



# ACADEMIES AUSTRALASIA

THE POSSIBILITIES ARE INFINITE

ACADEMIES AUSTRALASIA GROUP LIMITED  
ANNUAL REPORT 2024  
ACN 000 003 725

# ACADEMIES AUSTRALASIA GROUP LIMITED

## ANNUAL REPORT 2024

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## REPORT OF THE CHAIRMAN AND THE GROUP MANAGING DIRECTOR AND CEO

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Dear Shareholder

Our Preliminary Final Report for FY24 released on 20 August 2024 said that the international education sector was in turmoil that year, especially after the 11 December 2023 announcement of a new Australian migration strategy containing policies that could discourage international students from studying in Australia and make operating in Australia more onerous for education providers. The turmoil continues. The long-awaited information about caps for HE and VET students released on 27 August 2024 met widespread criticism. The caps (on commencements) are subject to the relevant legislation being passed by Parliament and Royal Assent. Only the caps for HE providers have been indicated. HE providers have been invited to raise issues they may have about the data underpinning the indicative cap that would apply to them, with the Federal Department of Education by Monday 2 September 2024. AAPoly will be making a submission. It is not fair and reasonable to be given a cap for calendar 2025 which is substantially smaller than the total number of students who have already received student visas to commence studying in 2025. Compared to commencements in calendar 2024 (actual plus expected) the indicative cap is only one sixth in size.

Most of our business will not be impacted by the caps. About 31% of our FY24 revenue of \$46.83 million came from international students studying HE or VET courses at our colleges in Australia. This business, will be affected by caps from 1 January 2025. The remaining 69% from our colleges in Australia teaching domestic students who do not require a student visa, our English Language colleges and High School in Australia, and AAC in Singapore will not be subject to the caps. We are also already devoting more resources to these operations - including considering diverting international students to AAC rather than have them risk a now expensive visa application fee, a long visa processing time, and unfounded visa refusals.

Compared to PCP, FY24's revenue of \$46.83 million was only a tiny increase. Loss before tax after adjustments for non-cash impairments/provisions totalling \$6.13 million and \$2.35 million for the costs of the new premises at Goulburn Street (before required renovations are commenced and completed and the 9B certification is issued), brought the adjusted loss before tax to \$2.61 million (PCP loss \$0.29 million).

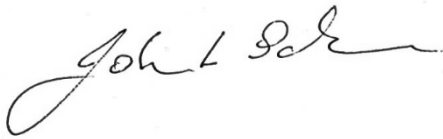
A significant expense item in FY24 was the \$25.28 million for student acquisition and teaching costs which was \$2.09 million or 9% more than in PCP. This is because of the higher commissions to agents in a very difficult market as well as the higher teaching costs arising from the expansion of AAPoly's higher education operations to Perth.

In FY24, refunds mainly because of visa rejections dropped 58% from \$10.6 million in PCP to \$4.4 million.

In FY24, AAPoly received TEQSA's approval to offer the Bachelor of Business (Analytics), Bachelor of Information Technology and the Master of Information Technology taking its degree offerings to seven. AAC offers two Honours degrees on behalf of University of Derby in the United Kingdom and is in the process of applying to offer another two Honours degrees.

We would like to record our thanks to all directors who participated in the \$5 million in loans to the Company.

On behalf of the Board, we would like to thank all shareholders, students, clients, partners, associates and other stakeholders for their loyalty, contribution, and support. We are particularly grateful to all our colleagues who press on each day, notwithstanding the difficulties and frustrations. We thank you all.

A handwritten signature in blue ink, appearing to read "John Lewis Schlederer".A handwritten signature in blue ink, appearing to read "Christopher Elmore Campbell".

Dr John Lewis Schlederer  
Chairman

Christopher Elmore Campbell  
Group Managing Director and CEO

30 August 2024

## DIRECTORS' REPORT

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Your Directors present their report on the Group for FY24.

### DIRECTORS

The names of Directors in office at any time during, or since the end of, the financial year are:

Dr John Lewis Schlederer  
Christopher Elmore Campbell  
Chiang Meng Heng  
Gabriela Del Carmen Rodriguez Naranjo  
Sartaj Hans

All Directors have been in office from the start of the financial year to the date of this report.

Details on the Directors and Company Secretaries are set out on pages 8 and 9.

### PRINCIPAL ACTIVITY

The principal activity of the Group during the financial year was the provision of training and education services.

### CONSOLIDATED RESULT

The consolidated loss before tax for the Group for FY24 was \$11,009,000 (FY23: loss \$3,366,000). The consolidated loss for the Group, after providing for income tax, amounted to \$9,653,000 (FY23: loss \$2,606,000).

### REVIEW OF OPERATIONS

Revenue from services decreased to \$46,371,000 from \$46,509,000. Revenue from ordinary activities was up 0.15% to \$46,831,000

#### Adjustments to profit

a) At the Half Year, there was a provision for impairment of \$650,000 against the non-recourse loans of \$2,000,000 that secure the 5,000,000 shares issued at 40 cents each under the employee incentive plan. That provision has been increased to \$1,150,000 because the share price as at 30 June 2024 was 17 cents compared to the 27 cents as at 31 December 2023. This provision will be adjusted according to the share price as at 30 June and 31 December while the loans are in place.

b) In anticipation that there would be public funding to subsidise training in nursing and that non-public training organisations would not qualify for that subsidy, our college delivering a nursing qualification taught out existing students and withdrew its application to renew the qualification. It was considered imprudent to try to compete against public funded operators – especially because the course is expensive to run, it was very difficult to get appropriately qualified nursing professionals as trainers as well as to secure placements for students to get practical experience at hospitals (without which students cannot graduate). All this against a background where government policies about international students continue to be unclear, and the minimum English language requirement for enrolment in a Diploma in Nursing was increased to IELTS 7.0 or equivalent. Giving up the nursing qualification, which was the main business of the college, required an impairment of \$4,408,000 against the goodwill component of the cost of the acquisition of the college in November 2014, and a provision for impairment of \$575,000 against right of use assets which relates to the lease on college premises.

c) In FY24 the lease at the Goulburn Street premises had an impact of \$2,353,000 (FY23 \$2,700,000) made up of depreciation and amortisation, finance costs and other costs. Outstanding issues in respect to the 9B application have been addressed and 9B approval is expected after renovations are commenced and completed.

**Loss before tax after adjustments for a, b and c**

	FY24 \$000	FY23 \$000
Loss from ordinary activities before tax	(11,009)	(3,366)
Add back impairments / provisions		
- goodwill	4,408	-
- right of use assets	575	-
- loans secured for the issue of shares in the employee incentive plan	1,150	-
Add back Goulburn Street		
- depreciation and amortisation	1,568	1,568
- finance costs	771	820
- other costs (outgoings, facilities etc)	14	312
Add back write down of leasehold improvements	-	425
Deduct Government/State assistance and rental rebates	(91)	(45)
Adjusted Loss before tax	(2,614)	(286)

**Earnings before interest, tax, depreciation and amortisation (EBITDA)\* after adjustments for a and b.**

	FY24 \$000s	FY23 \$000s
EBITDA	(2,496)	6,020
Add back impairments / provisions		
- goodwill	4,408	-
- right of use assets	575	-
- loans secured for the issue of shares in the employee incentive plan	1,150	-
Government/State assistance and rental rebates	(91)	(45)
EBITDA after adjustments	3,546	5,975

*[Note: 'EBITDA' is not a term prescribed by the Australian Accounting Standards ('AAS').]*

## **ACQUISITION OF REMAINING INTEREST IN LLI**

On 28 March 2024, AKG6 Investment Holdings Pty Limited, a wholly owned subsidiary of AKG, acquired the remaining 25% of LLI for a consideration of \$96,000. The first instalment (\$32,000) was paid on 28 March 2024, the second instalment (\$32,000) was paid on 15 July 2024. The final instalment (\$32,000) is due on 30 September 2024. The Group now owns 100%.

## **DIRECTORS' LOANS**

On 17 April 2024, four directors extended a total of \$1.0 million as unsecured loans to AKG: Dr John Schlederer - \$200,000; Chiang Meng Heng - \$700,000; Gabriela Rodriguez - \$50,000; and Sartaj Hans - \$50,000. On 29 June 2024, Chiang Meng Heng extended an unsecured loan of \$4.0 million.

