ORH Limited
and Controlled Entities
ABN 57 077 398 826

Annual Financial Report

FOR THE YEAR ENDED 30 JUNE 2019

Contents

Corporate Directory

Directors

Domenic Martino	- Non-Executive Chairman
Boelio Muliadi	- Non-Executive Director
Jamie Detata	- Executive Director
Jackob Tsaban	- Executive Director

Company Secretary
Louisa Youens

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DM Advisory Services
3/35 Tamara Dr
Cockburn Central WA 6164

Directors' Report

The directors present their report, together with the financial statements on the consolidated entity consisting of ORH Limited (herein referred to as the "Company", "ORH" or "the parent entity") and the entities it controlled (the "Group") for the year ended 30 June 2019.

Directors

The following persons were directors of the Company during the financial year and until the date of this report:

Name	Date of Appointment
Domenic Martino	7 May 2009
Jamie Detata	25 March 2010
Jackob Tsaban	19 December 2013
Boelio Muliadi	23 April 2015

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

Meetings of Directors

The number of directors' meetings during the financial year and the number of meetings attended by each director during the financial year are:

	Board Meetings	
Director	Number eligible to attend	Number attended
Domenic Martino	2	2
Jamie Detata	2	2
Jackob Tsaban	2	2
Boelio Muliadi	2	-

Information on Directors

Details of the qualifications and experience of the directors of the Company at the date of this report are set out below:

Mr Domenic Martino - Non-Executive Director

Mr Martino is a Chartered Accountant and an experienced director of ASX listed companies. Previously CEO of Deloitte Touch Tohmatsu in Australia, he has significant experience in the development of "micro-cap" companies.

Mr Martino is a key player in the re-birth of a broad Grouping of ASX companies including Cokal Limited, Pan Asia Corporation Limited, Clean Global Energy Limited (renamed Citation Resources Ltd) and NuEnergy Capital Limited. He has a strong reputation in China, with a lengthy track record of operating in Papua New Guinea (PNG) and Indonesia, where he has successfully closed key energy and resources deals with key local players. He has a proven track record in capital raisings across a range of markets.

Mr Martino was a recipient of the Centenary Medal 2003 for his service to Australian society through business and the arts.

During the past three years Mr Martino held the following directorships in other ASX listed companies:
Australasian Resources Ltd (27 November 2003-Current), Citation Resources Ltd (9 October 2009-13 December 2012), Cokal Ltd (24 December 2010-Current), South Pacific Resources Limited (3 August 2012-Current), MUI Corporation Limited (19 December 2013 – Current), Pan Asia Corporation Ltd (24 December 2010-Current) and Synergy Plus Limited (7 July 2006-Current).

Directors' Report (Continued)

Information on Directors (continued)

Mr Jamie Detata - Executive Director

Mr Detata has had extensive senior management experience in the earthmoving and mining sector over the past 25 years and is employed as the General Manager of ORH's operating subsidiaries ORH Trucks Solutions Pty Ltd and ORH Distribution Pty Ltd.

Mr Jackob Tsaban - Executive Director

Mr Tsaban is a qualified chartered accountant. He moved from Israel to Australia in 2007 and was appointed as the Chief Financial Officer for the ORH Group on 18 November 2011.

During the past three years Mr Tsaban held the following directorships in other ASX listed companies:
Non-Executive Director of South East Asia Resources Limited (18 October 2013 – 28 December 2017).

Mr Boelio Muliadi - Non-Executive Director (Appointed 23 April 2015)

Mr. Muliadi is a resident of Indonesia and has a degree in Business Administration and Finance from the University of Washington, Seattle USA. Mr. Muliadi has had a diverse career, which has included businesses in the property development, retail chain, manufacturing, food and beverage, aircraft leasing, agricultural and healthcare industries.

Mr. Muliadi is a Director of Indonesia Stock Exchange listed Company PT. Cakra Mineral Tbk. PT Cakra Mineral Tbk is a manufacturer and exporter of iron ore and metal zircon sand. The Company has integrated mining business segments ranging from exploration, mining and processing to marketing.

Mr Muliadi has extensive experience and business contacts in China and has engineered a number of commercial joint ventures with Chinese enterprises on behalf of PT. Cakra Mineral Tbk. He will bring the benefit of these relationships to ORH and assist with ORH's expansion of its product line and customer base.

Louisa Youens - Company Secretary

Ms Youens provides Company secretarial and accounting services through Transaction Services Pty Ltd. Prior to this she was the Chief Financial Officer of a private Company during its stage of seeking investor financing.

Ms Youens previously worked for a corporate finance Company, assisting with Company compliance (ASIC and ASX) and capital raisings. She also has experience working for a government organisation in its Business Development division where she performed reviews of business opportunities and prepared business case documents seeking Government funding.

Ms Youens previously worked for a major accounting firm in Perth, London and Sydney where she provided corporate advisory services, predominantly on IPOs and mergers and acquisitions and also performed due diligence reviews. She has a Bachelor of Commerce from the University of Western Australia, is a member of Chartered Accountants Australia and New Zealand and a member of the Financial Services Institute of Australasia (FINSIA).

Directors' Report (Continued)

Directors' Equity Holdings

As at 30 June 2019, the interests of the Directors in the equity of the Company are as follows:

Name	Opening Balance 1 July 2019	Acquired during the period	Disposed of during the period	Closing Balance 30 June 2019
DV Martino [1]				
Ordinary Shares	37,620,385	-	-	37,620,385
JL Detata [2]				
Ordinary Shares	25,180,456	-	-	25,180,456
J Tsaban				
Ordinary Shares	-	-	-	-
B Muliadi [3]				
Ordinary Shares	87,500,000	-	-	87,500,000
Total Ordinary Shares	150,300,841	-	-	150,300,841

Notes to Table

The information below reflects the indirect and direct holdings of the directors of ORH Limited as at 30 June 2019.

1. Mr Martino holds 412,501 securities directly as at 30 June 2019. Mr Martino has indirect interests in shares of the Company via Indian West Pty Ltd, a Company of which Mr Martino is the sole director and shareholder, which holds 6,033,188 Fully Paid Ordinary Shares (3,016,594 of which are held on trust for the Sydney Investment Trust), Impact Nominees Pty Ltd, a Company controlled by Mr Martino, which holds 28,873,338 Fully Paid Ordinary Shares, Domenal Enterprises Pty Ltd, a Company controlled by Mr Martino, which holds 540,000 Fully Paid Ordinary Shares and Fanucci Pty Ltd as trustee for the Fanucci Trust, of which Mr Martino's wife is a beneficiary, which holds 1,761,358 Fully Paid Ordinary Shares.

2. Mr Detata holds 24,186,667 Fully Paid Ordinary Shares in the Company. He is a director and shareholder of Blazeway Holdings which holds a total of 993,789 ordinary shares in the Company.

3. Mr Muliadi was appointed on 23 April 2015 and consequently his opening balance of Fully Paid Ordinary Shares held is as at that date. Mr Muliadi holds 62,500,000 shares through his Company Lanesborough Investment Pte Ltd and 25,000,000 shares through Aspire Horizon Limited.

Principal Activities

The Group includes an industrial services company that provides design and manufacturing of service trucks, water carts, tipper trucks and other trucks per customers' requirements for the mining and construction and waste management industries and a dealership for used trucks sales.

No significant change in the nature of these activities occurred during the financial year.

Directors' Report (Continued)

Review of Operations

The Group focuses on the design and manufacture of specialised vehicles, particularly for the mining and construction industries. The Group generates revenue from:

- Designing, manufacturing and selling trucks, carts and specialised vehicles;
- Selling spare parts.
- Servicing and refurbishment of vehicles; and
- Sale of used trucks.

