

LAND & HOMES GROUP LIMITED

ABN: 33 090 865 357

APPENDIX 4D**HALF-YEAR REPORT FOR THE PERIOD ENDED 31 DECEMBER 2023****1. Details of the reporting period and the prior corresponding period**

Current period:	1 July 2023 - 31 December 2023
Prior corresponding period:	1 July 2022 - 31 December 2022

2. Results for announcement to the market

	Half-year ended 31 December 2023	Half-year ended 31 December 2022	Up/Down	Change (%)
Revenue from ordinary activities	36,000	36,000	N/A	0%
Loss from ordinary activities after tax	(4,955,828)	(707,075)	Up	601%
Net loss for the period attributable to the owners of Land & Homes Group Limited	(4,955,828)	(707,075)	Up	601%

3. Dividend Information

	Amount per share (cents)	Franked amount per share (cents)
Interim Dividend	-	-
Previous corresponding period	-	-
Record date for determining entitlements to the dividend	N/A	N/A

4. Net Tangible Assets Per Security

	Half-year ended 31 December 2023	30 June 2023
Net tangible assets per security (cents)	2.7895	2.2400

5. Earnings per share

	Half-year ended 31 December 2023	Half-year ended 31 December 2022
Basic and diluted loss per share (cents)	(0.47)	(0.07)

6. Details of entities over which control has been gained or lost

No change in control over entities for the reporting period.

7. Compliance Statement

This report is based on financial statements which have been reviewed by an auditor, a copy of which is attached. The Review report has been modified to include an Emphasis of Matter paragraph.

LAND & HOMES GROUP LIMITED

ABN: 33 090 865 357

**Financial Report For The Half-Year Ended
31 December 2023**

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LAND & HOMES GROUP LIMITED

ABN: 33 090 865 357

Financial Report For The Half-Year Ended 31 December 2023

CONTENTS	Page
Directors' Report	1
Auditor's Independence Declaration	2
Consolidated Statement of Profit or Loss and Other Comprehensive Income	3
Consolidated Statement of Financial Position	4
Consolidated Statement of Changes in Equity	5
Consolidated Statement of Cash Flows	6
Notes to the Financial Statements	7
Directors' Declaration	12
Independent Auditor's Report	13

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LAND & HOMES GROUP LIMITED
ABN: 33 090 865 357
DIRECTORS' REPORT

The Directors present their report on Land & Homes Group Limited ("the Company") and its subsidiaries (referred to hereafter as the "Group"), for the half-year ended 31 December 2023.

General Information

Directors

The names of the Directors of the Group in office during the whole of the half-year and up to the date of this report are:

- Choon Keng (CK) Kho Non-Executive Chairman
- Shawn Chuan Chi Kao Independent Non-Executive Director
- Kwee Jee Lee Independent Non-Executive Director
- Kim Huat Koh Independent Non-Executive Director
- Charles Chow Cher Lim Non-Executive Director
- Grant Archibald Independent Non-Executive Director (Resigned 15 January 2024)
- Peter Henry Mackinlay Independent Non-Executive Director / Deputy Chairman (Resigned 12 September 2023)

The directors have been in office since the start of the financial year to the date of this report.

Company Secretary

- Andrew Draffin

Principal activities and significant changes in nature of activities

The principal activity of the Group is to develop quality, medium to high-density residential apartments initially focusing in the city of Brisbane.

Review of operations and operating results

The Land & Homes Group's business strategy is focused on property investment and multi-purpose property development in Australia. The Group's preferred property development model is to develop quality, medium to high density residential apartments in South East Queensland, focussing initially on Brisbane. The residential developments are to be in attractive, convenient locations of the inner Brisbane area suitable for a balance of both investors and owner occupiers.

The Barry Parade project is well placed in terms of its location and its product offering and is being positioned predominantly for the national and local market to meet the anticipated demand. The long-term economic forecast for Brisbane and SE Queensland is generally positive with established strong population inflow and projected housing stock shortages.

Nevertheless, the cost of new production impact has meant that significant product pricing adjustments will be required and this will take a period for the market to absorb. Encouragingly, the medium price for apartments and housing in Brisbane has increased substantially over the past year and is expected to continue the trend as housing stock shortage becomes more acute.

On the other hand, in view of the material increase in construction costs with no clear indication when they will materially reduce, the Company has also started to re-evaluate all options in relation to the project.

