Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust trading as Aurum Catering Management Services ABN 96 137 829 488

Annual Report - 30 June 2015

Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust Financial report 30 June 2015

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General information

The financial report covers Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust ('Charitable Trust') as an individual entity domiciled in Australia. The financial report is presented in Australian dollars, which is the functional and presentation currency.

The financial report consists of the financial statements, notes to the financial statements and the Directors' declaration.

The financial report was authorised for issue by the Directors on 20 November 2015.

Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust Statement of profit or loss and other comprehensive income For the year ended 30 June 2015

	Note	2015 \$	2014 \$
Revenue		12,576,074	8,626,349
Cost of sales		(10,864,693)	(6,880,911)
Gross trading profit		1,711,381	1,745,438
		20.250	40.445
Interest		26,352	18,115
Other income			193
Profit on sale of assets			6921
Proceeds on wind up of associated entity		-	18,158
Total revenue		1,737,733	1,788,825
Expenses			
Administration costs		(37,536)	(56,665)
Advertising and promotion		(28)	(10,188)
Bank charges		(214)	(1962)
Communications		(20,292)	(15,100)
Depreciation and amortisation	7	(73,135)	(48,427)
Employee benefits expense	3	(931,000)	(733,390)
Loss on sale of asset		(35,544)	(4,853)
Information technology		(122,431)	(10,789)
Insurance		(17,831)	(11,111)
Loan finance costs		(168,700)	(168,700)
Memberships and subscriptions		(19,994)	(11,091)
Other expenses		(22,747)	(22,008)
Printing, postage and stationery		(36,885)	(26,127)
Professional fees		(126,214)	(117,182)
Property costs		(65,964)	(62,786)
Recruitment and training		(12,378)	(37,009)
Utilities		(3,319)	(2,702)
Vehicle expenses		(10,900)	(41,123)
Impairment of goodwill	16	(1,661,003)	<u> </u>
Total expenses		(3,366,115)	(1,381,213)
(Deficit)/Surplus for the year		(1,628,382)	407,612
Income tax expense			<u> </u>
(Deficit)/Surplus for the year attributable to the members of Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust		(1,628,382)	407,612
Other comprehensive income for the year			
Total comprehensive (loss)/income for the year attributable to the members of Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust		(1,628,382)	407,612

The statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes to these financial statements.

Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust Statement of financial position For the year ended 30 June 2015

	Note	2015 \$	2014 \$
Assets		•	•
Current assets			
Cash and cash equivalents	4	975,668	849,801
Trade receivables	5	495,945	602,827
Other	6	166,570	126,953
Total current assets		1,638,183	1,579,581
Non-current assets			
Plant and equipment	7	368,701	342,558
ICT investment project		307,038	174,986
Trade business investment project		4,380	49,338
Oscar Project		30,475	
Goodwill			1,661,003
Total non-current assets		710,594	2,227,885
Total assets		2,348,777	3,807,466
Liabilities			
Current liabilities			
Trade and other payables	8	1,090,147	853,944
Employee benefits	9	183,867	180,367
Loans		1,687,000	1,687,000
Total current liabilities		2,961,014	2,721,311
Total liabilities	8	2,961,014	2,721,311
Net assets		(612,237)	1,086,155
Equity			
Settled sum		10	10
Retained (deficits)/surpluses		(612,247)	1,086,145
Total equity		(612,237)	1,086,155

The statement of financial position should be read in conjunction with the accompanying notes to these financial statements.

Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust Statement of changes in equity For the year ended 30 June 2015

	Settled sum \$	Retained surpluses	Total equity
Balance at 1 July 2013	10	678,533	678,543
Surplus for the year	<u>~</u>	407,612	407,612
Other comprehensive income for the year	(<u>*</u>		
Total comprehensive income for the year	,(B	407,612	407,612
Distribution to beneficiaries			
Balance at 30 June 2014	10	1,086,145	1,086,155
(Deficit)/Surplus for the year	()	(1,628,382)	(1,628,382)
Total comprehensive loss for the year	- US	(1,628,382)	(1,628,382)
Distribution to beneficiaries	- 1 -	(70,000)	(70,000)
Balance at 30 June 2015	10	(612,247)	(612,237)

The statement of changes in equity should be read in conjunction with the accompanying notes to these financial statements.

Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust Statement of cash flows For the year ended 30 June 2015

	Note	2015 \$	2014 \$
Cash flows from operating activities			
Receipts from income		13,940,563	8,629,779
Payments to suppliers and employees		(13,659,742)	(8,129,976)
Other income received	Ę	(*)	193
Net cash from operating activities	13	280,821	499,996
Cash flows from investing activities			
Interest received		26,352	18,115
Proceeds from sale of property, plant and equipment		461,297	117,385
Payments for property, plant and equipment	7	(525,033)	(295,657)
Payments for project investments	_	(117,570)	(224,324)
Net cash used in investing activities	-	(154,954)	(384,481)
Net increase/(decrease) in cash and cash equivalents		125,867	115,515
Cash and cash equivalents at the beginning of the financial year	-	849,801	734,286
Cash and cash equivalents at the end of the financial year	4	975,668	849,801

The statement of cash flows should be read in conjunction with the accompanying notes to these financial statements.

Note 1. Significant accounting policies

Gnocci Holdings Pty Ltd as trustee for the Gnocci Charitable Trust is a not-for-profit entity. These financial statements are individual financial statements of the Company and are for the year ended 30 June 2015.

In the opinion of the Directors, the Charitable Trust is not publicly accountable. These financial statements comply with Australian Accounting Standards – Reduced Disclosure Requirements.

The Company's registered office is located at First Floor, Unit 16, 100 Railway Road, SUBIACO WA 6008.

The parent and ultimate parent of the Company is Baptistcare Inc.

The Charitable Trust is primarily involved in the food service industry.

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

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

The Charitable Trust 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 significant impact on the accounting policies of the Charitable Trust from the adoption of these Accounting Standards and Interpretations are disclosed below. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Charitable Trust.

(b) Basis of preparation and accounting

These Tier 2 general purpose financial statements have been prepared in accordance with Australian Accounting Standards - Reduced Disclosure Requirements and Interpretations issued by the Australian Accounting Standards Board ('AASB').

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

For the year ended 30 June 2015, the Company incurred a loss of \$1,628,382 and generated net cash inflows of \$125,867. The loss for the period was significantly impacted by the recognition of an impairment loss on goodwill of \$1,661,003. As at 30 June 2015, the Company has cash of \$975,668 and a net working deficit of \$1,322,831. Included in this working capital deficit is a loan owing to Baptistcare Inc of \$1,687,000. Baptistcare have confirmed they will not seek repayment of any intercompany balances owed as at 30 June 2015 in a manner that will jeopardise the ability of the Company to continue to meet their financial obligations as they fall due.

At the date of this report, the Company has also received from the parent entity (Baptistcare Inc) a letter of financial support for the period of at least 12 months from the date of this report to enable the Company to meet its financial obligations as and when they fall due and payable.

Historical cost convention

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

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to make judgments, estimates and assumptions in the process of applying the Charitable Trust's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

Note 1. Significant accounting policies (continued)

(c) Revenue recognition

(i) Sales revenue

Revenue is recognised to the extent services have been performed and when it is probable that the economic benefit will flow to the Charitable Trust and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

(ii) Interest

Interest revenue is recognised as interest becomes receivable.

(iii) Other revenue

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

(d) Income tax

As the Charitable Trust is a charitable institution in terms of subsection 50-5 of the Income Tax Assessment Act 1997, as amended, it is exempt from paying income tax.

(e) Cash and cash equivalents

Cash and cash equivalents includes 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 which are subject to an insignificant risk of changes in value.

(f) Trade and other receivables

Other receivables are recognised at amortised cost, less any provision for impairment.

(g) Plant and equipment

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

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

IT equipment 2-3 years
Plant and equipment 3-7 years
Motor vehicles 5-7 years
Office equipment 3-5 years

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

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the Charitable Trust. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

(h) Impairment of non-financial assets

At each reporting date, the Charitable Trust reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment. If any such indication exists then the assets recoverable amount is estimated. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. Impairment losses are recognised in the Statement of profit or loss and other comprehensive income.

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

Refer to Note 16. Impairment of goodwill for further information regarding the impairment of goodwill.

(i) Trade and other payables

These amounts represent liabilities for goods and services provided to the Charitable Trust prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 - 60 days of recognition.

(j) Employee benefits

- (i) Short term employee benefits are expensed as the related service is provided.
- (ii) Wages and salaries and annual leave

Liabilities for wages and salaries, including non-monetary benefits, and annual leave expected to be settled within 12 months of the reporting date are recognised in current liabilities 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.