The consolidated profit of the Group for the financial year, after providing for income tax, amounted to $1,256,513 (2018: loss $687,229).

The financial year EBITDA is a profit of $1,673,653 compared to a loss of EBITDA $1,164,689 in the prior year. The increase in revenues for the year is a result of improved trading and market conditions compared with 2018 and this has resulted in a significant improvement in gross margin value on the sale of products which increased from $4,158,191 in 2018 to 8,189,018 in 2019. The increase in the corporate administrative costs from $5,548,109 in 2018 to $7,062,932 in 2019, is a result of the increase in activities.

The results from ongoing business, excluding the research and development incentive, are as follows:

	2019	**2018**
	$	**$**
Sales revenue	29,449,913	16,561,548
Gross margin	8,189,018	4,158,192
EBITDA	1,673,653	(358,977)
Profit/(loss) before income tax	1,256,513	(687,229)

The Group's financial position has improved during the current financial year, with total net liabilities of $4,559,129 (2018: net liabilities of $5,815,643).

Dividends

No dividends were paid or declared for payment during the financial year.

Significant Changes in State of Affairs

In the opinion of the directors, there were no significant changes in the state of affairs of the Group that occurred during the financial year under review not otherwise disclosed in the Directors' Report or the accompanying financial statements.

There were no other significant changes in the state of affairs of the Group during the financial year.

Directors' Report (Continued)

Events Subsequent to Reporting Date

On 7 August 2019 a fire broke out in the Hazelmere Assembly workshop, causing significant damage resulting in the Company seek a temporary replacement workshop. All damages were fully insured.

Apart from the above mentioned, no matter or circumstance has arisen since 30 June 2018 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.

Likely Developments and Expected Results

Disclosure of information regarding likely developments in the operations of the Group in future financial years and the expected results of those operations is likely to result in unreasonable prejudice to the Group. Therefore, this information should be treated as expectation only.

The Group constantly works to enhance its offering to its customers by launching new products into the market, which complies with changes in standards and demand by customers. The Group is also continually developing arrangements with suppliers or supplementing its product lines. Diversifying the Group's product line provides additional sources of revenue and profitability. In addition, sales of the Group's products result in follow-on sales opportunities, by servicing the trucks sold, refurbishing old trucks and replacing trucks.

During the next and coming financial years, the Group will be focusing on the following plans:

- Expanding its product portfolio offering to the existing industries it is working with, in order to increase its market share and penetration, relying on its high quality products.
- Expand its market to other industries that might have the need for the Group's products.
- Explore entering into new business niches that are related to its core activity of trucks manufacturing.
- Explore entering into distributing new product lines in Australia.
- Increase its market share in the used trucks sales segment.

Environmental Regulation

The Group is not subject to any significant environmental registration under Australian Commonwealth or State law.

Indemnifying Officers or Auditor

The Company has indemnified the directors and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the directors and executives of the Company against a liability to the extent permitted by the *Corporations Act 2001*. The contract of insurance prohibits disclosure of the nature of liability and the amount of the premium.

The Company has not, during or since the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on behalf of the Company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Directors' Report (Continued)

Remuneration Report (audited)

This report details the nature and amount of remuneration for directors and executives of ORH Limited.

The remuneration report is set out under the following main headings:

A. Principles used to determine the nature and amount of remuneration
B. Share-based payments
C. Details of remuneration
D. Additional information

A. Principles Used to Determine the Nature and Amount of Remuneration

Key management personnel have authority and responsibility for planning, directing and controlling the activities of the Group. Key management personnel comprise the directors of the Company. The performance of the Group depends upon the quality of its key management personnel. To prosper the Group must attract, motivate and retain appropriately skilled directors and executives.

The Company's broad remuneration policy is to ensure the remuneration package properly reflects the person's duties and responsibilities and that remuneration is competitive in attracting, retaining and motivating people of the highest quality.

During the year the small size of the Company required that the Board determined and implemented the remuneration policy for directors and executives having regard to individual performance, relevant comparative information, and if thought appropriate, independent expert advice. A remuneration consultant has not been employed by the Company to provide recommendations in respect of remuneration, given the size of the Group and its structure.

As well as base salary, remuneration may include retirement and termination entitlements and fringe benefits. The Board sets quantitative and qualitative objectives to be achieved by the Executive Director. These objectives will be linked to and be consistent with the Company's strategic objectives and will be tied to the "at-risk" component of the executives' remuneration.

Remuneration of non-executive directors is recommended by the Board within the limits approved by the shareholders from time to time.

The Executive Director and Chief Financial Officer may be invited to attend meetings of the Board when discussing remuneration from time to time but neither may take part in any discussions regarding their own remuneration.

Remuneration Structure

In accordance with best practice Corporate Governance, the structure of non-executive director and executive remuneration is separate and distinct.

There are no formal agreements with Directors. Directors are paid on a month to month basis. Mr Detata and Mr Tsaban are paid via director-related entities. Mr Martino is paid directly and their remuneration includes superannuation.

Executive Director Remuneration

Remuneration of the executive directors consists of fixed remuneration and variable remuneration (comprising short-term and long-term incentive schemes).

<u>Fixed remuneration</u>

Fixed remuneration is reviewed annually by the Board. The process consists of a review of relevant comparative remuneration in the market and internally, individual performance and, where appropriate, external advice on policies and practices. The Board has access to external, independent advice where necessary.

Directors' Report (Continued)

Remuneration Report (audited) (continued)

Executive Director Remuneration (continued)

Variable remuneration

Short-Term Incentive

The objective of the short-term incentives ('STI') is to link the achievement of the Group's operational targets with the remuneration received by the executives charged with meeting those targets. These targets are reviewed annually by the Board.

Long-Term Incentive

The long-term incentives ('LTI') include long service leave and equity-based payments. Options are awarded to executives over a period of three years based on long-term incentive measures. These include increase in the volume of products sold in the market and increase in profitability. No options have been issued since the 2014 financial year.

Executive director remuneration

Mr Detata's employment with the Company is on a month to month basis at a base salary of $266,000 for the financial year (2018: $218,000). In addition, Mr Detata receives a cash bonus based on performance criteria set by the Board, which are based on achieving EBIDTA targets, with a minimum bonus of $120,000. For the financial year this cash bonus totalled $nil (2018: $nil).

Mr Tsaban is a director and Chief Financial Officer of the Company and accrues fees on a month to month basis through his personal Company at $180,000 for the financial year (2018: $120,000).

Non-Executive Director Remuneration

The Board seeks to set non-executive director aggregate remuneration at a level that provides the Company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost that is acceptable to shareholders.

The ASX Listing Rules specify that the aggregate remuneration of non-executive directors shall be determined from time to time by a general meeting. The latest determination was at the Annual General Meeting held on 28 November 2013 when shareholder approved an aggregate remuneration of $600,000 per year.

The Board has determined the fee structure for non-executive directors as set out below.

Position	Fee
Chairman of the Board	$120,000
Non-Executive Director	$60,000

The amount of aggregate remuneration sought to be approved by shareholders and the manner in which it is apportioned amongst the directors is reviewed annually. The Board considers advice from external advisors (if required) as well as the fees paid to non-executive directors of comparable companies when undertaking the annual review process.

Mr Martino accrues fees on a month to month basis at $120,000 plus superannuation for the financial year (2017: $120,000).

Mr Muliadi was appointed on 23 April 2015. His director fees and their commencement has not been resolved by the board up to the date of this report.

There are currently no senior executives employed by the Company.