The Company continues to reduce costs where it can, however a high level of fixed costs are incurred on a month to month basis, largely finance costs. Initial modelling for the project anticipated that construction would have commenced some time ago therefore the Company has been burdened with the ongoing holding costs.

On the back of the prevailing economic climate the Company secured a further extension to the Term Loan Facility with United Overseas Bank. The extension was granted together with an increase in the total facility to \$18mil, a \$1.8mil increase on the previous facility.

The Company anticipates making a decision on the future of the project and will provide further updates as they develop.

The loss after income tax of the Group for the period amounted to \$4,955,828. (31 December 2022: loss of \$707,075)

Financial position

The net asset deficit of the Group at 31 December 2023 are \$5,357,368. (30 June 2023: net asset deficit of \$401,540).

During the reporting period, the Group increased its borrowing facility with UOB by \$1.8m. The total facility is now \$18.8m. The loan is now due 30 November 2024.

Events after the end of the reporting period

There are no events subsequent to reporting period at the date of this report.

Significant changes in state of affairs

There have been no significant changes in the state of affairs of the Group during the financial period.

Auditor's Independence Declaration

A copy of the auditor's independence declaration in accordance with Section 307C of the Corporations Act 2001 is included on page 2 of the interim financial report.

This report is signed in accordance with a resolution of the Board of Directors



Mr Choon Keng (CK) Kho
Dated: 29 February 2024

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Land and Homes Group Limited
ABN: 33 090 865 357

**Lead Auditor's Independence Declaration under
Section 307C of the Corporations Act 2001 to the Directors
of Land and Homes Group Limited**

I declare that, to the best of my knowledge and belief, in relation to the review for the half-year ended 31 December 2023, there have been:

- i. No contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- ii. No contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Land and Homes Group Limited and the entities it controlled during the period.

DFK Laurence Varnay Auditors Pty Ltd



Colin Grady
Director

Sydney

Dated: 29th day of February 2024

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Local knowledge. National connections. Global reach.



DFK Laurence Varnay is a member of DFK International, a worldwide association of independent accounting firms and business advisers. Our DFK membership means that we can assist you with expanding your business overseas by networking with other member firms. You can have the essential combination of global reach and local knowledge. Liability Limited by a scheme approved under Professional Standards Legislation.

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LAND & HOMES GROUP LIMITED

ABN: 33 090 865 357

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 31 DECEMBER 2023**

	Consolidated Group	
	31 December 2023	31 December 2022
Note	\$	\$
Revenue		
Rental income	36,000	36,000
Other income	7,365	2,456
Total Revenue	<u>43,365</u>	<u>38,456</u>
Expenses		
Employee benefits expense	(90,402)	(167,279)
Professional fees	(68,211)	(51,734)
Share registry expenses	(6,258)	(3,205)
Insurance	(29,809)	(28,596)
Impairment expense	4 (4,211,246)	-
Other expenses	(11,686)	(127,572)
Travel expenses	(11,398)	(40,078)
Total expenses	<u>(4,429,010)</u>	<u>(418,464)</u>
Loss before financial costs and income tax	<u>(4,385,645)</u>	<u>(380,008)</u>
Finance costs	(570,183)	(327,067)
Loss before income tax	<u>(4,955,828)</u>	<u>(707,075)</u>
Income tax expense	-	-
Loss for the financial period	<u>(4,955,828)</u>	<u>(707,075)</u>
Other comprehensive income	-	-
Total comprehensive loss	<u>(4,955,828)</u>	<u>(707,075)</u>
Earnings per share		
Basic and diluted loss per share (cents)	3 (0.47)	(0.07)

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The accompanying notes form part of these financial statements.