The material features of each of the above loans are:

- The interest rate applicable to each loan is 9% per annum calculated on a simple interest basis.
- Interest on each loan is paid quarterly.
- The principal must be paid within 12 months of the advance date.
- The loans are unsecured.
- The loan agreements contain warranty and covenant clauses standard for agreements of this nature.
- The loan agreements do not include any right to convert the loans to AKG shares.

## **REFUNDS**

While visa rejections in FY24 continued to be high, they were significantly lower than visa rejections in FY23. Refunds paid to students in FY24, mainly because of visa rejections, were \$6.2 million (FY23 \$10.6 million). In FY19 (pre-COVID) refunds because of visa rejections were \$3.9 million.

## **NEW DEGREE COURSES**

In FY24 AAPoly, our higher education provider, received approval from TEQSA to offer the Bachelor of Business (Analytics), the Master of Information Technology (MIT) and the Bachelor of Information Technology (BIT).

## **AAPOLY NOW IN WESTERN AUSTRALIA**

In FY24 TEQSA also approved AAPoly's delivery of its degree courses at Level 1, 120 Roe Street, Northbridge, WA. The MIT, which AAPoly commenced offering in FY24, was very well received.

## **DIVIDENDS**

There were no dividends paid or declared during the year.

## **SIGNIFICANT CHANGES IN STATE OF AFFAIRS**

There were no significant changes in the Company's state of affairs during the financial year.

## **EVENTS AFTER THE REPORTING DATE**

The Federal Government this week released some details on their intention to impose caps on commencements in respect to international students studying HE and VET courses in Australia from 1 January 2025. Based on FY24 revenue figures, 69% of the Group's business will not be impacted by the proposed caps.

There were no other matters or circumstances that have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in subsequent financial years.

## **FUTURE DEVELOPMENTS, PROSPECTS AND BUSINESS STRATEGIES**

Please refer to the Report of the Chairman and the Group Managing Director and CEO (Page 2 and 3).

## **ENVIRONMENTAL ISSUES**

The Group's operations are not subject to any significant environmental legislation.

## **INDEMNIFICATION AND INSURANCE OF OFFICERS**

The Company's constitution provides an indemnity to officers of the Company. The Company is required to pay all costs, losses and expenses that an officer may incur by reason of any contract entered into or act or thing done by them in the discharge of their duties except where they act dishonestly.

The Company has paid an insurance premium amounting to \$55,000 for a directors and officers liability insurance policy covering the directors' and officers' liabilities as officers of the Company.

## **OPTIONS**

There are no other options over unissued share capital.

## **ROUNDING OF AMOUNTS**

The Director's report is presented in Australian Dollars and rounded to the nearest thousand dollars in accordance with Instrument 2016/191.



## INFORMATION ON DIRECTORS AND COMPANY SECRETARIES

**Dr John Lewis Schlederer** Non-executive Director, appointed 21 August 2009. Chairman since 1 January 2014.

Qualifications B.Sc. (Hons), Grad. Diploma, PhD.

Experience More than 22 years teaching experience at University of New South Wales and TAFE NSW and many years in business.

Interest in Shares 15,046,403 shares (11.35 %)

Special Responsibilities Chairman of the Board. Chairman of the Remuneration Committee. Member of the Audit and Risk Committee.

Directorships held in other listed entities None

**Christopher Elmore Campbell** Group Managing Director and Chief Executive Officer, appointed 1 July 1996.

Qualifications B.Soc.Sci. (Hons), FFin, FAICD, FCG (CS, CGP), FGIA.

Experience Experience in mergers and acquisitions and more than 22 years' experience in managing educational institutions. Previous positions include senior appointments with the Monetary Authority of Singapore and an international bank in Australia. Member of the Advisory Council of Asia Society Australia ('ASA') since November 2020 after 8 years on the Board of ASA.

Interest in Shares 20,703,875 shares (15.61 %)

Special Responsibilities Member of the Remuneration Committee.

Directorships held in other listed entities None.

**Chiang Meng Heng** Non-executive Director, appointed 15 February 2000.

Qualifications BBA (Hons).

Experience Previous positions include Treasurer, Citibank NA, Singapore and Hong Kong; Adviser & Head, Banking Supervision, Monetary Authority of Singapore; EVP, Overseas Union Bank Ltd including secondments as Executive Director, International Bank of Singapore Ltd and President, Asia Commercial Bank Ltd; Managing Director, First Capital Corporation Ltd; Executive Director, Far East Organization and Group Managing Director, Lim Kah Ngam Ltd. Member of Singapore Parliament for 4 terms from 1985 to 2001.

Interest in Shares 51,185,961 shares (38.60%)

Special Responsibilities Member of the Audit and Risk Committee and Remuneration Committee.

Directorships held in other listed entities None.

**Gabriela Del Carmen  
Rodriguez Naranjo**

Deputy Group Managing Director and Group Chief Operating Officer. Appointed Executive Director, 21 October 2013. Alternate Director, 10 May 2011 to 31 December 2013, (Alternate to Neville Thomas Cleary (Retired 31 December 2013)). Appointed Chief Operating Officer on 15 August 2017 and Deputy Group Managing Director on 1 January 2019.

Qualifications

B. Comp.Sci, B.Sci. Sys. Eng.

Experience

Joined the Group in April 2001. More than 22 years' experience managing educational institutions, including experience in acquisitions, marketing, regulatory compliance, curriculum development and lecturing.

Interest in Shares

Director, IHEA since 17 May 2017. Deputy Chair of IHEA from 29 May 2019 to 27 April 2023.

Special Responsibilities

2,600,000 shares (1.96 %)  
Group Chief Operating Officer from 15 August 2017. Joint Company Secretary from 14 September 2016.

Directorships held in other listed entities

None

**Sartaj Hans**

Qualifications

Independent, Non-executive Director, appointed 19 October 2016.

Experience

B.E. Honours (Electronics)

Experience in information technology and superannuation at BT Financial Group, the wealth management arm of Westpac. Played a pivotal role in the development of Goulburn Health Hub, a medical facilities project in Goulburn. Many years experience in managing investments and financial affairs in private family companies.

Interest in Shares

863,929 shares (0.65%)

Special Responsibilities

Chairman of the Audit and Risk Committee (Appointed 19 October 2016).

Directorships held in other listed entities

None

**COMPANY SECRETARIES**

**Stephanie Noble**

Qualifications

Appointed 27 November 2006

Experience

BA (Hons) Accounting, FCCA (UK), CPA (Australia).  
More than 16 years as Company Secretary of Academies Australasia Group Limited.

Other Responsibilities

Group Finance Manager.

**Gabriela Del Carmen  
Rodriguez Naranjo**

Appointed 14 September 2016

See Information on Directors.

## MEETINGS OF DIRECTORS

<u>Director</u>	<u>Directors' Meetings</u>		<u>Audit and Risk Committee</u>		<u>Remuneration Committee</u>	
	<u>A</u>	<u>B</u>	<u>A</u>	<u>B</u>	<u>A</u>	<u>B</u>
Dr John Lewis Schlederer	3	2	2	1	2	2
Christopher Elmore Campbell	3	3	2	2	2	2
Chiang Meng Heng	3	3	2	2	2	2
Gabriela Del Carmen Rodriguez Naranjo	3	3	2	2	-	-
Sartaj Hans	3	2	2	2	-	-

A - Number of meetings held during the time the Director held office during the period

B - Number of meetings attended

## INFORMATION ON SENIOR COMPANY EXECUTIVES

**Christopher Elmore Campbell** Group Managing Director and Chief Executive Officer.  
See Information on Directors.

**Gabriela Del Carmen Rodriguez Naranjo** Deputy Group Managing Director and Group Chief Operating Officer.  
See Information on Directors.

## REMUNERATION REPORT – AUDITED

### Remuneration Policies

The Remuneration Committee reviews and makes recommendations to the Board on remuneration packages and policies applicable to the Group Managing Director and Chief Executive Officer, Senior Company Executives and the Directors themselves. This role also includes responsibility for share option schemes, performance incentive packages, superannuation entitlements, retirement and termination entitlements, fringe benefit policies and professional indemnity and liability insurance policies. Remuneration levels are set to attract appropriately qualified and experienced directors and senior company executives.