B. Share-Based Payments

No shares were issued on the exercise of compensation options during the financial year (2018: Nil).

Directors' Report (Continued)

Remuneration Report (audited) (continued)

C. Details of Remuneration

Details of Remuneration for the year ended 30 June 2019 (audited)

	Short-Term		Post-Employment	Share-Based Payments	
	Cash Salary & Fees	Cash Bonus	Super-annuation	Equity-settled	Total
	$	$	$	$	$
Non-Executive Directors:					
Domenic Martino	120,000	-	11,400	-	131,400
Boelio Muliadi	-	-	-	-	-
Executive Directors:					
Jamie Detata[1]	266,000	-	-	-	266,000
Kobi Tsaban[1]	180,000	-	-	-	180,000
	566,000	**-**	**11,400**	**-**	**577,400**

[1]Payments to Mr Detata and Mr Tsaban paid to their related entities, Blazeway Holdings Pty Ltd and Jackori Consulting

Details of Remuneration for the year ended 30 June 2018 (audited)

	Short-Term		Post-Employment	Share-Based Payments	
	Cash Salary & Fees	Cash Bonus	Super-annuation	Equity-settled	Total
	$	$	$	$	$
Non-Executive Directors:					
Domenic Martino	120,000	-	11,400	-	131,400
Boelio Muliadi	-	-	-	-	-
Executive Directors:					
Jamie Detata[1]	216,000	-	-	-	216,000
Kobi Tsaban[1]	120,000	-	-	-	120,000
	456,000	**-**	**11,400**	**-**	**467,400**

[1]Payments to Mr Detata and Mr Tsaban paid to their related entities, Blazeway Holdings Pty Ltd and Jackori Consulting

Directors' Report (Continued)

Remuneration Report (audited) (continued)

C. Details of Remuneration (continued)

The proportion of remuneration linked to performance and the fixed proportion are as follows:

	Fixed remuneration		At risk - STI		At risk - LTI	
	2019	2018	2019	2018	2019	2018
Non-Executive Directors:						
Domenic Martino	100%	100%	- %	- %	- %	- %
Boelio Muliadi	100%	100%	- %	- %	- %	n/a
Kevin Dundo	n/a	n/a'	n/a	n/a	n/a	- %
Executive Directors:						
Jamie Detata	69%	64%	31%	36%	-%	- %
Kobi Tsaban	100%	100%	-%	-%	-%	- %

The proportion of the cash bonus paid/payable or forfeited is as follows:

	Cash bonus paid/payable		Cash bonus forfeited	
	2019	2018	2019	2018
Executive Directors:				
Jamie Detata	-%	-%	100%	100%

D. Additional Information

	2019	2018
	$	$
Sales revenue	29,449,913	16,561,548
EBITDA	1,673,653	(358,977)
Profit / (Loss) after income tax	1,256,513	(687,229)

	2019	2018
Share price at financial year end ($A)	-	-
Total dividends declared (cents per share)	-	-
Basic earnings per share (cents per share)	0.10	(0.05)

No comments were received on the remuneration report at the 2018 AGM and the remuneration report was adopted by way of show of hands.

This concludes the remuneration report.

Directors' Report (Continued)

Non-Audit Services

Details for the amounts paid or payable to the auditor are outlined in note 19 to the financial statements. There were no non-audit services provided by auditor during the year ended 30 June 2019.

Auditor's independence declaration

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

Auditor

DM Advisory Services were appointed in office on 23 October 2019 in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the *Corporations Act 2001*.

On behalf of the directors

D Martino
Chairman

Perth, Western Australia, 9 December 2019

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

TO THE DIRECTORS OF ORH LTD

As lead auditor for the audit of ORH Limited for the year ended 30 June 2019, I declare that, to the best of my knowledge and belief during the year ended 30 June 2019 there have been:

(a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

(b) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of ORH Limited and its controlled entities during the period.

David Makowa
DM Advisory Services
Principal

Perth WA, 9 December 2019

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INDEPENDENT AUDITORS REPORT

TO THE MEMBERS OF ORH LTD

In our opinion:

The accompanying financial report of ORH Limited (the Company) and its subsidiaries (the Group) is in accordance with the *Corporations Act 2001*, including:

(a) Giving a true and fair view of the Company's financial position as at 30 June 2019 and of its financial performance for the year then ended; and

(b) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

What we have audited

The Consolidated Group financial report comprises:

- the consolidated statement of financial position as at 30 June 2019,
- the consolidated statement of profit or loss and other comprehensive income for the year then ended,
- the consolidated statement of changes in equity for the year then ended,
- the consolidated statement of cash flows for the year then ended,
- the notes to the financial statements, which include a summary of significant accounting policies, and
- the directors' declaration.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report.

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

Emphasis of Matter

Without qualification to the opinion expressed above, we draw attention to the following matter. As indicated in note 1 to the financial report, which indicates the ability of the Group's dependency on the proposed strategic funding to continue as a going concern. These conditions, along with the other matters as set forth in note 1 "going concern", indicate the existence of a significant uncertainty which may cast doubt about the Group's ability to continue as a going concern and, whether the Group will be able to realise their assets and extinguish their liabilities in the normal course of business and at the amounts stated in the consolidated financial report. Our opinion is not qualified in respect of this matter.

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

Other information
The directors are responsible for the other information. The other information comprises the information included in the annual report for the year ended 30 June 2019, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

In preparing the financial report, the directors are responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report
Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf.

This description forms part of our auditor's report.

DM Advisory Services

David Makowa
Principal

Perth WA, 9 December 2019

Directors' Declaration

In the directors' opinion:

- the attached financial statements and notes thereto comply with the *Corporations Act 2001*, Australian Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes thereto comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;
- the attached financial statements and notes thereto give a true and fair view of the consolidated entity's financial position as at 30 June 2019 and of its performance for the financial year ended on that date;
- 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

The directors have been given the declarations required by section 295A of the *Corporations Act 2001*.

Signed in accordance with a resolution of directors made pursuant to section 295(5) of the *Corporations Act 2001*.

On behalf of the directors

Domenic Martino
Chairman

9 December 2019

Consolidated Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30 June 2019

	Note	2019 $	2018 $
Revenue and Other Income			
Revenue from sale of products		29,449,913	16,561,548
Gain on de-recognition of liabilities		127,915	-
Research and development incentive		-	646,861
Other income	2	2,512	55,827
Expenses			
Cost of sales		(21,260,895)	(12,403,356)
Employee benefits expense		(4,465,604)	(3,131,051)
Finance costs	3	(372,188)	(281,583)
Consulting fees		(516,716)	(334,634)
Rental expenses	3	(664,789)	(712,436)
Depreciation	3	(44,952)	(46,669)
Other administrative expenses		(999,226)	(1,041,736)
Profit/(loss) before income tax expense		1,256,513	(687,229)
Income tax expense	4	-	-
Profit/(loss) after income tax expense for the year		1,256,513	(687,229)
Other comprehensive income			
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income attributable to members of ORH Limited		1,256,513	(687,229)
Earnings per share for profit/(loss) attributable to members of ORH Limited			
Basic earnings/ (losses) per share (cents)	5	0.10	(0.05)
Diluted earnings/ (losses) per share (cents)	5	0.10	(0.05)