- (iii) A liability is recognised for the amount expected to be paid if the Charitable Trust has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.
- (iv) Amounts recognised as employee benefits are the amount of future benefit that employees have earned in return for their services in the current and prior periods.
- (v) Long service leave

The liability for long service leave is recognised in current and non-current liabilities, depending on the unconditional right to defer settlement of the liability for at least 12 months after the reporting date. The liability is 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.

(k) Goodwill

Goodwill is measured at cost less accumulated impairment losses.

(I) Goods and Services Tax ('GST') and other similar taxes

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

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

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

Note 2. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements. 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. Revisions to accounting estimates are recognised prospectively. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Estimation of useful lives of assets

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

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

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

Long service leave provision

As discussed in note 1, 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.

Note 3. Employee benefits expense

	2015	2014
	\$	\$
Employee benefits expense	931,000	733,390

The current year employee benefits expense is representative of the administration wages and associated costs. All other wages have been allocated to the cost of sales.

Note 4. Current assets - cash and cash equivalents		
	2015	2014
	\$	\$
Cash on hand		720
Cash at bank	213,848	2,555
Cash on investment	761,810	846,516
Trust cash on hand	10	10
	975,668	849,801
Note 5. Current assets - trade and other receivables		
	2015	2014
	\$	\$
Trade receivables – related parties	441,659	478,887
Trade receivables	54,286	123,940
Total trade and other receivables		
rotal trade and other receivables	495,945	602,827
Note 6. Current assets – other		
Note of Carrent assets – Other	2015	2014
	\$	\$
Staff expenses	₩	4,656
Prepayments	51,606	41,603
Stock on hand	105,849	61,773
Security deposits	9,115	9,115
Refurbishment project – Baptistcare	9,119	9,806
Neturbishment project – Daptisteare		126,953
	<u>166,570</u>	120,933
Note 7. Non-sument access. Diseased any imment		
Note 7. Non-current assets - Plant and equipment	2015	2014
Francis and distinguish of cont	\$ 34.073	\$
Furniture and fittings - at cost	34,072	30,667
Less: Accumulated depreciation	(10,584)	(5,643)
	23,488	25,024
IT and communication at cost	165,424	144 400
IT and communication - at cost Less: Accumulated depreciation	(93,321)	144,409 (37,748)
Less. Accumulated depreciation	72,103	
		106,661
Motor vehicles - at cost	297,541	222,682
Less: Accumulated depreciation	(25,153)	(12,652)
2000. A Codification doproduction	272,388	210,030
	212,000	210,000
Plant and equipment - at cost	907	907
Less: Accumulated depreciation	(185)	(64)
	722	843
		. 0-10
	368,701	342,558
	555,151	

Reconciliations

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

٤	Furniture and fittings	IT and communication s	Motor vehicles \$	Plant and equipment	Total \$
Balance at 1 July 2014	25,024	106,661	210,030	843	342,558
Additions	3,404	21,015	500,612	- 12	525,031
Disposals		÷	(425,753)	š	(425,753)
Depreciation expense	(4,940)	(55,573)	(12,501)	(121)	(73,135)
Balance at 30 June 2015	23,488	72,103	272,388	722	368,701

Note 8. Current liabilities - trade	and other pavables	ŝ
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	2015	2014
	\$	\$
Trade payables	520,852	350,997
Accrued expenses	69,728	152,786
GST payable	224,726	186,582
PAYG payable & Net Wages	208,730	65,817
Superannuation payable	73,584	36,486
Reimbursable expense – Baptistcare	(7,472)	57,461
Other payables		3,815
	1,090,147	853,944

Note 9. Current liabilities - employee provisions

	2015	2014
	\$	\$
Annual leave provision	155,195	151,695
Long service leave provision	28,672	28,672
	183,867	180,367

Note 10. Key management personnel disclosures

The aggregate compensation made to Directors and other members of key management personnel of the Charitable Trust is set out below:

	2015	2014	
	\$	\$	
Aggregate compensation	354,728	294,843	

Note 11. Contingent liabilities

The Charitable Trust had no contingent liabilities as at 30 June 2015 and 30 June 2014.

Note 12. Commitments

The Charitable Trust had no commitments for expenditure as at 30 June 2015 and 30 June 2014.

Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust Notes to the financial statements For the year ended 30 June 2015

Note 14. Related party transactions

(a) Key management personnel
Disclosures relating to key management personnel are set out in note 10.

