>14,364</u>
Profit after income tax attributable to the owners of RSM IFRS Listed Comprehensive Limited used in calculating diluted earnings per share	26,146	14,364
	<b>Cents</b>	<b>Cents</b>
Basic earnings per share	17.69	10.08
Diluted earnings per share	17.64	10.09

## Note 62. Earnings per share (continued)

	Consolidated 2022 CU'000	2021 CU'000
<i>Earnings per share for profit from discontinued operations</i>		
Profit after income tax attributable to the owners of RSM IFRS Listed Comprehensive Limited	1,138	1,314
	<b>Cents</b>	<b>Cents</b>
Basic earnings per share	0.77	0.93
Diluted earnings per share	0.77	0.92
	Consolidated 2022 CU'000	2021 CU'000
<i>Earnings per share for profit</i>		
Profit after income tax	27,268	15,749
Non-controlling interest	(142)	(229)
Profit after income tax attributable to the owners of RSM IFRS Listed Comprehensive Limited	27,126	15,520
Interest savings on convertible notes	158	158
Profit after income tax attributable to the owners of RSM IFRS Listed Comprehensive Limited used in calculating diluted earnings per share	27,284	15,678
	<b>Cents</b>	<b>Cents</b>
Basic earnings per share	18.47	11.01
Diluted earnings per share	18.41	11.02
	<b>Number</b>	<b>Number</b>
<i>Weighted average number of ordinary shares</i>		
Weighted average number of ordinary shares used in calculating basic earnings per share	146,882,904	140,950,685
Adjustments for calculation of diluted earnings per share:		
Options over ordinary shares	565	385
Convertible notes	1,350,000	1,350,000
Weighted average number of ordinary shares used in calculating diluted earnings per share	148,233,469	142,301,070

## Note 63. Share-based payments

On [date], 100,000 shares were issued to key management personnel at an issue price of CU2.50 per share and a total transactional value of CU250,000.

A share option plan has been established by the consolidated entity and approved by shareholders at a general meeting, whereby the consolidated entity may, at the discretion of the Nomination and Remuneration Committee, grant options over ordinary shares in the company to certain key management personnel of the consolidated entity. The options are issued for nil consideration and are granted in accordance with performance guidelines established by the Nomination and Remuneration Committee.

## Note 63. Share-based payments (continued)

Set out below are summaries of options granted under the plan:

### 2022

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/forfeited/other	Balance at the end of the year
01/04/2020	31/03/2022	CU2.50	10,000	-	(10,000)	-	-
01/04/2022	31/03/2026	CU3.00	-	17,500	-	-	17,500
			<u>10,000</u>	<u>17,500</u>	<u>(10,000)</u>	<u>-</u>	<u>17,500</u>
Weighted average exercise price			CU2.50	CU3.00	CU2.50	CU0.00	CU3.00

### 2021

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/forfeited/other	Balance at the end of the year
01/04/2020	31/03/2022	CU2.50	10,000	-	-	-	10,000
			<u>10,000</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>10,000</u>
Weighted average exercise price			CU2.50	CU0.00	CU0.00	CU0.00	CU2.50

Set out below are the options exercisable at the end of the financial year:

Grant date	Expiry date	2022 Number	2021 Number
01/04/2020	31/03/2022	-	10,000
		<u>-</u>	<u>10,000</u>

The weighted average share price during the financial year was CU2.66 (2021: CU2.34).

The weighted average remaining contractual life of options outstanding at the end of the financial year was 3.25 years (2021: 0.25 years).

Options were valued using a Black-Scholes model. For the options granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date are as follows. Inputs were determined using available market data, with estimated volatility being based on previous volatility over the past 24 months:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
01/04/2022	31/03/2026	CU2.61	CU3.00	18.00%	4.75%	5.93%	CU0.489

[This page has intentionally been left blank for the insertion of page one of the independent auditor's report]

[This page has intentionally been left blank for the insertion of page two of the independent auditor's report]