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

Consolidated Statement of Financial Position
As at 30 June 2018

	Note	2019 $	2018 $
Assets			
Current Assets			
Cash and cash equivalents	6	346,219	476,776
Trade and other receivables	7	914,018	1,203,496
Inventories	8	2,217,747	919,089
Other assets	9	122,045	138,064
Total Current Assets		3,600,029	2,737,425
Non-Current Assets			
Other assets	9	340,936	90,000
Plant and equipment	10	239,717	205,113
Total Non-Current Assets		580,653	295,113
Total Assets		4,180,682	3,032,538
Current Liabilities			
Trade and other payables	11	5,819,203	5,692,105
Borrowings	12	2,804,351	3,039,818
Total Current Liabilities		8,623,554	8,731,923
Non Current Liabilities			
Trade and other payables	11	116,258	116,258
Total Non Current Liabilities		116,258	116,258
Total Liabilities		8,739,812	8,848,181
Net Assets/ (Liabilities)		(4,559,130)	(5,815,643)
Equity			
Issued capital	13	44,096,158	44,096,158
Reserves	14	104,314	104,314
Accumulated losses		(48,759,602)	(50,016,115)
Total Equity		(4,559,130)	(5,815,643)

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

Consolidated Statement of Changes in Equity
For the year ended 30 June 2019

	Issued Capital $	Reserves $	Accumulated Losses $	Total $
Balance at 1 July 2017	44,096,158	104,314	(49,328,886)	(5,128,414)
Loss after income tax expense for the year	-	-	(687,229)	(687,229)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year	-	-	(687,229)	(687,229)
Balance at 30 June 2018	44,096,158	104,314	(50,016,115)	(5,815,643)
Balance at 1 July 2018	44,096,158	104,314	(50,016,115)	(5,815,643)
Profit after income tax expense for the year	-	-	1,256,513	1,256,513
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year	-	-	1,256,513	1,256,513
Balance at 30 June 2019	44,096,158	104,314	(48,759,602)	(4,559,130)

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

Consolidated Statement of Cash Flows
For the year ended 30 June 2019

	Note	2019 $	2018 $
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		32,086,854	18,731,876
Payment to suppliers and employees (inclusive of GST)		(32,155,801)	(19,123,509)
		(68,948)	(751,633)
Receipt of research and development incentive		646,861	620,842
Interest received		2,512	1,736
Interest paid		(372,188)	(281,583)
Net cash from / (used in) operating activities	24	208,238	(410,638)
Cash flows from investing activities			
Payment for purchase of plant and equipment		(79,556)	(6,758)
Net cash flows used in investing activities		(79,556)	(6,758)
Cash flows from financing activities			
Proceeds from borrowings		420,840	1,557,733
Repayment of borrowings		(680,078)	(1,041,529)
Net cash flows (used in) / from financing activities		(259,238)	516,205
Net increase/(decrease) in cash and cash equivalents		(130,557)	98,808
Cash and cash equivalents at the beginning of the financial year	6	476,776	377,968
Cash and cash equivalents at the end of the financial year	6	346,219	476,776

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

Notes to the Consolidated Financial Statements

Note 1. Significant Accounting Policies

The Consolidated financial report covers the consolidated entity of ORH Limited (“the Company” or “ORH”) and its controlled entities ("Consolidated Entity” or “Group"). ORH Limited is a public Company, incorporated and domiciled in Australia.

The separate financial statements of the parent entity, ORH Limited, have not been presented within this consolidated financial report as permitted by the Corporations Act 2001.

The consolidated financial report was authorised for issue on 9 December 2019 by the Board of Directors.

Basis of Preparation

These general purpose consolidated financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for profit oriented entities. These consolidated financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention
The consolidated financial statements have been prepared under the historical cost convention.

Critical accounting estimates
The preparation of the consolidated 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 consolidated financial statements are disclosed below.

Going concern

As disclosed in the consolidated financial statements, the Consolidated Entity generated a profit after tax of $1,256,513 for the year ended 30 June 2019 (2018: loss $687,229). As at that date the Consolidated Entity had net current liabilities of $5,023,525 (2018: $5,994,498) and net liabilities of $4,559,130 (2018: $5,815,643).

The above factors, and the Consolidated Entity’s dependency on the proposed strategic funding to continue as a going concern, results in a material uncertainty as at 30 June 2019 as to whether the Consolidated Entity will continue as a going concern and therefore whether they will realise their assets and extinguish their liabilities in the normal course of business and at the amounts stated in the consolidated financial report.

Notes to the Consolidated Financial Statements

Note 1. Significant Accounting Policies (continued)

Going concern (continued)

The Directors believe that there are reasonable grounds to believe that the Consolidated Entity will be able to continue as going concern, after consideration of the following factors:

- The Consolidated Entity has traded profitably since balance date until the date of signing of this financial report;
- The remaining balance of the borrowings and trade and other payables, owed to related parties and related party creditors, are repayable subject to the Consolidated Entity's cash flow availability; and
- The forecast cash flows and budget for the Group for the next 12 months indicate a positive in operating cash flows that will be supported by the proposed investment.

Accordingly, the Directors believe that the Consolidated Entity will be able to continue as going concern and that it is appropriate to adopt the going concern basis in the preparation of the consolidated financial report.

The consolidated financial report does not include any adjustments relating to the amounts or classification of recorded assets or liabilities that might be necessary if the Consolidated Entity does continue as a going concern.

Principles of Consolidation

A controlled entity is any entity that ORH Limited has the power to control the financial and operating policies so as to obtain benefits from its activities.

A list of controlled entities is contained in Note 22 to the consolidated financial statements. All controlled entities have a June financial year-end.

All inter-Company balances and transactions between entities in the Consolidated Entity, including any unrealised profits or losses, have been eliminated on consolidation. Accounting policies of subsidiaries have been changed where necessary to ensure consistencies with those policies applied by the parent entity. Where controlled entities have entered or left the Consolidated Entity during the year, their operating results have been included/excluded from the date control was obtained or until the date control ceased.

Income Tax

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply 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 investments in subsidiaries, associates or interests in 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 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 when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Note 1. Significant Accounting Policies (continued)

Income Tax (continued)

Tax Consolidation

ORH Limited and its wholly-owned Australian controlled entities have implemented the tax consolidation legislation.

The head entity, ORH Limited, and the controlled entities in the tax consolidated Group account for their own current and deferred tax amounts. These tax amounts are measured as if each entity in the tax consolidated Group continues to be a stand-alone taxpayer in its own right.

Revenue and other income

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties.

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Group's activities as described below.

Revenue is recognised for the major business activities as follows:

(i) Sale of goods
The Group manufactures and sells Water Trucks and Service Trucks to the Mining and Construction Industries. Sales of goods are recognised when a Group entity has delivered products to the customer.

(ii) Hire of goods
The Group hires equipment to the Mining Industry. Revenue from the rendering of this service is recognised over the term of the lease.

(iii) Interest income
Interest income is recognised on a time proportion basis using the effective interest method.

(iv) Research and development incentive
Research and development incentives are recognised when there is reasonable assurance that the entity will comply with the conditions attaching to them and the rebates will become receivable.

All revenue is stated net of the amount of goods and services tax (GST).

Foreign currency translation

(i) Functional and presentation currency

Items included in the consolidated financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Group consolidated financial statements are presented in Australian dollars, which is ORH Limited's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency 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 year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

Note 1. Significant Accounting Policies (continued)

Leases

The determination of whether an arrangement is or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

A distinction is made between finance leases, which effectively transfer from the lessor to the lessee substantially all the risks and benefits incidental to ownership of leased assets, and operating leases, under which the lessor effectively retains substantially all such risks and benefits.

Finance leases are capitalised. A lease asset and liability are established at the fair value of the leased assets, or if lower, the present value of minimum lease payments. Lease payments are allocated between the principal component of the lease liability and the finance costs, so as to achieve a constant rate of interest on the remaining balance of the liability.