During the year, the members of the Remuneration Committee were Dr John Lewis Schlederer, Chiang Meng Heng and Christopher Elmore Campbell.

All executives receive a fixed base salary, which is based on factors such as market factors and experience, and superannuation (as required by law). Executives may sacrifice part of their salary towards superannuation.

The Company's Employee Incentive Plan has 5 million shares issued to eligible participants since adoption on 5 October 2022. The shares issued were fully funded by loans provided by the Company. The shares issued under the Plan were recognised in Share Capital at the issue date. The loan amounts were recognised under the non-current assets at amortised cost. Loans are interest free and unsecured. The recourse under the loans is limited to the shares issued. The loans must be repaid on the earlier of either 3 years from the date of issue or 3 months from when the participant ceases to be an employee of the Group. The repayment amount is the outstanding amount at the repayment date.

The participants are not permitted to sell, transfer or otherwise deal in the shares without the Company's consent. The number of shares on issue to Gabriela Del Carmen Rodriguez Naranjo is 2,500,000 (value \$1,000,000).

The Company does not have an employee share option plan.

All remuneration paid to Directors and Executives is valued at the cost to the Company and expensed.

Non-executive Directors' remuneration comprises fixed fees. The maximum aggregate amount of fees that can be paid to Non-executive Directors is subject to approval by shareholders at the Annual General Meeting. The amount approved at the 2009 Annual General Meeting is \$250,000 per annum. Fees for Non-executive Directors are not linked to the performance of the Group.

## Directors and Senior Company Executives

Details of the Directors and Senior Company Executives holding office at any time during the financial year are set out on pages 8 to 9.

### a. Remuneration

FY24 Directors and Senior Company Executives	Short-term employee benefits			Post-employment benefits	Total
	Cash, salary and commissions	Bonus	Non-monetary benefits	Superannuation	
	\$000s	\$000s	\$000s	\$000s	
Dr John Lewis Schlederer	69	-	-	-	69
Christopher Elmore Campbell	512	-	-	28	540
Chiang Meng Heng	44	-	-	-	44
Gabriela Del Carmen Rodriguez Naranjo	339	-	-	27	366
Sartaj Hans	50	-	-	5	55
	1,014	-	-	60	1,074

FY23 Directors and Senior Company Executives	Short-term employee benefits			Post-employment benefits	Total
	Cash, salary and commissions	Bonus	Non-monetary benefits	Superannuation	
	\$000s	\$000s	\$000s	\$000s	
Dr John Lewis Schlederer	62	-	-	7	69
Christopher Elmore Campbell	512	-	-	28	540
Chiang Meng Heng	44	-	-	-	44
Gabriela Del Carmen Rodriguez Naranjo	354	-	-	28	382
Sartaj Hans	50	-	-	5	55
	1,022	-	-	68	1,090

None of the remuneration paid to any Director or Senior Company Executive is tied to any specific performance condition.

### b. Options issued as part of remuneration for the year ended 30 June 2024

No options were granted as part of remuneration.

### c. Employment contracts of Executives

The employment conditions of all executives are formalised in written contracts of employment. Generally, the employment contracts stipulate a one-month notice period. Termination payments are generally not payable on resignation or dismissal for serious misconduct. In the instance of serious misconduct the company can terminate employment at any time.

With respect to senior company executives, the expiry date of Christopher Elmore Campbell's fixed term contract of employment has been extended to 31 December 2025. Gabriela Del Carmen Rodriguez Naranjo's fixed term contract has been extended to 31 December 2027.

### AUDITORS' INDEPENDENCE DECLARATION

The Auditor's Independence Declaration for FY24 appears on page 13. It forms part of the Directors' Report for the year ended FY24.

### NON-AUDIT SERVICES

The Board of Directors, in accordance with advice from the Audit and Risk Committee, is satisfied that the provision of non-audit services by the external auditors, Pilot Partners, during the year is compatible with the general standard of independence of auditors imposed by the *Corporations Act 2001*. The Directors are satisfied that the services disclosed below did not compromise the external auditors' independence for the following reasons:

- All non-audit services are reviewed and approved by the Audit and Risk Committee.
- The nature of services provided does not compromise the general principles relating to audit independence.

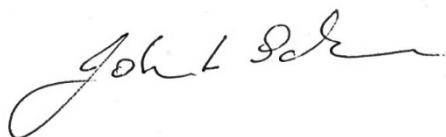
The following fees were paid or payable for non-audit services to the external auditors during the year ended 30 June 2024:

- |                     |                           |
|---------------------|---------------------------|
| • Taxation services | \$66,000 (FY23: \$66,000) |
| • Other services    | \$4,000 (FY23: \$4,000)   |

### CORPORATE GOVERNANCE STATEMENT

The Company's Corporate Governance Statement and its Key to Disclosures, Corporate Governance Council Principles and Recommendations (ASX Appendix 4G) are provided to ASX together with the Company's Annual Report. The Corporate Governance Statement is on the Company's website: [www.academies.edu.au](http://www.academies.edu.au)

Signed in accordance with a resolution of the Board of Directors pursuant to section 298 (2)(a) of the Corporations Act 2001.



Dr John Lewis Schlederer  
Director



Christopher Elmore Campbell  
Director

30 August 2024

## AUDITOR'S INDEPENDENCE DECLARATION

### UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

## ACADEMIES AUSTRALASIA GROUP LIMITED

I declare that to the best of my knowledge and belief, during the year ended 30 June 2024, there have been:

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

*Pilot Partners*

**PILOT PARTNERS**

Chartered Accountants



**DANIEL GILL**

Partner

**Signed** on 30 August 2024

Level 10  
1 Eagle Street  
Brisbane Qld 4000

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**  
**For the year ended 30 June 2024**

	Note	FY24 \$000s	FY23 \$000s
Revenue from services	2	46,371	46,509
Student acquisition and teaching costs	3	(25,280)	(23,187)
Gross profit		<u>21,091</u>	23,322
Personnel expenses	3	(12,308)	(12,506)
Premises expenses	3	(2,834)	(2,629)
Other administration expenses	3	(2,541)	(2,212)
		<u>3,408</u>	5,975
Other expenses – Impairments / provisions	3	(6,133)	-
		<u>(2,725)</u>	5,975
Other income	2	229	45
Earnings before interest, depreciation and amortisation		<u>(2,496)</u>	6,020
Depreciation and amortisation expenses	3	(6,711)	(6,997)
Loss on disposal of assets		(13)	(453)
Finance costs	3	(2,020)	(2,142)
Interest income		231	206
Loss before income tax		<u>(11,009)</u>	(3,366)
Income tax expense	4	1,356	760
<b>Loss for the year</b>		<u>(9,653)</u>	(2,606)
<b>Other comprehensive income:</b>			
Exchange differences on translating foreign controlled entities		3	10
Other comprehensive income for the year, net of tax		3	10
<b>Total comprehensive income for the year</b>		<u>(9,650)</u>	(2,596)
<b>(Loss) / profit attributable to:</b>			
Owners of the parent entity		(9,779)	(2,758)
Non-controlling interests		126	152
		<u>(9,653)</u>	(2,606)
<b>Total comprehensive income attributable to:</b>			
Owners of the parent entity		(9,776)	(2,748)
Non-controlling interests		126	152
		<u>(9,650)</u>	(2,596)
<b>Earnings per share (cents per share)</b>			
Basic	7	(7.37)	(2.12)
Diluted	7	(7.37)	(2.12)
Dividends per share (cents)	8	-	-

The accompanying notes form part of these financial statements.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**CONSOLIDATED STATEMENT OF FINANCIAL POSITION**  
**As at 30 June 2024**