LAND & HOMES GROUP LIMITED
 ABN: 33 090 865 357
 CONSOLIDATED STATEMENT OF FINANCIAL POSITION
 AS AT 31 DECEMBER 2023

	Note	Consolidated Group	
		31 December 2023	30 June 2023
		\$	\$
Assets			
Current Assets			
Cash and cash equivalents		611,788	858,795
Trade and other receivables		7,589	7,881
Other assets		153,658	152,732
Total Current Assets		<u>773,035</u>	<u>1,019,408</u>
Non-Current Assets			
Inventories	4	28,500,000	31,725,820
Total Non-Current Assets		<u>28,500,000</u>	<u>31,725,820</u>
Total Assets		<u>29,273,035</u>	<u>32,745,228</u>
Liabilities			
Current Liabilities			
Trade and other payables		4,466,875	3,514,982
Borrowings	6	27,088,528	25,193,786
Total Current Liabilities		<u>31,555,403</u>	<u>28,708,768</u>
Non-Current Liabilities			
Borrowings	6	3,075,000	4,438,000
Total Non-Current Liabilities		<u>3,075,000</u>	<u>4,438,000</u>
Total Liabilities		<u>34,630,403</u>	<u>33,146,768</u>
Net Assets		<u>(5,357,368)</u>	<u>(401,540)</u>
Equity			
Issued capital	7	69,078,509	69,078,509
Accumulated losses		(74,435,877)	(69,480,049)
Total Equity		<u>(5,357,368)</u>	<u>(401,540)</u>

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LAND & HOMES GROUP LIMITED
ABN: 33 090 865 357
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 DECEMBER 2023

	Ordinary Shares	Accumulated Losses	Total
	\$	\$	\$
Consolidated Group			
Balance at 1 July 2022	69,078,509	(68,347,881)	730,628
Comprehensive income			
Loss for the period	-	(707,075)	(707,075)
Total comprehensive income for the period	-	(707,075)	(707,075)
Balance at 31 December 2022	<u>69,078,509</u>	<u>(69,054,956)</u>	<u>23,553</u>
Balance at 1 July 2023	69,078,509	(69,480,049)	(401,540)
Comprehensive income			
Loss for the period	-	(4,955,828)	(4,955,828)
Total comprehensive income for the period	-	(4,955,828)	(4,955,828)
Balance at 31 December 2023	<u>69,078,509</u>	<u>(74,435,877)</u>	<u>(5,357,368)</u>

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LAND & HOMES GROUP LIMITED
ABN: 33 090 865 357
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2023

	Consolidated Group	
	31 December 2023	31 December 2022
	\$	\$
Cash Flows from Operating Activities		
Receipts from customers	36,000	36,000
Payments to suppliers and employees	(157,786)	(296,907)
Interest received	7,365	2,456
Finance costs	(264,006)	(455,669)
Payments for land and development	(176,650)	(569,119)
Net cash (used in) operating activities	<u>(555,077)</u>	<u>(1,283,239)</u>
Cash Flows from Financing Activities		
Proceeds from borrowings - related parties	174,970	-
Proceeds from borrowings - external parties	218,100	-
Repayment of borrowings - related parties	(85,000)	-
Net cash provided by (used in) financing activities	<u>308,070</u>	<u>-</u>
Net decrease in cash held	(247,007)	(1,283,239)
Cash and cash equivalents at beginning of financial year	858,795	2,569,509
Cash and cash equivalents at end of financial year	<u><u>611,788</u></u>	<u><u>1,286,270</u></u>

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The accompanying notes form part of these financial statements.

LAND & HOMES GROUP LIMITED
ABN: 33 090 865 357
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2023

These consolidated financial statements and notes represent those of Land & Homes Group Limited and Controlled Entities (the "consolidated group" or "group").

The financial statements were authorised for issue on 29 February 2024 by the directors of the company.

Note 1 Summary of Significant Accounting Policies

Statement of compliance

The half-year financial report is a general purpose financial report prepared in accordance with the Corporations Act 2001 and AASB 134 'Interim Financial Reporting'. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'. The half-year financial report does not include all the notes of the type usually included in the annual financial report. It is therefore recommended that this financial report be read in conjunction with the financial report for the year ended 30 June 2023 and any public announcements made by the Company since 30 June 2023 in accordance with continuous disclosure obligations arising under the Corporations Act 2001.

Basis of Preparation

These general purpose financial statements for the interim half-year reporting period ended 31 December 2023 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2023 and any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001. The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

Except for cash flow information, the financial statements have been prepared on an accrual basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

(a) Going Concern

The financial statements have been prepared on a going concern basis which contemplates the realisation of assets and settlement of liabilities in the ordinary course of business. For the half-year ended 31 December 2023, the Group made a loss of \$4,955,828 (31 December 2022: loss of \$707,075) and had net current liabilities at 31 December 2023 of \$30,782,368 (30 June 2023: net current liabilities of \$27,689,360).

The ability of the Group to continue as a going concern is principally dependent upon the ability of the Group to secure funds by raising capital from equity and debt markets. These conditions indicate a material uncertainty that may cast a significant doubt on the Group's ability to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities in the normal course of business.