Leased assets acquired under a finance lease are depreciated over the asset's useful life or over the shorter of the asset’s useful life and the lease term if there is no reasonable certainty that the Consolidated Entity will obtain ownership at the end of the lease term.

Operating lease payments, net of any incentives received from the lessor, are charged to profit or loss on a straight-line basis over the term of the lease.

Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense.

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

Cash flows are presented in the consolidated statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

Cash and cash equivalents

Cash include cash on hand, deposits held at call with financial institutions and other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and are subject to insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities on the statement of financial position.

Trade and other receivables

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

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectable are written off by reducing the carrying amount directly. An allowance account (provision for impairment of trade receivables) is used when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. The amount of the impairment allowance is the difference between the asset’s carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

The amount of the impairment loss is recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income within other expenses. When a trade receivable for which an impairment allowance had been recognised becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

Notes to the Consolidated Financial Statements

Note 1. Significant Accounting Policies (continued)

Inventories

Raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value. Cost comprises direct materials. Costs are assigned to individual items of inventory on basis of weighted average costs. 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.

Plant and equipment

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

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset as appropriate only when it is probable that future economic benefits associated with the item will flow to the Consolidated Entity and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is de-recognised when replaced. All other repairs and maintenance are charged to the Consolidated Statement of Profit or Loss and Other Comprehensive Income during the reporting period in which they are incurred.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Consolidated Statement of Profit or Loss and Other Comprehensive Income. When revalued assets are sold, it is Group policy to transfer any amounts included in other reserves in respect of those assets to retained earnings.

Depreciation

The depreciable amount of all fixed assets including capitalised leased assets, is depreciated on a straight line value basis over their useful lives to the Consolidated Entity commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

The depreciation rates used for each class of depreciable assets are:

Class of Fixed Asset	Depreciation Rate
Plant and equipment	10% - 33%
Motor vehicles	20%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each financial report date.

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 which are unpaid. The amounts are generally paid within 60 days of recognition of the liability.

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.

Where there is an unconditional right to defer settlement of the liability for at least 12 months after the reporting date, the loans or borrowings are classified as non-current.

Provisions

Provisions are recognised when the Consolidated Entity has a present obligation, legal or constructive, as a result of past event and it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably measured.

Notes to the Consolidated Financial Statements

Note 1. Significant Accounting Policies (continued)

Employee benefits

(i) Wages and salaries, annual leave and sick leave
Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be settled within 12 months of the reporting date are recognised in other payables in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

(ii) Long service leave
The liability for long service leave is recognised in the provision for employee benefits and measured as 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 national government bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

(iii) Retirement benefit obligations

Contributions are made by the Group to employee nominated superannuation funds and are charged as expenses when incurred.

Financial instruments

Classification

The Group classifies its financial assets in the following categories: financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments and available-for-sale financial assets. The classification depends on the purpose for which the investments were acquired. Management determines the classification of its investments at initial recognition and, in the case of assets classified as held-to-maturity, re-evaluates this designation at each reporting date.

Loans and receivables
Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for those with maturities greater than 12 months after the reporting date which are classified as non-current assets. Loans and receivables are included in trade and other receivables (note 7) and other financial assets (note 9) in the statement of financial position.

Impairment

The Consolidated Entity assesses at the end of each reporting period whether there is any objective evidence that a financial asset or Group of financial assets is impaired. Objective evidence includes significant financial difficulty of the issuer or obligor; a breach of contract such as default or delinquency in payments; the lender granting to a borrower concessions due to economic or legal reasons that the lender would not otherwise do; it becomes probable that the borrower will enter bankruptcy or other financial reorganisation; the disappearance of an active market for the financial asset; or observable data indicating that there is a measurable decrease in estimated future cash flows.

The amount of the impairment allowance for financial assets carried at cost is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the current market rate of return for similar financial assets

If there is evidence of impairment for any of the Group's financial assets carried at amortised cost, the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, excluding future credit losses that have not been incurred. The cash flows are discounted at the financial asset's original effective interest rate. The loss is recognised in the statement of profit and lose.

Contributed equity

Ordinary shares are classified as equity. Issued and paid up capital is recognised at the fair value of the consideration received. Any transactions costs arising on the issue of ordinary shares are fully recognised directly in equity as a reduction of the proceeds received.

Notes to the Consolidated Financial Statements

Note 1. Significant Accounting Policies (continued)

Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Consolidated Entity, adjusted to exclude costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding 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 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.

New, revised or amending Accounting Standards and Interpretations adopted

During the year, the Company has reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to its operations and effective for annual reporting periods beginning on or after 1 July 2018.

New standards impacting the Company that have been adopted from 1 July 2018 are:

AASB 9 Financial Instruments

The adoption of the above standard did not result in any changes to the prior periods numbers.

Other new and amended standards and Interpretations issued by the AASB have been determined by the Company to have no impact, material or otherwise, on its business and therefore no further changes, other than those mentioned above, are necessary to Company accounting policies. No retrospective change in accounting policy or material reclassification has occurred requiring the inclusion of a third Statement of Financial Position as at the beginning of the comparative financial period, as required under AASB 101.

Changes in accounting policies and impact of new accounting standards
The accounting policies of the Company are consistent with those disclosed in the previous financial statements except for the impact of the new or amended standards and interpretations effective 1 July 2018. The new accounting policies for these standards have been set out below.

The effects of initially applying the new standards on the Company's financial statements are as follows:
The adoption of AASB 9 has resulted in changes in accounting policies but has had no significant impact on the financial statements.

New Accounting Standards and Interpretations not yet adopted

At the date of authorisation of the financial statements, the following Australian Accounting Standards and Interpretations have recently been issued or amended but are not yet effective and have not been adopted by the Company for the year ended 30 June 2019.

AASB 16 Leases
The new Standard introduces three main changes:
- Enhanced guidance on identifying whether a contract contains a lease;
- A completely new leases accounting model for lessees that require lessees to recognise all leases on balance sheet, except for short-term leases and leases of low value assets;
- Enhanced disclosures.

Lessor accounting will not significantly change.

Management is still determining the financial impact of the above standards and a more detailed assessment will be made over the next 12 months.

Notes to the Consolidated Financial Statements

Note 1. Significant Accounting Policies (continued)

Critical accounting estimates and judgments

The preparation of the consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the consolidated 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.

Provision for impairment of receivables
The provision for impairment of receivables assessment requires a degree of estimation and judgement. The level of provision is assessed by taking into account the recent sales experience, the ageing of receivables, historical collection rates and specific knowledge of the individual debtors financial position.

Impairment
The Consolidated Entity assesses impairment at each reporting date by evaluating conditions specific to the consolidated entity that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates.

Inventory net realisable values and impairment assessments
Inventory is valued at the lower of cost or net realisable value. Assessments are performed annually and are based on management's estimates of future market conditions. 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.

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.

Long service leave provision
The liability for long service leave is 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.

Research and development incentive
The income from Research and development incentive is recognised and measured at the present value of the Research and development incentive claim lodged with the Department of Industry Innovation and Science. In determining the present value of the income, estimates of costs related to research and development have been taken into account.