	Note	FY24 \$000s	FY23 \$000s
<b>Current Assets</b>			
Cash and cash equivalents	9	5,832	8,046
Trade and other receivables	10	1,905	1,839
Other current assets	11	2,408	3,666
<b>Total Current Assets</b>		<b>10,145</b>	<b>13,551</b>
<b>Non-Current Assets</b>			
Plant and equipment	13	2,337	2,872
Right of use assets	14	31,774	32,652
Deferred tax assets	15	6,647	7,015
Intangible assets	16	28,372	32,802
Other non-current assets	20	850	2,000
Security deposit	9	3,736	2,500
<b>Total Non-Current Assets</b>		<b>73,716</b>	<b>79,841</b>
<b>Total Assets</b>		<b>83,861</b>	<b>93,392</b>
<b>Current Liabilities</b>			
Tuition fees in advance (Deferred income)	17	10,666	15,581
Trade and other payables	17	5,036	4,363
Current tax liabilities	4	219	270
Borrowings	25	5,000	-
Lease liabilities	18	7,013	5,973
Provisions	19	3,712	3,712
<b>Total Current Liabilities</b>		<b>31,646</b>	<b>29,899</b>
<b>Non-Current Liabilities</b>			
Lease liabilities	18	34,153	35,726
Provisions	19	400	359
<b>Total Non-Current Liabilities</b>		<b>34,553</b>	<b>36,085</b>
<b>Total Liabilities</b>		<b>66,199</b>	<b>65,984</b>
<b>Net Assets</b>		<b>17,662</b>	<b>27,408</b>
<b>Equity</b>			
Share capital	20	44,066	44,066
Retained earnings		(26,482)	(17,292)
Foreign currency translation reserve		73	70
Non-controlling interests		5	564
<b>Total Equity</b>		<b>17,662</b>	<b>27,408</b>

The accompanying notes form part of these financial statements.



**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**For the year ended 30 June 2024**

	<b>Ordinary Shares</b>	<b>Retained Earnings</b>	<b>Reserves</b>	<b>Non - Controlling Interests</b>	<b>Total</b>
	<b>\$000s</b>	<b>\$000s</b>	<b>\$000s</b>	<b>\$000s</b>	<b>\$000s</b>
<b>Balance at 1 July 2023</b>	44,066	(17,292)	70	564	27,408
Loss for the period	-	(9,779)	-	126	(9,653)
Exchange differences on translating foreign operations	-	-	3	-	3
<b>Total comprehensive income for the year</b>	-	(9,779)	3	126	(9,650)
Acquisition of remaining 25% of LLI (Note 12)	-	589	-	(685)	(96)
<b>Balance at 30 June 2024</b>	44,066	(26,482)	73	5	17,662
<b>Balance at 1 July 2022</b>	42,066	(14,534)	60	412	28,004
Loss for the period	-	(2,758)	-	152	(2,606)
Exchange differences on translating foreign operations	-	-	10	-	10
<b>Total comprehensive income for the year</b>	-	(2,758)	10	152	(2,596)
Issue of shares (Note 20)	2,000	-	-	-	2,000
<b>Balance at 30 June 2023</b>	44,066	(17,292)	70	564	27,408

The accompanying notes form part of these financial statements.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**CONSOLIDATED STATEMENT OF CASH FLOWS**  
**For the year ended 30 June 2024**

	Note	FY24 \$000s	FY23 \$000s
<b>Cash Flows from Operating Activities</b>			
Receipts from customers		42,908	42,655
Payments to suppliers and employees		(42,371)	(39,473)
Interest received		231	206
Interest paid		(2,007)	(2,125)
Income taxes paid		1,680	(843)
Net cash provided by (used in) operating activities	23a	441	420
<b>Cash Flows from Investing Activities</b>			
Purchase of intangible assets		(117)	(116)
Purchase of plant & equipment		(160)	(329)
Proceeds from sale of plant & equipment		14	-
Net cash provided by (used in) investing activities		(263)	(445)
<b>Cash Flows from Financing Activities</b>			
Directors' loans		5,000	-
Acquisition of remaining 25% of LLI		(32)	-
Lease payments		(6,124)	(5,385)
Net cash provided by (used in) financing activities		(1,156)	(5,385)
<b>Net increase in cash held</b>		<b>(978)</b>	<b>(5,410)</b>
<b>Net cash at the beginning of the financial year</b>		<b>10,546</b>	<b>15,956</b>
<b>Net cash at the end of the financial year</b>		<b>9,568</b>	<b>10,546</b>
<b>Reconciliation of cash balance</b>			
Cash at bank and on hand	9	5,832	8,046
Security deposit	9, 23b	3,736	2,500
		<b>9,568</b>	<b>10,546</b>

The accompanying notes form part of these financial statements.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES**

This financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001*.

The financial report includes the consolidated financial statements of Academies Australasia Group Limited and controlled entities (the Group). Details of the parent entity can be found in Note 27.

Academies Australasia Group Limited is a listed public company, incorporated and domiciled in Australia.

The Group is a for profit entity for financial reporting purposes under Australian Accounting Standards which set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards. Material accounting policies adopted in the preparation of this financial report are presented below and have been consistently applied unless otherwise stated.

The financial statements were authorised for adoption on 30 August 2024.

**New, revised or amending Accounting Standards and Interpretations**

The Group has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the AASB that are mandatory for the current reporting period.

**Bases of preparation**

The financial report has been prepared on the accruals basis and is based on historical costs, modified by the revaluation of certain non-current assets, financial assets and financial liabilities, for which the fair value basis of accounting has been applied. The financial report is presented in Australian Dollars and rounded to the nearest thousand dollars in accordance with Instrument 2016/191.

**Accounting Policies**

**a. Basis of consolidation**

The consolidated financial statements incorporate all of the assets, liabilities and results of the parent (Academies Australasia Group Limited) and all its subsidiaries (including any structured entities). Subsidiaries are entities the parent controls. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A list of the subsidiaries is provided in Note 12.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the Group from the date on which control is obtained by the Group. The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealised gains or losses on transactions between Group entities are fully eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the Group.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

Equity interests in a subsidiary not attributable, directly or indirectly, to the Group are presented as “non-controlling interests”. The Group initially recognises non-controlling interests that are present ownership interests in subsidiaries and are entitled to a proportionate share of the subsidiary’s net assets on liquidation at either fair value or at the non-controlling interests’ proportionate share of the subsidiary’s net assets. Subsequent to initial recognition, non-controlling interests are attributed their share of profit or loss and each component of other comprehensive income. Non-controlling interests are shown separately within the equity section of the statement of financial position and statement of comprehensive income.

**b. Business combinations**

Business combinations occur where an acquirer obtains control over one or more businesses.

A business combination is accounted for by applying the acquisition method, unless it is a combination involving entities or businesses under common control. The business combination is accounted for from the date that control is attained, whereby the fair value of the identifiable assets acquired and liabilities (including contingent liabilities) assumed is recognised (subject to certain limited exemptions).

When measuring the consideration transferred in the business combination, any asset or liability resulting from a contingent consideration arrangement is also included. Subsequent to initial recognition, contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability is remeasured each reporting period to fair value, recognising any change to fair value in profit or loss, unless the change in value can be identified as existing at acquisition date.

All transaction costs incurred in relation to the business combination are expensed to the statement of comprehensive income.

The acquisition of a business may result in the recognition of goodwill or a gain from a bargain purchase.

**c. Cash and cash equivalents**

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of one month or less, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the balance sheet.

**d. Trade and other receivables (including contract assets)**

Trade and other receivables include amounts due from customers for services performed in the ordinary course of business. Receivables expected to be collected within 12 months of the end of the reporting period are classified as current assets. All other receivables are classified as non-current assets.

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any provision for impairment. Refer to Note 10 for further information on the determination of impairment losses.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**e. Financial instruments**

*Recognition and Initial Measurement*

All financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

*Financial Assets – Classification and subsequent measurement*

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis. All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

*Financial liabilities – Classification, subsequent measurement and gains and losses*

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

*Derecognition*

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the amount of the consideration received and receivable is recognised in profit and loss.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

**Fair value**

Fair value is the price the Group would receive to sell an asset in an orderly transaction between independent, knowledgeable and willing parties at measurement date. There are no financial assets or liabilities carried at fair value.

**Financial guarantees**

Where material, financial guarantees are issued, which require the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due, are recognised as a financial liability at fair value on initial recognition. The guarantee is subsequently measured at the higher of the best estimate of the obligation and the amount initially recognised less, when appropriate, cumulative amortisation in accordance with AASB 15 *Revenue from Contracts with Customers*. Where the entity gives guarantees in exchange for a fee, revenue is recognised under AASB 15.