Should the Group be unable to continue as a going concern, it may be required to realise its assets and discharge its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or to the amount and classification of liabilities that might result, should the Group be unable to continue as a going concern and meet its debts as and when they fall due.

Khosland Management Pte Ltd (Koshland) a related party of Mr CK Kho had advanced \$585,000 as a loan in June 2023 to the Company for operational capital. Whilst the loan is repayable at call, the Company has received written assertions that Koshland, a related party of the Company, will endeavour to support the Company to the extent necessary to ensure that the Company will be able to continue to fund ongoing operations and meet its liabilities as and when they fall due.

(b) New, revised or amending Accounting Standards and Interpretations adopted

The company has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Any significant impact on the accounting policies of the company from the adoption of these Accounting Standards and Interpretations have been considered. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the company.

Note 2 Dividends

No dividends have been paid or declared during the financial period.

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LAND & HOMES GROUP LIMITED
ABN: 33 090 865 357
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2023

Note 3 Earnings per Share

	Group	
	31 December 2023	31 December 2022
	\$	\$
(a) Reconciliation of losses to profit or loss		
Loss from continuing operations	(4,955,828)	(707,075)
Losses used in the calculation of basic and dilutive EPS	<u>(4,955,828)</u>	<u>(707,075)</u>
	No.	No.
(b) Weighted average number of ordinary shares outstanding during the year used in calculating basic EPS	1,049,389,287	1,049,389,287
Weighted average number of ordinary shares outstanding during the year used in calculating dilutive EPS	<u>1,049,389,287</u>	<u>1,049,389,287</u>
Losses per share		
From continuing operations:		
Basic and diluted losses per share (cents)	(0.47)	(0.07)

Note 4 Inventories

	Note	Group	
		31 December 2023	30 June 2023
		\$	\$
Non-Current			
Property held for resale			
Land held for sale		21,319,234	21,319,234
Capitalised Development Costs		11,392,012	10,406,586
Less: Impairment expense		(4,211,246)	-
Aggregate Carrying Costs		<u>28,500,000</u>	<u>31,725,820</u>

During the financial period, \$985,426 (30 June 2023: \$2,486,132) was spent on development costs of the property which has been capitalised.

In December 2023, the Company started re-evaluating its options in relation to the development of the property. While there is uncertainty around construction start date, the Company has impaired development costs by \$4,211,246 to meet the independent valuation report that was provided to secure the latest loan extension in November 2023, as announced.

This property held as inventory, located at 100 Barry Parade, Brisbane is pledged as security with United Overseas Bank Ltd. (Refer to Note 6 - Borrowings and Note 10 - Related Party Transactions for further information.)

Note 5 Interests in Subsidiaries

(a) **Information about Principal Subsidiaries**

The subsidiaries listed below have share capital consisting solely of ordinary shares which are held directly by the Group. The proportion of ownership interests held equals the voting rights held by the Group. Each subsidiary's principal place of business is also its country of incorporation.

Name of subsidiary	Principal place of business	Ownership interest held by the Group	
		31 December 2023	30 June 2023
Land & Homes Investment Pty Ltd	Australia	100%	100%
Brisbane Land Holdings Pty Ltd	Australia	100%	100%
BLH Wharf Pty Ltd	Australia	100%	100%

Subsidiary financial statements used in the preparation of these consolidated financial statements have also been prepared as at the same reporting date as the Group's financial statements.

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LAND & HOMES GROUP LIMITED
ABN: 33 090 865 357
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2023

Note 6 Borrowings

	Note	Group	
		31 December 2023	30 June 2023
		\$	\$
Current			
Unsecured			
Loan from Related Party Shareholder ¹		2,151,537	2,008,154
Convertible Note - Class A ²		6,712,594	5,349,594
Convertible Note - Class B ³		895,210	836,038
		<u>9,759,341</u>	<u>8,193,786</u>
Secured			
Bank loans ⁴		17,329,187	17,000,000
		<u>17,329,187</u>	<u>17,000,000</u>
Total current borrowings		<u>27,088,528</u>	<u>25,193,786</u>
Non-Current			
Unsecured			
Convertible Note - Class A ²		3,075,000	4,438,000
		<u>3,075,000</u>	<u>4,438,000</u>
Total non-current borrowings		<u>3,075,000</u>	<u>4,438,000</u>
Total Borrowings			
Current		27,088,528	25,193,786
Non-Current		3,075,000	4,438,000
Total non-current borrowings		<u>30,163,528</u>	<u>29,631,786</u>