Note 2 – Other income

	2019 $	2018 $
Other income	-	54,091
Interest income	2,512	1,736
Total Other income	2,512	55,827

Note 3 – Expenses

	2019 $	2018 $
Loss before income tax includes the following specific expenses:		
Depreciation		
Plant and equipment	38,090	35,965
Motor vehicles	6,862	10,704
Total depreciation	44,952	46,669
Rental expense relating to operating leases		
Minimum lease payments	664,789	712,436
Superannuation expense		
Defined contribution superannuation expense	357,007	266,001
Finance costs		
Interest on borrowings	372,188	281,583

Notes to the Consolidated Financial Statements

Note 4 - Income Tax

	2019 $	2018 $
(a) Income tax expenses		
Current tax	-	-
Deferred tax	-	-
Over provision for prior year	-	-
Aggregate income tax expense	-	-
(b) Numerical reconciliation of income tax expense to prima facie tax payable		
Tax at the Australian tax rate of 27.5% (2018: 27.5%)	345,541	(188,988)
Add: Tax effect of Non-deductible expenditure		
- Tax effect of research and development incentive	(97,768)	(177,887)
- Sundry assessable /non-deductible amounts	2,165	121,629
Current tax losses not recognised	(249,937)	245,246
Income tax expense	-	-
(c) Tax losses		
Unused tax losses for which no deferred tax has been recognised	13,376,734	14,284,943
Potential tax benefit @ 27.5% (2018: 27.5%)	3,678,602	3,928,359

Unused tax losses for which no deferred tax asset has been recognised are estimated and subject to final submission of income tax returns for preceding financial years.

Note 5 - Earnings Per Share

	2019 $	2018 $
Basic		
Profit/ (loss) per share for loss from continuing operations attributable to the ordinary holders of the Company	1,256,513	(687,229)
Weighted average number of ordinary shares outstanding during the year used in the calculation of basic and dilutive loss per share	1,318,934,612	1,318,934,612
Earnings/ (loss) per share for losses attributable to the ordinary holders of the Company (cents per share)	0.10	(0.05)

Note 6 – Cash and Cash Equivalents

	2019 $	2018 $
Cash at bank and on hand	346,219	476,776

Note 7 - Trade and Other Receivables

	2019 $	2018 $
Current		
Trade receivables	919,165	588,338
Less: provision for impairment of receivables	(5,417)	(31,703)
	914,018	556,635
Research and development Incentive	-	646,861
	914,018	1,203,496

Impairment of receivables

An impairment loss of $26,286 has been recognised (2018: $nil) in the profit or loss in respect of impairment of receivables for the year ended 30 June 2019. This impairment relates to balances past due greater than 90 days below.

The ageing of receivables is as follows:

	2019 $	2018 $
Current	491,704	357,560
31-60 days overdue	248,253	201,088
61-90 days overdue	153,474	12,528
Greater than 90 days overdue	25,734	17,162
	919,165	588,338

Movements in the provision for impairment of receivables are as follows:

	2019 $	2018 $
Balance at beginning of year	31,703	31,703
Amounts written off during the year	(26,286)	-
Provision created during the year	-	-
Balance at end of year	5,417	31,703

The maximum exposure to credit risk at the reporting date is the fair value of each class of receivables mentioned above. The consolidated entity does not hold any collateral as security. Refer to note 23 for more information on risk management, foreign currency risk and interest rate risk.

Note 8 - Inventories

	2019 $	2018 $
Raw materials	33,814	33,813
Work in progress	2,183,933	834,753
Used trucks	-	50,523
	2,217,417	919,089

Note 9 - Other Assets

	2019 $	2018 $
Current		
Prepayments	122,045	138,064
Deposit for import of goods[1]	1,500,000	1,500,000
Provision for impairment[1]	(1,500,000)	(1,500,000)
	-	-
Total Other Assets - Current	122,045	138,064
Non-current		
Lease deposits	340,937	90,000

[1] On 24 October 2014 the Company signed a contract with Delli Aliance, an Indonesian Company, to import and distribute cement mixers and tanks, manufactured in Indonesia and paid a deposit of $1,500,000. To the date of this report, the Company has not received the goods. While the Company believes the goods will be provided or funds will be repaid, a provision for impairment had been recognised for the deposit amount.

Note 10 - Plant and Equipment

	2019 $	2018 $
Plant and equipment		
At cost	823,717	775,968
Accumulated depreciation	(543,958)	(505,868)
Impairment [1]	(144,475)	(144,475)
	135,284	125,625
Motor vehicles		
At cost	358,055	326,248
Accumulated depreciation	(145,247)	(138,385)
Impairment [1]	(108,376)	(108,376)
	104,433	79,488
Total plant and equipment	239,717	205,113

[1] On 19 April 2016, the engineering business was sold to a new wholly owned subsidiary in the Group, ORH Trucks Solutions Pty Ltd, due to the need to restructure the Group to facilitate the substantial new investment being negotiated with Chinese parties. As part of the sale process, the business assets was assessed at fair value of $260,650 and as a result, the carrying value of plant and equipment were impaired as at 30 June 2015, as noted above.

Movement in the carrying amounts for each class of plant and equipment between the beginning and the end of the financial year are set out below:

	Plant and equipment		Motor Vehicles	
	2019 $	2018 $	2019 $	2018 $
Balance at beginning of the year	125,625	154,832	79,488	90,192
Additions	47,749	6,758	31,807	-
Depreciation for year	(38,090)	(35,965)	(6,862)	(10,704)
Balance at end of the year	135,284	125,625	104,433	79,488

Note 11 - Trade and Other Payables

	2019 $	2018 $
Trade payables	2,686,400	2,053,586
Other payables	723,761	683,920
Trade and other payables – related parties	1,465,739	1,539,234
Customer deposits	767,886	1,159,774
Amounts payable to the administrator of ORH Engineering (Aust) Pty Ltd	-	114,045
Employee Benefits Provision - Current	175,317	141,546
Total current trade and other payables	5,819,202	5,692,105
Employee Benefits Provision – Non Current	116,258	116,258
	5,935,461	5,808,363

All amounts included in the current employee benefits provision are expected to be settled within the next 12 months

Note 12 – Borrowings

	2019 $	2018 $
Current		
Loan – J Detata	406,193	870,355
Loan – K Tsaban	427,100	427,100
Loan – Orient Finance Australia Pty Limited	90,000	90,000
Total borrowings from related parties	923,293	1,387,755
Loan – Filmrim Pty Ltd	48,428	48,428
Loan - Graceview Pty Ltd	199,098	199,098
Loan - Chaleyer Holding Pty Ltd	188,184	188,184
Loan – Hang Wang	142,000	192,986
Debtor factoring facility – AFC	1,303,349	1,023,668
	2,804,351	3,039,818

Repayment terms and conditions

The loan from Chaleyer Holdings Pty Limited bears interest at 20% and is unsecured and repayable on demand. Interest for 2019 was waived. Details of related party loans (J Detata, K Tsaban, Orient Finance Australia Pty Limited) terms and conditions are contained in Note 20 – Related Parties. The debtor factoring facility with AFC attracts a debtor finance fee of 3.5% and is on end of month plus 60 days repayment terms. Remaining loans bear interest at market rates, are unsecured, and repayable on demand. Interest for remaining loans was waived in 2019.

Note 13 - Issued Capital

		Parent Entity			
		2019		2018	
		Number of Shares	$	Number of Shares	$
(a)	**Ordinary Shares**				
	At the beginning of the year	1,318,934,612	44,096,158	1,318,934,612	44,096,158
	Issued to shareholders, net of transaction costs	-	-	-	-
	At end of year	1,318,934,612	44,096,158	1,318,934,612	44,096,158

At the shareholders’ meeting, each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands. Ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

(b) Options

On 9 August 2013, shareholders approved the granting of a long-term incentive of 85,000,000 options to Mr Detata under the Employee Share Option Plan, subject to vesting conditions. On 5 November 2013, 30,000,000 of the 85,000,000 options vested. These options have an exercise price of $0.01 per share and expired on 5 November 2018. The remaining 55,000,000 of the 85,000,000 options have been cancelled, as vesting conditions have not been met at 30 June 2014 and 30 June 2015.