The fair value of financial guarantee contracts has been assessed using a probability weighted discounted cash flow approach. The probability has been based on:

- the likelihood of the guaranteed party defaulting in a year period;
- the proportion of the exposure that is not expected to be recovered due to the guaranteed party defaulting; and
- the maximum loss exposed if the guaranteed party were to default.

**Interest borrowing costs**

Interest payable costs are recognised as expenses in the period in which they are incurred.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**f. Right of use assets and lease liabilities**

The Group's lease portfolio includes property and equipment.

The Group has adopted AASB 16 *Leases* using the full retrospective restatement approach from 1 July 2019, recognising right of use assets (ROUA) and an equivalent lease liability at the commencement of the lease. The ROUA is initially measured at cost less any lease incentives and the lease liability is measured as the present value of the remaining future lease payments discounted at the Group's incremental borrowing rate at the date of initial application.

A depreciation charge against the leased ROUA replaces the straight line expense payment and an interest expense is recognised against the lease liability. Lease payments are no longer recognised as operating cash flows, but as financing cash flows in the Statement of Cash Flows.

AASB 16 eliminates the distinction between operating and finance leases and brings all leases except short term and low value onto the Statement of Financial Position.

The Group recognises a ROUA, representing its right to use the underlying assets and a corresponding lease liability representing its obligation to make future lease payments. The Group recognises a ROUA and lease liability at the commencement date of the lease.

ROUA are initially measured at cost (present value of the lease liability) and subsequently at cost less any accumulated depreciation, impairment losses and adjustments for re-measurement of the lease liability. The ROUA are depreciated using the straight line method from the commencement date to the end of the lease term.

Short term leases (with a term of less than 12 months) and leases of low value assets are not recognised as ROUA and corresponding lease liability. Lease payments on these assets are expensed to the profit and loss account as incurred.

The lease liabilities are initially measured as the present value of future lease payments expected to be paid over the lease term, discounted using the Group's incremental borrowing rate. The lease liability is re-measured if the future estimated lease payments change as a result of rate changes or the likelihood of exercise of extension. The lease liabilities are subsequently increased by the interest cost on the lease liability and decreased by the lease payments.

**Make good liability**

A liability is recognised for the present value of expected costs for future restoration of the leased premises. The liability considers the costs associated with the removal of fittings, fit-out, furniture, signage, and other structures, as well as the cost of restoration of the premises to its original condition by reconditioning or repainting the walls, replacing, or cleaning the surfaces including carpets, tiles, vinyl, wallpaper and so on. The calculation of the make good liability involves assumptions such as lease end dates and cost of make good. The liability recognised for each lease is reviewed at the end of report date and the liability amount is updated based on the information available at the time. Changes to the estimated future make good obligation for leases are recognised in the financial statements by adjusting the lease liabilities account. The make good liability will be carried forward after the lease end date until the make good obligations are fully discharged. The initial estimate of the future make good liability is recognised as part of lease liabilities and the right-of-use assets. The right-of-use asset component is depreciated across the lease term on a straight-line basis. The interest on the make good liability is recognised as part of finance costs.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**g. Leasehold improvements and plant and equipment**

The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the asset's employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

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 Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

**h. Depreciation**

The depreciable amount of all fixed assets including capitalised lease assets is depreciated on a straight-line or a diminishing value basis over their useful lives to the Group 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:

<b>Class of Fixed Asset</b>	<b>Depreciation Rate</b>
Leasehold improvements	2.5 – 30%
Plant and equipment	5 – 67%
Leased plant and equipment	5 – 25%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. 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 the carrying amount. These gains and losses are included in the statement of comprehensive income.

**i. Goodwill**

Goodwill is carried at cost less accumulated impairment losses. Goodwill is calculated as the excess of the sum of:

- the consideration transferred;
- any non-controlling interest; and
- the acquisition date fair value of any previously held equity interest

over the acquisition date fair value of net identifiable assets acquired.



**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

The acquisition date fair value of the consideration transferred for a business combination plus the acquisition date fair value of any previously held equity interest shall form the cost of the investment in the separate financial statements.

Fair value uplifts in the value of pre-existing equity holdings are taken to the statement of comprehensive income. Where changes in the value of such equity holdings had previously been recognised in other comprehensive income, such amounts are recycled to profit or loss.

The amount of goodwill recognised on acquisition of each subsidiary in which the Group holds less than a 100% interest will depend on the method adopted in measuring the non-controlling interest.

The Group can elect in most circumstances to measure the non-controlling interest in the acquiree either at fair value (*full goodwill method*) or at the non-controlling interest's proportionate share of the subsidiary's identifiable net assets (*proportionate interest method*). In such circumstances, the Group determines which method to adopt for each acquisition and this is stated in the respective notes of these financial statements disclosing the business combination.

Under the full goodwill method, the fair value of the non-controlling interest is determined using valuation techniques which make the maximum use of market information where available. Under this method, goodwill attributable to the non-controlling interests is recognised in the consolidated financial statements.

Goodwill on acquisitions of subsidiaries is included in intangible assets.

Goodwill is tested for impairment annually and is allocated to the Group's cash-generating units or groups of cash-generating units, representing the lowest level at which goodwill is monitored not larger than an operating segment. Gains and losses on the disposal of an entity include the carrying amount of goodwill related to the entity disposed of.

**j. Intangible assets**

Intangible assets include course development costs and other intangible assets.

Course development costs are capitalised where they can be related to the development of an identifiable and separable resource and which yields particular streams of future economic benefits. They are only capitalised when technical feasibility studies identify that the project is expected to deliver future economic benefits and these benefits can be measured reliably. These capitalised costs are amortised over their useful lives starting from the time the development of a particular resource is complete and available for use. The period of amortisation is up to 5 years.

**k. Impairment of assets**

At each reporting date, the Group reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the statement of comprehensive income.

Impairment testing is performed annually for goodwill and intangible assets with indefinite lives. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

Collectibility of trade and other receivables and contract assets are reviewed on an ongoing basis. Debts are written off when they are known to be uncollectible. An allowance for expected credit losses is raised where some doubt as to collection exists and is the difference between the total amount owing and the amount expected to be recovered. The Group also applies the AASB 9 simplified model of recognising lifetime expected credit losses for receivables as these items do not have a significant financing component. An expected credit loss allowance is recognised for the total expected loss from possible default events that may arise over the expected life of the financial asset.

Expected credit losses are the probability-weighted estimate of credit losses over the expected life of a financial instrument. A credit loss is the difference between all contractual cash flows that are due and all cash flows expected to be received, all discounted at the original effective interest rate of the financial instrument.

*Recognition of expected credit losses in financial statements*

At each reporting date, the Group recognises the movement in the loss allowance as an impairment gain or loss in the statement of profit or loss and other comprehensive income.

The carrying amount of financial assets measured at amortised cost includes the loss allowance relating to that asset.

The Group has applied the expected credit loss model based on lifetime expected loss allowance for contract assets.

**l. Trade and other payables**

Trade and other payables represent the liabilities for goods and services received by the entity that remain unpaid at the end of the reporting period. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability.

**m. Provisions and employee benefits**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits.

**n. Issued capital**

Ordinary shares are classified as equity, and are recognised at the fair value of the consideration received by the company. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**o. Revenue**

Revenue is recognised over the period of tuition, upon completion of specific performance obligations of each of the contracts. No revenue is recognised prior to a student commencing the tuition phase of delivery. As all student contracts are for the provision of tuition, income for tuition is recognised as training is provided. Payment terms vary from contract to contract but in most cases, cash is received prior to the performance obligation being delivered. International students in particular are required to pay some level of tuition in advance. Monies received in advance are held as unearned income and recognised as revenue as the performance obligations are satisfied. Generally, the Group's obligations in respect of refunds cease after the course commences.

Revenue derived from the provision of education services is measured at the fair value of consideration received or receivable to the extent that economic benefits will flow to the Group and the revenue can be reliably measured.

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

Dividend revenue is recognised when the right to receive a dividend has been established.

Rental revenue is recognised on a straight line accrual basis over the term of the lease.