¹ The loan from SLH Corporation Pte Ltd (SLH) (primary loan) is interest bearing and unsecured and provides for a total facility of \$1 million (initial principal) Singapore dollars to the Group for its overhead expenses. On 22 November 2018, SLH Corporation Pte Ltd (SLH) assigned the loan to Khosland Management Pte Ltd, a related party of Mr CK Kho. The term of the loan expired 31 December 2019 with the loan now repayable at call and attracting interest of 7% per annum which has been compounded on the initial principal. In addition, Khosland Management Pte Ltd advanced a further \$585,000 in June 2023 and \$174,970 during the six months ended 31 December 2023 to the Company on the same terms and conditions as the primary loan, 7% interest per annum and repayable at call. Whilst the loans are repayable at call, the Company has received written assertions that the lender, a related party of the Company, will not call on the loan unless the Company has sufficient cashflow.

The Convertible Notes each have a face value of \$0.02 and are unsecured. The Group has the right to redeem the Notes by paying the full-face value together with all accrued but unpaid interest (net of any withholding tax) in full at any time after 30 months following the date of issue, subject to giving each Noteholder not less than 21 days' notice in writing.

Unless earlier converted, the face value of each Note will be repaid in Australian dollars without counterclaim on the fifth anniversary of its date of issue, or on the date that is nine months from the date of issue if shareholder approval is not obtained to the convertibility of the Note as required under the terms of the agreement. The notes are classified as current on this basis.

² The Convertible Note - Class A have a term of 5 years with interest of 9% per annum payable at the end of each quarter, and on conversion or redemption. There are various repayment dates and as at 30 June 2023, \$5,349,594 (2022: \$693,350) is now payable. The Company is in the process of renegotiating an extension of these convertible notes and are also in the process of seeking conversions of a portion of the convertible notes.

³ The Convertible Note - Class B have a term of 5 years with interest of 13.8% per annum payable at the end of each quarter, and on conversion or redemption.

⁴ The loans from United Overseas Bank were entered into on 31 October 2016 for the purpose of buying 100 Barry Parade, Brisbane property (\$14,000,000) and on 18 March 2022, the loan was subsequently increased to \$17,000,000. During the reporting period, the loan facility was increased to \$18,800,000. The loan is subject to an interest margin of 2.0% per annum over and above the relevant period Bank Bill Swap Reference Rate and are due for repayment on 30 November 2024.

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LAND & HOMES GROUP LIMITED
ABN: 33 090 865 357
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2023

Note 7 Issued Capital

	Group	
	31 December 2023	30 June 2023
	\$	\$
1,049,389,287 (30 June 2023: 1,049,389,287) Fully Paid Ordinary Shares	69,078,509	69,078,509
	<u>69,078,509</u>	<u>69,078,509</u>

The Group has authorised share capital amounting to 1,049,389,287 ordinary shares.

	Group	
(a) Ordinary Shares	31 December 2023	30 June 2023
	No.	No.
At the beginning of the reporting period	1,049,389,287	1,049,389,287
At the end of the reporting period	<u>1,049,389,287</u>	<u>1,049,389,287</u>

Ordinary shareholders participate in dividends and the proceeds on winding-up of the parent entity in proportion to the number of shares held. At the shareholders' meetings each ordinary share is entitled to one vote when a poll is called; otherwise each shareholder has one vote on a show of hands.

Note 8 Operating Segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the chief operating decision makers in assessing performance and determining the allocation of resources.

Operating segments are determined on the basis of financial information reported to the Board which is at the consolidated entity level.

Management currently identified the consolidated entity as having only one operating segment, being the acquisition of prime sites for project development into quality residential, commercial and mixed-used apartments. Accordingly, all significant operating decisions are based upon analysis of the consolidated entity as one segment. The financial results from the segment are equivalent to the financial statements of the Group.

Note 9 Events After the Reporting Period

There are no events subsequent to reporting period at the date of this report.