(b) Transactions to related parties

There were no significant transactions with related parties during the current financial year outside of the Charitable Trusts commercial operations.

(c) Receivable from and payable to related parties

The Charitable Trust had the following receivables and payables with Baptistcare:

2015	2014	
\$	\$	
441 659	478 887	

Trade receivables

Trade payables

(d) Loans from related parties

The Charitable Trust has a loan payable to Baptistcare of \$1,687,000 as at 30 June 2015 (2014: \$1,687,000). The loan is unsecured and interest only at a rate of 10% per annum. The loan is payable on demand.

Note 15. Events after the reporting period

In September 2015, the operations of Gnocci Holdings Pty Ltd (operating as Aurum) were brought under the direct management control of Baptistcare executives and the positions of CEO and CFO at Aurum were made redundant. It is expected that significant cost savings to catering will be achieved as a consequence.

No other matter or circumstance has arisen since 30 June 2015 that has significantly affected, or may significantly affect the Charitable Trust's operations, the results of those operations, or the Charitable Trust's state of affairs in future financial years.

Note 16. Impairment of goodwill

Goodwill is assessed annually for impairment testing purposes.

Goodwill has been assessed as impaired as at 30 June 2015 and the difference in fair value and carrying value is recognised in the financial statements.

Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust Directors' declaration

In the opinion of the Directors':

- (a) the Company is not publicly accountable;
- (b) the financial statements and notes that are set out on pages 7 to 13 are in accordance with the Australian Charities and Not-for-profits Commission Act 2012, including:
 - (i) giving a true and fair view of the Company's financial position as at 30 June 2015 and of its performance, for the financial year ended on that date; and
 - (ii) complying with Australian Accounting Standards Reduced Disclosure Regime and the Australian Charities and Not-for-profits Regulation 2013; and
- (c) As per Note 1 (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accorda	nce with a res	olution of the	Directors:			
Dated at Be	lmont	Perth	2300	day of	November	2015
Chairman						
ansocon (V	-					



Independent auditor's report to the members of Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust trading as Aurum Catering Management Services.

Report on the financial report

We have audited the accompanying financial report of Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust trading as Aurum Catering Management Services (the Entity), which comprises the statement of financial position as at 30 June 2015, and statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, notes 1 to 16 comprising a summary of significant accounting policies and other explanatory information and the Board's declaration of the Entity.

This audit report has also been prepared for the members of the Entity in pursuant to Australian Charities and Not-for-profits Commission Act 2012 and the Australian Charities and Not-for-profits Commission Regulation 2013 (ACNC).

Directors' responsibility for the financial report

The Directors of the Entity are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards – Reduced Disclosure Requirements and the ACNC. The Board's responsibility also includes such internal control as the Directors determine 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.

Auditor's responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Entity's preparation of the financial report that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We performed the procedures to assess whether in all material respects the financial report gives a true and fair view, in accordance with Australian Accounting Standards – Reduced Disclosure



Requirements, and the ACNC, a true and fair view which is consistent with our understanding of the Entity's financial position and of its performance.

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

Independence

In conducting our audit, we have complied with the independence requirements of the *Australian Charities and Not-for-profits Commission Act 2012*.

Auditor's opinion

In our opinion the financial report of Gnocci Holdings Pty Ltd as trustee for The Gnocci Charitable Trust trading as Aurum Catering Management Services is in accordance with the *Australian Charities and Not-for-profits Commission Act 2012* including:

- (a) giving a true and fair view of the Entity's financial position as at 30 June 2015 and of its performance for the year ended on that date; and
- (b) complying with Australian Accounting Standards Reduced Disclosure Requirements and the Australian Charities and Not-for-profits Commission Regulation 2013.

KPMG

Partner

Perth

23 November 2015



Auditor's Independence Declaration under subdivision 60-C section 60-40 of Australian Charities and Not-for-profits Commission Act 2012

To the directors of Gnocci Holdings Pty Ltd as trustee for the Gnocci Family Charitable Trust trading as Aurum Catering Management Services

I declare that, to the best of my knowledge and belief, in relation to the audit for the financial year ended 30 June 2015 there have been:

- (i) no contraventions of the auditor independence requirements as set out in the Australian Charities and Not-for-profits Commission Act 2012 in relation to the audit; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the audit.

KPMG

Grant Robinson

Partner

Perth

23 November 2015