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

**p. 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 Taxation 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 balance sheet are shown inclusive of GST.

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

**q. Income tax**

The charge for current income tax expense is based on the profit for the year adjusted for any non-assessable or disallowed items. It is calculated using the tax rates that have been enacted or are substantially enacted by the balance sheet date.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the income statement except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the Group will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

Academies Australasia Group Limited and its wholly-owned Australian subsidiaries have formed an income tax consolidated group under the tax consolidation regime. The Group notified the Australian Taxation Office that it had formed an income tax consolidated group to apply from 1 July 2003.

The tax consolidated group has entered a tax sharing agreement whereby each company in the group contributes to the income tax payable in proportion to their contribution to the net profit before tax of the tax consolidated group.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**r. Foreign currency transactions and balances**

Foreign currency transactions are translated into Australian currency (the functional currency) using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

*Foreign Group Companies*

The financial results and position of foreign operations whose functional currency is different from the Group's presentation currency are translated as follows:

- assets and liabilities are translated at year-end exchange rates prevailing at the end of the financial year;
- income and expenses are translated at average rates for the period; and
- retained earnings are translated at the exchange rates prevailing at the date of the transaction.

Exchange differences arising on translation of foreign operations are transferred directly to the Group's foreign currency translation reserve in the statement of financial position. These differences are recognised in the statement of comprehensive income.

**s. Earnings per share**

Basic earnings per share are calculated as net profit attributable to members of the parent divided by the weighted average number of ordinary shares.

**t. Comparative figures**

When required by Accounting Standards, comparative figures have been restated to conform to changes in presentation for the current financial year.

**u. Critical accounting estimates and judgements**

The Directors evaluate estimates and judgements incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group. These estimates and judgements are considered significant items of revenue and expenses relevant in explaining the financial performance.

*Key Estimates – Impairment*

The Group assesses impairment at each reporting date by evaluating conditions specific to the Group 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. Further details on the key estimates used in impairment can be found in Note 16. For FY24, an impairment of \$4,408,000 has been recognised in respect of goodwill, a provision for impairment of \$575,000 against right of use assets and a provision for impairment of \$1,150,000 against the loans secured for the issue of shares in the employee incentive scheme.

*Key Estimates – Revenue*

The extent to which performance obligations have been satisfied in respect of revenue is estimated as per the revenue policy (Note 1(o)).

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

*Key Estimates- Recoverability of Receivables*

The extent to which receivables are recoverable is used in estimating any allowance for expected credit losses.

Factors considered include:

- the aging profile of receivables;
- the recognition of a corresponding deferred income liability;
- the nature of the debtor (e.g. government, business or individual);
- subsequent recovery of the receivable after date; and
- prior history.

**v. Segment reporting**

An operating segment is a component of an entity:

- 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);
- whose operating results are regularly reviewed by the entity's Board to make decisions about resources to be allocated to the segment and assess its performance; and
- for which discrete financial information is available.

The Company has only one operating segment: Education.

**w. Going Concern**

These financial statements have been prepared adopting the going concern assumption, which contemplates the orderly realisation of assets and payment of liabilities in the ordinary course of business.

The appropriateness of this assumption is dependent upon:

- the continued support of the Group's bankers;
- the continued support of shareholders in the event of a capital raising;
- the ability of the Group to return to profitable trading; and
- the orderly realisation of selected assets in the ordinary course of business at values at least equal to their book values.

The financial statements show that the Group had a net loss of \$9,653,000 for FY24 (FY23: loss 2,606,000). After adjusting for non-cash impairments / provisions totalling \$6,133,000, the loss was \$3,520,000.

The Board is currently satisfied that there are reasonable grounds to assume that the Company will meet its future financial obligations as and when they fall due.

The following factors support this assumption:

- Positive cash flow from operations for the year of \$441,000.
- Substantial cash holdings across the Group of \$9,568,000 of which \$3,166,000 is required to be held in the TPS controlled accounts.
- Positive net assets of \$17,662,000.
- No bank debt.
- Significant efforts made to rationalise the cost structures of the business.

The Board recognises that the Statement of Financial Position shows that the current liabilities exceed current assets by \$21,501,000. Included in the current liabilities are fees paid in advance of \$10,666,000. This is not an amount payable in the ordinary course of business and will be recognised as income as tuition is delivered.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
For the year ended 30 June 2024

	FY24 \$000s	FY23 \$000s
<b>2. REVENUE</b>		
<b>Operating activities</b>		
Revenue from services	46,371	46,509
<b>Non-operating activities</b>		
Government/State assistance	91	39
Rent received / rental rebates	124	6
Other income	14	-
	<u>229</u>	<u>45</u>
<b>3. PROFIT FOR THE YEAR</b>		
<b>Student acquisition and teaching costs</b>		
- Teaching costs	15,004	13,477
- Acquisition costs	8,949	8,498
- Teaching materials	1,327	1,212
	<u>25,280</u>	<u>23,187</u>
<b>Personnel expenses</b>		
- Wages and salaries	10,510	10,283
- Superannuation	715	720
- Payroll tax	651	630
- Other	432	873
	<u>12,308</u>	<u>12,506</u>
<b>Premises expenses</b>		
- Rental	420	313
- Outgoings	1,251	1,346
- Electricity	267	221
- Cleaning	493	415
- Other	403	334
	<u>2,834</u>	<u>2,629</u>
<b>Other administration expenses</b>		
- Other administration expenses	2,556	2,223
- Bad and doubtful debts	(15)	(11)
	<u>2,541</u>	<u>2,212</u>
<b>Other expenses – Impairments / provisions</b>		
- Impairment for goodwill - STA	4,408	-
- Provision for impairment - ROUA	575	-
- Provision for impairment on loans secured for the issue of shares in the employee incentive plan	1,150	-
	<u>6,133</u>	<u>-</u>
<b>Depreciation and Amortisation expenses</b>		
- Depreciation plant and equipment	211	257
- Amortisation of intangible assets	600	666
- Depreciation of right of use assets	5,877	6,038
- Depreciation of make good	23	36
	<u>6,711</u>	<u>6,997</u>
<b>Finance costs</b>		
- Interest and bank facility fees	191	165
- Interest recognised on lease liability	1,816	1,960
- Interest recognised on make good	13	17
	<u>2,020</u>	<u>2,142</u>

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<b>4. INCOME TAX EXPENSE</b>	<b>FY24</b>	<b>FY23</b>
	<b>\$000s</b>	<b>\$000s</b>
a. The components of tax expense comprise:		
Current tax	(232)	(529)
Deferred tax	(368)	1,289
Deferred tax – adjustments to FY23 balance *	1,956	-
	<u>1,356</u>	<u>760</u>

\* The adjustments to the FY23 deferred tax balance relate to the carry back of losses to prior years resulting in a refund of tax.

b. The prima facie tax on loss from ordinary activities before tax is reconciled to income tax as follows:		
Tax payable on loss from ordinary activities before tax at 25% (FY23:25%)	(2,752)	(842)
Add/(less) tax effect of:		
i. Permanent differences	1,538	88
ii. Assumption of tax balances of controlled entities	(142)	(6)
Income tax expense attributable to the entity	<u>(1,356)</u>	<u>(760)</u>

The effective tax rate is 12 % (FY23: 23%).

c. Current tax payable for the year reconciles as follows:		
Opening provision	270	597
Add: Current year provision	232	529
Less: Prior year adjustments to deferred tax balance	(1,956)	-
Add: Prior year	(7)	(13)
Less: Tax paid	1,680	(843)
Closing provision	<u>219</u>	<u>270</u>

AAC is resident in Singapore for tax purposes.