At a general meeting held on 9 August 2013, shareholders resolved to grant 12,000,000 options to Mr Tsaban which have an exercise price of $0.01 and expired on 5 November 2018.

Share buy-back
There is no current on-market share buy-back.

Capital risk management
The consolidated entity's objectives when managing capital are 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.

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 would look to raise capital when an opportunity to invest in a business or Company was seen as value adding relative to the current parent entity's share price at the time of the investment. The consolidated entity is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

The consolidated entity is subject to certain financing arrangements covenants and meeting these are 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 30 June 2017 Annual Report.

Note 14 - Reserves

The options reserve arises through the recognition of expenses relating to the issue of share options.

	2019 $	2018 $
Share based payment reserve	104,314	104,314
	104,314	104,314

	Number of options	$
Balance 1 July 2018	42,000,000	104,314
Cancelled during the year	-	-
Balance 30 June 2019	42,000,000	104,314

The option reserve is used to recognise:

- the grant date fair value of options issued to employees but not exercised;
- the grant date fair value of options issued as share based payments

Fair value of options granted

Fair values at grant date are independently determined using a 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 volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

The model inputs for options granted during the year ended 30 June 2014 included:
- Options are granted for no consideration;
- Exercise price of $0.01;
- Grant date of 5 November 2013;
- Expiry date of 5 November 2018;
- Vesting period of 5 years;
- Share price valued at grant date of $0.07;
- Expected volatility of the Company's shares 40.0%
- Expected dividend yield 0.0%; and
- Risk free rate 3.5%

Expected volatility is based on the implied volatility of publically traded options over the Company's share and the historic volatility of the market price and the Company's share price. Each of these assumptions has been based on two years' historic volatility data. The valuation per option has been determined at $0.0185 per option. The dividend rate is based on the past Company practice and the Risk free rate is determined with reference to medium term government bonds.

Note 15 - Dividends

No dividends have been declared or paid during the year ended 30 June 2018, nor in the prior period, and the Directors do not recommend the payment of a dividend in respect of the year ended 30 June 2018.

Note 16 - Commitments

Lease commitments

The Company has entered into operating lease agreements with the property owners of the premises at 1 Central Avenue, Hazelemere ("Hazelmere lease") and 72 Kewdale Road, Welshpool ("Welshpool lease"). The Welshpool lease expires at 31 August 2019. The Hazelmere lease was extended on 19 February 2019 and expires on 30 September 2025.

Note 16 - Commitments (continued)

	2019 $	2018 $
Lease commitments - operating		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	425,000	197,360
One to five years	2,125,000	-
	2,550,000	197,360

Note 17 - Contingent Liabilities

To the date of the financial report, apart from what have been disclosed in the financial statements, there are no contingent liabilities to the consolidated entity.

Note 18 - Segment Reporting

Identification of reportable segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the management team (chief operating decision makers) in assessing performance and determining the allocation of resources. For management purposes, the Group is organised in two different businesses:

- Engineering services - provides design and manufacturing of service trucks, water carts, tipper trucks and other trucks per customers' requirements for the mining and construction and waste management industries.
- Distribution services - a dealership for used trucks sales.

According to AASB 8 *Segment reporting,* an operating segment is a component of an entity:

(a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity);

(b) whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance; and

(c) for which discrete financial information is available.

An operating segment may engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues."

While in previous year's, the Group reported each subsidiary as an operating segment, in current year, the Group reported only one business segment. which is the Engineering business.

Business segment

For management purposes the Group is organised into two major strategic units, being Engineering services and Distribution.

The operating segment analysis presented in these financial statements reflects the operation analysis by business. It best describes the way the Group is managed and provides a meaningful insight into the business activities of the Group. The following tables present details of revenue and operating profit by operating segment as well as a reconciliation between the information disclosed for reportable segments and the aggregated information in the financial statements. The information disclosed in the tables below is derived directly from the internal financial reporting system used by corporate management to monitor and evaluate the performance of its operating segments separately.

Segment assets

Where an asset is used across multiple segments, the asset is allocated to that segment that receives majority economic value from that asset. Segment assets if clearly identifiable to a particular segment on the basis of their nature are allocated directly. Segment assets include trade receivables and intangible assets which are allocated based on segments' overall proportion of revenue generation within the Group.

Notes to the Consolidated Financial Statements

Note 18 - Segment Reporting (continued)

Segment liabilities

Liabilities are allocated to segments where there is a direct nexus between the incurrence of the liability and the operations of the segment. Borrowings and tax liabilities are generally considered to relate to the Group as a whole and are not allocated. Segment liabilities include trade and other payables and provision of staff benefits which are allocated based on segments' overall proportion of revenue generation within the Group.

	Engineering $	Distribution $	Total $
2019			
For the year ended 30 June 2019	28,635,762	814,151	29,449,913
Revenues from external customers	1,563,290	104,451	1,667,741
Reportable segment profit/ (loss) before income tax	4,130,844	48,937	4,179,781
Reportable segment assets at 30 June 2019	5,422,592	24,027	5,446,619
Reportable segment liabilities at 30 June 2019			
2018			
For the year ended 30 June 2018			
Revenues from external customers	13,113,923	3,447,625	16,561,548
Reportable segment profit/ (loss) before income tax	(909,532)	90,165	(819,367)
Reportable segment assets at 30 June 2018	2,293,717	91,200	2,384,917
Reportable segment liabilities at 30 June 2018	6,259,729	193,375	6,453,104

	2019 $	2018 $
Reconciliation of reportable segment profit or loss		
Total profit/ (loss) for reportable segments	1,667,741	(819,367)
Research and development incentive	-	646,861
Unallocated overheads	(411,228)	(507,469)
Unallocated finance expenses	-	(7,254)
Profit/ (loss) from continuing operations before tax	1,256,513	(687,229)
Reconciliation of reportable segment assets		
Reportable segment assets	4,179,781	2,384,917
Unallocated assets	901	647,621
Total assets	4,180,682	3,032,538
Reconciliation of reportable segment liabilities		
Reportable segment liabilities	5,446,619	6,453,104
Unallocated borrowings	3,293,193	2,395,077
Total liabilities	8,739,812	8,841,181

Geographic Segment

The Consolidated Entity's operations are based solely in Australia.

Note 19 – Auditor's Remuneration

During the financial year the following fees were paid or payable for services provided by BDO East Coast Partnership, the auditor of the Company, its network firms and unrelated firms:

	2019 $	2018 $
Audit services – DM Advisory Services - Audit (2018: BDO East Coast Partnership)		
Audit or review of the financial statements	25,000	77,500
	25,000	77,500

Note 20 - Related Party Transactions

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated. Transactions with related parties:

(a) Ultimate parent Company

ORH Limited is the ultimate Australian parent company.

(b) Controlled entities

Interests in controlled entities are set out in Note 22.

During the year, funds have been advanced between entities within the Consolidated Entity for the purposes of working capital requirements only. All loans between entities are interest free and have no fixed repayment date.