Note 10 Related Party Transactions

(a) Transactions with related parties:

The following balances were outstanding at the end of the period in relation to transactions with related parties:

	Group	
	31 December 2023	30 June 2023
	\$	\$
i. Loans from related parties		
Beginning of the reporting period	2,008,154	1,291,975
Additional loan drawn down	174,970	585,000
Loan repayment	(86,251)	(66,667)
Interest charged	74,272	98,170
Movement in foreign currency	(19,608)	99,676
End of the reporting period	<u>2,151,537</u>	<u>2,008,154</u>

(b) Amounts due to related parties

	Group	
	31 December 2023	30 June 2023
	\$	\$
Mr Choon Keng (CK) Kho	117,500	110,000
Mr Charles Chow Cher Lim	39,167	36,667
	<u>156,667</u>	<u>207,500</u>

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LAND & HOMES GROUP LIMITED
ABN: 33 090 865 357
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2023

Note 11 Contingent Liabilities and Contingent Assets

The Group did not have any contingent assets as at 31 December 2023. (30 June 2023: Nil)

These financial Statements disclose a liability to a Director related entity in the amount of \$225,744. The amount owed to the Director related entity is in dispute. The Director related entity claims that the amount due is \$1,330,318. The Director related entity believes that it is entitled to be paid management fees. No written management agreement exists between the Company and the Director related entity or any other entity and accordingly, the majority of Directors do not believe that the company has any obligation to pay the management fees claimed by the Director related entity.

In the event of any legal claim arising from the Director related entity in the future, the majority of the Board are of the view that such a claim would be fully contested.

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LAND & HOMES GROUP LIMITED
ABN: 33 090 865 357
DIRECTORS' DECLARATION

The directors of the Company declare that:

1. the financial statements and notes, as set out on pages 3 to 11, are in accordance with the Corporations Act 2001 and:
 - (a) comply with Australian Accounting Standards applicable to the entity, which, as stated in accounting policy Note 1 to the financial statements, constitutes compliance with International Financial Reporting Standards; and
 - (b) give a true and fair view of the financial position as at 31 December 2023 and of the performance for the half-year ended on that date of the consolidated group;
2. in the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable; and



Director **Mr Choon Keng (CK) Kho**
Dated this 29 February 2024

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Independent Auditor's Review Report to the Members of Land & Homes Group Limited

Report on the Half Year Financial Report

Conclusion

We have reviewed the accompanying **Half-year Financial Report** of Land & Homes Group Limited (the company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2023, the consolidated statement of profit or loss and other comprehensive income for the half-year ended 31 December 2023, consolidated statement of changes in equity and consolidated statement of cash flows for the half year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the Half-year Financial Report of Land & Homes Group Limited is not in accordance with the *Corporations Act 2001*, including:

- giving a true and fair view of the Group's financial position as at 31 December 2023 and of its performance for the Half-year ended on that date; and
- complying with *Australian Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001*.

Basis for conclusion

We conducted our review in accordance with Auditing Standard on Review Engagement ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the Auditor's responsibilities for the review of the half-year financial report section of our report.

We are independent of the Group in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to the audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Emphasis of Matters

Material Uncertainty Relating to Going Concern

We draw attention to Note 1(a) in the Half-year Financial Report, which indicates that the ability of the Group to continue as a going concern is dependent upon the future successful raising of necessary funding through debt and equity. This condition, along with other matters as set out in Note 1(a) indicate the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern and therefore, the Group may be unable to realise its assets and discharge its liabilities in the normal course of business.

Other Emphasis of Matters

We also refer to the Director's report. Following the resignation of Mr Grant Archibald on 15 January 2024, the Board is in the process of recruiting a replacement local director to enable the company to comply with the Corporations Act 2001 requirement to have a minimum of 2 local directors. Until such time the parent company is in breach of the Corporations Act 2001.

We finally also draw attention to Note 11 pertaining to contingent liabilities. In the event of any legal claim arising from the director related entity in the future, the majority of the Board is of the view that such claim will be fully contested.

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Independent Auditor's Review Report to the Members of Land & Homes Group Limited

Directors' Responsibility for the Half-year Financial Report

The Directors of the Company are responsible for:-

- the preparation of the Half-year Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*; and
- for such internal control as the Directors determine is necessary to enable the preparation of the Half-year Financial Report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility for the Review of the Half-year Financial Report


Our responsibility is to express a conclusion on the Half-year Financial Report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2023 and of its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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

Independence

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

DFK Laurence Varnay Auditors Pty Ltd



Colin Grady

Director

Sydney, 29 February 2024

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