**5. DIRECTORS AND SENIOR COMPANY EXECUTIVES' COMPENSATION**

- a. Details of Directors and Senior Company Executives, including remuneration, have been set out on pages 8 to 12.
- b. Shareholdings

Number of shares in the Company held by Senior Company Executives and parties related to them:

	<b>Balance</b>	<b>Purchased</b>	<b>Balance</b>
	<b>1 July 2023</b>	<b>on ASX</b>	<b>30 June 2024</b>
Christopher Elmore Campbell	20,400,000	303,875	20,703,875
Gabriela Del Carmen Rodriguez Naranjo	2,600,000	-	2,600,000

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	<b>FY24</b>	<b>FY23</b>
	<b>\$000s</b>	<b>\$000s</b>
<b>6. AUDITORS' REMUNERATION</b>		
Remuneration of the auditors of the parent entity for:		
- Auditing and reviewing the financial report	288	286
- Taxation services	66	66
- Other services	4	4
	<u>358</u>	<u>356</u>
Remuneration of other auditors of subsidiaries for:		
- Auditing and reviewing the financial report	29	42
- Taxation services	3	4
- Other services	4	21
	<u>36</u>	<u>67</u>

**7. EARNINGS PER SHARE**

Basic (cents per share)	<u>(7.37)</u>	<u>(2.12)</u>
Diluted (cents per share)	<u>(7.37)</u>	<u>(2.12)</u>
Weighted average number of ordinary shares used in calculation of basic earnings per share	<u>132,614,467</u>	<u>130,326,796</u>

The earnings amount used was a loss on ordinary activities after tax attributable to owners of the parent entity of \$9,779,000 (FY23: loss \$2,758,000).

	<b>FY24</b>	<b>FY23</b>
	<b>\$000s</b>	<b>\$000s</b>
<b>8. DIVIDENDS PER SHARE</b>		
Distributions recognised:		
Year ended 30 June 2024: interim ordinary dividend of 0 cents per share, fully franked (FY23: 0 cents per share)	-	-
Year ended 30 June 2023: final ordinary dividend of 0 cents per share, fully franked, paid in 2023 (FY22: 0 cents per share)	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>
Dividends proposed or declared but not recognised in the financial statements:		
Proposed fully franked ordinary dividend of 0 cents per share (FY23: fully franked 0 cents)	-	-
Balance of franking account at year end adjusted for franking credits arising from payment of income tax	<u>2,901</u>	<u>3,884</u>



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	<b>FY24</b>	<b>FY23</b>
	<b>\$000s</b>	<b>\$000s</b>
<b>9. CASH AND CASH EQUIVALENTS</b>		
CURRENT		
Cash at bank and on hand	<u>5,832</u>	<u>8,046</u>
NON-CURRENT		
Security deposit	<u>3,736</u>	<u>2,500</u>

There is no overdraft balance at 30 June 2024 (FY23: NIL). The net cash position is \$5,832,000 (FY23: 8,046,000).

The security deposit is in respect to rental bonds on leased premises. (See note 23b)

Included in the above amounts are tuition fees held in TPS accounts in Australia.

As at 30 June 2024, the Group held \$3,166,000 (FY23: \$6,675,000) in TPS accounts.

*(In 2012 the Education Services for Overseas Student Act 2000 (“ESOS Act”) was amended to provide additional protection for international students studying in Australia. With effect from 1 July 2013, the Group is required to maintain, in Australia, separate bank accounts (TPS accounts) for prepaid fees received from international students prior to commencement of their course. Once the students commence their course, the funds may be transferred from the TPS accounts to operating cash reserves. At all times, the Group must ensure that there are sufficient funds in the TPS accounts to repay any prepaid tuition fees to international students who have not yet commenced their course. Fees paid by students who have commenced their course are deposited directly to operating cash reserves. All fees received, whether deposited to TPS or Group cash reserves are initially accounted for as unearned income, being subject to the Group’s revenue recognition policy).*

	<b>FY24</b>	<b>FY23</b>
	<b>\$000s</b>	<b>\$000s</b>
<b>10. TRADE AND OTHER RECEIVABLES</b>		
CURRENT		
Trade receivables	209	299
Less allowance for expected credit losses	<u>(29)</u>	<u>(44)</u>
	180	255
Contract assets	1,250	1,199
Other receivables	<u>475</u>	<u>385</u>
	<u>1,905</u>	<u>1,839</u>

a. The ageing analysis of trade receivables is as follows:

0 -30 days	177	162
31- 60 days – not impaired *	6	21
61- 90 days – not impaired *	9	2
Over 90 days – not impaired *	-	70
Past due and impaired	<u>17</u>	<u>44</u>
	<u>209</u>	<u>299</u>

\* These are debtors that are past due for which no collateral is held and for which no provision for doubtful debts has been made as there has not been a significant change in credit quality and the directors believe that the amounts are still recoverable.

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**10. TRADE AND OTHER RECEIVABLES (continued)**

- b. The Group has an exposure to credit risk in Singapore and Australia given the Group's operations in those countries. For FY24, an amount of \$27,000 is included in trade and other receivables in respect of the business operations in Singapore. All other receivables of the Group are exposures in Australia.

	<b>FY24</b>	<b>FY23</b>
	<b>\$000s</b>	<b>\$000s</b>
c. Allowance for expected credit losses at the start of the year	44	128
Movement in expected credit losses	(15)	(84)
Allowance for expected credit losses at the end of the year	<u>29</u>	<u>44</u>

- d. The following factors were considered when assessing credit losses, receivables and contract assets:
- i. A review was performed during the year and credit losses were recognised as impairments
  - ii. Government debtors are assessed as low risk
  - iii. Significant amounts of debtors were recovered after the year end
  - iv. Other than SPT, historical levels of bad debts have been low

	<b>FY24</b>	<b>FY23</b>
	<b>\$000s</b>	<b>\$000s</b>
<b>Allowance for expected credit losses</b>		
Trade receivables	209	299
Contract assets	1,250	1,199
<b>Sub-total</b>	<u>1,459</u>	1,498
Lower risk government debtors	(1,214)	(1,158)
<b>Sub- total</b>	<u>245</u>	340
<b>Allowance for credit losses</b>	(29)	(44)
<b>Credit Loss %</b>	<b>11.8%</b>	12.9%

**11. OTHER CURRENT ASSETS**

Prepayments	2,049	3,317
Security deposits	359	349
	<u>2,408</u>	<u>3,666</u>

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12. CONTROLLED ENTITIES	Country of Incorporation	Percentage Owned/Controlled	
		FY24	FY23
Academies Australasia Group Limited (Ultimate Parent Entity)			
Subsidiaries (controlled directly or indirectly)			
ACA Investment Holdings Pte. Limited	Singapore	100	100
Academies Australasia (Management) Pty Limited	Australia	100	100
Academies Australasia College Pte. Limited	Singapore	100	100
Academies Australasia Institute Pty Limited	Australia	100	100
Academies Australasia Polytechnic Pty Limited	Australia	100	100
Academies Australasia Pty Limited	Australia	100	100
Academy of English Pty Limited	Australia	100	100
AKG Investment Holdings Pty Limited	Australia	100	100
AKG2 Investment Holdings Pty Limited	Australia	100	100
AKG3 Investment Holdings Pty Limited	Australia	100	100
AKG4 Investment Holdings Pty Limited	Australia	100	100
AKG5 Investment Holdings Pty Limited	Australia	100	100
AKG6 Investment Holdings Pty Limited	Australia	100	100
AKG7 Investment Holdings Pty Limited	Australia	100	100
AMC Training Pty Limited	Australia	100	100
AMI Education Pty Limited	Australia	100	100
Australian College of Technology Pty Limited	Australia	100	100
Australian Institute of Professional Studies Pty Limited	Australia	100	100
Australian International High School Pty Limited	Australia	100	100
Australian Trades Institute Pty Limited	Australia	100	100
Benchmark Resources Pty Limited T/A Benchmark College	Australia	100	100
Centre for Australian Education Pte. Limited	Singapore	100	100
Clarendon Business College Pty Limited	Australia	100	100
Academies Australasia Hair and Beauty T/A Brisbane School of Hairdressing, Gold Coast School of Hairdressing, Brisbane School of Beauty and Brisbane School of Barbering	Australia	100	100
CLB Training & Development Pty Limited as trustee for the CLB Unit Trust T/A Spectra Training	Australia	100	100
Discover English Pty Limited	Australia	100	100
International College of Capoeira Pty Limited T/A College of Sports & Fitness	Australia	67.54	67.54
Humagement Pty Limited T/A Print Training Australia	Australia	100	100
Kreate Pty Limited T/A RuralBiz Training	Australia	100	100
Language Links International Pty Limited	Australia	100	75
Live. Laugh. Learn. Pty Limited	Australia	100	100
Newco CLB Training & Development Pty Limited	Australia	100	100
Skilled Placements Pty Limited	Australia	100	100
Supreme Business College Pty Limited	Australia	100	100
Transformations – Pathways to Competence and Developing Excellence Pty Limited T/A Skills Training Australia	Australia	100	100
Vostro Institute of Training Australia Pty Limited	Australia	100	100

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
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**12. CONTROLLED ENTITIES (continued)**

**Acquisition of controlled entities**

The following schedule shows the effect on the equity of the Group on the acquisition of the remaining 25% of LLI on 28 March 2024.