(c) Transactions with Director related parties

The following transactions occurred with related parties:

	2019 $	2018 $
Payment for goods and services:		
Payment for Company secretarial services - Transaction Services Pty Limited, a Company related to Domenic Martino	60,000	60,000
Transactions with Blazeway Holdings, a Company controlled by Jamie Detata.		
- Consultancy fees including performance related payments	266,000	216,000
Transactions with Cooper Cove, a Company controlled by Jamie Detata.		
- Paint of trucks and trucks bodies	1,648,071	780,097
Transactions with Jackori Consulting, a Company controlled by Jackob Tsaban.		
- Consultancy fees	180,000	120,000

Note 20 - Related Party Transactions (continued)

(d) Receivable from and payable to related parties

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

	2019 $	2018 $
Current payables:		
Blazeway Holdings	309,257	270,650
Jackori Consulting	49,500	66,000
Transaction Services Pty Ltd	-	38,500
Indian Ocean	309,000	243,600
Domenic Martino	671,000	539,000
Cooper Cove	69,081	330,605
DVM	57,900	46,500
	1,465,738	1,534,855

(e) Loans to/from related parties

The following loans from related parties exist at current and previous reporting date:

	2019 $	2018 $
Jamie Detata	870,355	870,355
Jackob Tsaban	427,100	427,100
Orient Finance Australia Pty Ltd	90,000	90,000
	1,387,755	1,580,441

Of the above liabilities, loans from J Detata, J Tsaban and Orient Finance Australia Pty Limited are related party loans and are unsecured, bear interest at 20% (loans from J Detata and J Tsaban) and 12% (loan from Orient Finance Australia Pty Limited) and are repayable on demand. No interest was charged for this financial year.

Key management personnel

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

	2019 $	2018 $
Short-term employee benefits	566,000	456,000
Post-employment benefits	11,400	11,400
Long-term benefits	-	-
Share-based payments	-	-
	577,400	467,400

Notes to the Consolidated Financial Statements

Note 21 - Parent Entity Information

	2019 $	2018 $
Current assets	173	646,893
Non-current assets	728	728
Total assets	901	647,621
Current liabilities	3,293,193	2,395,077
Non-current liabilities	-	-
Total liabilities	3,293,193	2,395,077
Total Net Assets/ (liabilities)	(3,292,292)	(1,747,456)
Contributed equity	44,096,158	44,096,158
Reserves	104,314	104,314
Accumulated losses	(45,947,928)	(45,947,928)
Total equity	(1,956,084)	(1,747,456)
Loss for the year	(208,628)	(25,707)
Other comprehensive income for the year	-	-
Total comprehensive income for the year	(208,628)	(25,707)

Note 22 - Controlled Entities

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy in Note 1.

	Country of Incorporation	Percentage Owned (%) 2019	2018
Parent entity:			
ORH Limited	Australia		
Subsidiaries of ORH Limited:			
ORH Trucks Solutions Pty Ltd	Australia	100%	100%
ORH Distribution Pty Ltd	Australia	100%	100%
ORH Engineering (Aust) Pty Ltd (Subject to Deed of Company Arrangement) [1]	Australia	100%	100%
ORH Contracting Pty Ltd[1]	Australia	100%	100%

[1] Dormant entity

The parent and ultimate controlling party of the ORH Limited Group is ORH Limited.

The proportion of ownership interest is equal to the proportion of voting power held.

Note 23 - Financial Risk Management

The Consolidated Entity's activities might expose it to a variety of financial risks: market risk (including foreign exchange risk, cash flow and fair value interest rate risk and price risk), credit risk and liquidity risk. The Consolidated Entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance of the Consolidated Entity. To date, the Consolidated Entity has not used derivative financial instruments. The Consolidated Entity uses sensitivity analysis to measure interest rate and aging analysis for credit risk. Risk management is carried out by the Chief Financial Officer (CFO) under policies approved by the Board of Directors. The CFO identifies, evaluates and mitigates financial risks in close cooperation with senior management.

Notes to the Consolidated Financial Statements

Note 23 - Financial Risk Management (continued)

(a) Market risk

(i) Foreign exchange risk

Foreign exchange risk arises from future commercial transactions and recognized assets and liabilities that are denominated in a currency that is not the Consolidated Entity's functional currency. As at 30 June 2019, the Group had no exposure to foreign exchange risk.

(ii) Price risk

The Group's exposure to commodity and equity security price risk is minimal.

(iii) Cash flow and fair value interest rate risk

The Group's exposure to market interest rates relates primarily to the Group's short term deposits held.
The effect of volatility of interest rates within expected reasonable possible movements would not be material. The Group's fixed rate borrowings are carried at amortised cost and are therefore not subject to interest rate risk as defined by AASB 7.

(b) Credit risk

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets is the carrying amount of those assets, net of any allowance for doubtful debts, as disclosed in the balance sheet and notes to the financial report.

At 30 June 2019, the Group's exposure to material credit risk exposures to any single receivable or Group of receivables is minimal.

In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant. There are no significant concentrations of credit risk.

Note 23 - Financial Risk Management (continued)

(c) Liquidity risk

The Group manages liquidity risk by monitoring cash flow and maturity profiles of financial assets and liabilities.

	Consolidated Entity			
	<=6 months $	6 - 12 months $	1 – 5 years $	Total $
As at 30 June 2019				
Financial assets				
Cash and cash equivalents	346,219	-	-	346,219
Trade and other receivables	914,018	-	-	914,018
Other financial assets	122,045	-	340,936	462,981
	1,382,282	-	340,936	1,723,218
Financial liabilities				
Trade and other payables [1]	4,353,464	1,581,997	-	5,935,461
Borrowings [1]	1,881,058	923,293	-	2,804,351
	6,234,522	2,505,290	-	8,739,812
Net maturity	(4,852,240)	(2,505,290)	340,936	(7,016,594)
As at 30 June 2018				
Financial assets				
Cash and cash equivalents	476,776	-	-	476,776
Trade and other receivables	1,203,496	-	-	1,203,496
Other financial assets	138,064	-	90,000	228,064
	1,818,336	-	90,000	1,908,336
Financial liabilities				
Trade and other payables	4,152,871	1,539,234	116,258	5,808,363
Borrowings[1]	1,459,378	1,580,440	-	3,039,818
	5,612,249	3,119,674	116,258	8,848,181
Net maturity	(3,793,913)	(3,119,674)	(26,258)	(6,939,845)

[1] The remaining balance of the borrowings, owed to related parties and related parties creditors and other payables, are repayable subject to the Consolidated entities cash flow availability.

(d) Fair value risk

The following methods and assumptions are used to determine the net fair values of financial assets and financial liabilities:

Cash and cash equivalents: The carrying amount approximates fair value because of the short term to maturity.

Trade receivables and payables: The carrying amount approximates fair value because of settlement terms.

Note 23 - Financial Risk Management (continued)

Borrowings: The carrying amount approximates fair value because of the short term to maturity.

Terms, Conditions and Accounting Policies: The Company's accounting policies, including the terms and conditions of each class of financial asset, financial liability and equity instrument, both recognised and unrecognised at the balance date.

Due to their nature, the carrying amounts of current receivables, current trade and other payables and borrowings, are assumed to approximate their fair values

Note 24 - Cash Flow Information

Reconciliation of Cash Flow from Operating Activities

	2019 $	2018 $
Profit/(loss) for the year after income tax	1,256,513	(687,229)
Adjusted for:		
Non-cash flows included in loss from ordinary activities		
Depreciation and amortisation	44,952	46,669
Exchange rate differences loss on loans	23,772	-
Changes in assets and liabilities:		
Decrease/ (increase) in trade and other receivables and other assets	54,560	109,358
Decrease /(increase) in inventories	(1,298,658)	321,731
(Decrease)/Increase in trade and other payables	127,098	(201,167)
Net cash flow from operating activities	208,237	410,638

Note 25 - Events Subsequent to Reporting Date

On 7 August 2019 a fire broke out in the Hazelmere Assembly workshop, causing significant damage resulting in the Company seek a temporary replacement workshop. All damages were fully insured.
Apart from the above mentioned, no matter or circumstance has arisen since 30 June 2019 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.