	<b>LLI Fair Value \$'000s</b>
Recognised in retained earnings	<b>589</b>
Non-controlling interest acquired	<b>(685)</b>
Effect on total equity of the Group.	<b>(96)</b>

**13. PLANT AND EQUIPMENT**

	<b>FY24 \$000s</b>	<b>FY23 \$000s</b>
Plant and equipment		
At cost	<b>4,672</b>	4,745
Accumulated depreciation	<b>(3,808)</b>	(3,738)
	<b>864</b>	1,007
Leasehold improvements		
At cost	<b>6,851</b>	6,794
Accumulated amortisation	<b>(5,378)</b>	(4,929)
	<b>1,473</b>	1,865
Total plant & equipment	<b>2,337</b>	2,872

	Plant and equipment	Leasehold improvements	Total
<b>Year ended 30 June 2024</b>	\$000s	\$000s	\$000s
Balance at the beginning of the year	1,007	1,865	2,872
Additions	91	69	160
Disposals	(23)	(1)	(24)
Depreciation expense	(211)	(460)	(671)
Net foreign currency difference arising on translation of financial statements of foreign operations	-	-	-
Carrying amount at the end of the year	<b>864</b>	<b>1,473</b>	<b>2,337</b>

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**13. PLANT AND EQUIPMENT (continued)**

	Plant and equipment	Leasehold improvements	Total
<b>Year ended 30 June 2023</b>	\$000s	\$000s	\$000s
Balance at the beginning of the year	987	2,756	3,743
Additions	250	79	329
Disposals	(10)	(425)	(435)
Depreciation expense	(257)	(516)	(773)
Net foreign currency difference arising on translation of financial statements of foreign operations	37	(29)	8
Carrying amount at the end of the year	<u>1,007</u>	<u>1,865</u>	<u>2,872</u>

**14. RIGHT OF USE ASSETS**

	<b>FY24</b> <b>\$000s</b>	<b>FY23</b> <b>\$000s</b>
Right of use assets		
At cost	<b>58,999</b>	60,671
Accumulated depreciation	<b>(26,755)</b>	(28,147)
Provision for impairment	<b>(575)</b>	-
	<u><b>31,669</b></u>	<u>32,524</u>
Make good		
At cost	<b>293</b>	293
Accumulated depreciation	<b>(188)</b>	(165)
	<u><b>105</b></u>	<u>128</u>
Total	<u><b>31,774</b></u>	<u>32,652</u>
Balance at the beginning of the year	<b>32,524</b>	21,436
Additions	<b>5,697</b>	17,055
Modifications	<b>(3)</b>	7
Terminations	<b>25</b>	-
Depreciation expense	<b>(5,877)</b>	(6,038)
Provision for impairment	<b>(575)</b>	-
Net foreign currency difference arising on translation of financial statements of foreign operations	<b>(123)</b>	64
Carrying amount at the end of the year	<u><b>31,669</b></u>	<u>32,524</u>
Make good	<u><b>105</b></u>	<u>128</u>

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**15. DEFERRED TAX ASSETS / LIABILITIES**

	<b>FY24</b>	<b>FY23</b>
	<b>\$000s</b>	<b>\$000s</b>
Deferred Tax Asset	<u>6,647</u>	7,015

The deferred tax asset is made up of the following estimated tax benefits:

Temporary differences:

- deferred tax assets	<b>12,278</b>	13,994
- deferred tax liabilities	<b>(7,799)</b>	(8,653)
- losses	<b>2,168</b>	1,674
	<u><b>6,647</b></u>	<u>7,015</u>

	Opening Balance Restated \$000s	Charged To Income \$000s	Closing Balance \$000s
<b>Deferred Tax Assets</b>			
Plant & equipment	14	20	34
Provisions	1,024	5	1,029
Unearned income	2,043	(1,249)	794
Lease liabilities and make good	10,363	(492)	9,871
Other	550	-	550
	<u>13,994</u>	<u>(1,716)</u>	<u>12,278</u>
<b>Deferred Tax Liabilities</b>			
Right of use assets and make good	(8,122)	594	(7,528)
Prepayments and other	(531)	260	(271)
	<u>(8,653)</u>	<u>854</u>	<u>(7,799)</u>
<b>Losses</b>	<u>1,674</u>	<u>494</u>	<u>2,168</u>
<b>Total</b>	<u>7,015</u>	<u>(368)</u>	<u>6,647</u>

**FY24**  
**\$000s**

**FY23**  
**\$000s**

Deferred tax assets not brought to account, the benefits of which will only be realised if the conditions for deductibility set out in Note 1(q) occur:

Tax (operating) losses	<u>320</u>	<u>324</u>
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<b>16. INTANGIBLE ASSETS</b>	<b>FY24</b> <b>\$000s</b>	<b>FY23</b> <b>\$000s</b>
Goodwill at cost	32,758	32,758
Accumulated impairment losses	(4,790)	(382)
Net carrying value	<u>27,968</u>	<u>32,376</u>
Course development costs and capitalised licences	2,889	2,772
Accumulated amortisation	(2,488)	(2,349)
Net carrying value	<u>401</u>	<u>423</u>
Other at cost	3	3
	<u>28,372</u>	<u>32,802</u>

	Goodwill	Course Development Costs and capitalised licences	Other	Total
	\$000s	\$000s	\$000s	\$000s
<b>Year ended 30 June 2024</b>				
Balance at the beginning of the year	32,376	423	3	32,802
Impairment of goodwill - STA	(4,408)	-	-	(4,408)
Course development costs and capitalised licences additions	-	117	-	117
Course development costs and capitalised licences amortisation	-	(140)	-	(140)
Balance at the end of the year	<u>27,968</u>	<u>401</u>	<u>3</u>	<u>28,372</u>
<b>Year ended 30 June 2023</b>				
Balance at the beginning of the year	32,376	476	3	32,855
Course development costs and capitalised licences additions	-	116	-	116
Course development costs and capitalised licences write off	-	(19)	-	(19)
Course development costs and capitalised licences amortisation	-	(150)	-	(150)
Balance at the end of the year	<u>32,376</u>	<u>423</u>	<u>3</u>	<u>32,802</u>

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**16. INTANGIBLE ASSETS (continued)**

**Impairment of goodwill - STA**

In anticipation that there would be public funding to subsidise training in nursing and that non-public training organisations would not qualify for that subsidy, our college delivering a nursing qualification taught out existing students and withdrew its application to renew the qualification. It was considered imprudent to try to compete against public funded operators – especially because the course is expensive to run, it was very difficult to get appropriately qualified nursing professionals as trainers as well as to secure placements for students to get practical experience at hospitals (without which students cannot graduate). All this against a background where government policies about international students continue to be unclear, and the minimum English language requirement for enrolment in a Diploma in Nursing was increased to IELTS 7.0 or equivalent. Giving up the nursing qualification, which was the main business of the college, required an impairment of \$4,408,000 against the goodwill component of the cost of the acquisition of the college in November 2014, and a provision for impairment of \$575,000 against right of use assets (Note 14) which relates to the lease on college premises.

Goodwill is assessed by management at the cash generating unit level. The recoverable amount of the cash-generating unit is determined based on a value in use calculation using cash flow projections covering five years. Cash flows beyond the five-year period are estimated using a terminal value calculated under standard valuation principles incorporating a long-term growth rate.

The following assumptions were used in the value in use calculations:

Revenue Growth	Revenue Growth	Pre-tax Free Cash Flow – Revenue from Services	Pre-tax Free Cash Flow – Revenue from Services per annum	Pre-tax Discount Rate	Long Term Growth Rate
FY25 20.5%	FY26-FY29 7.4%	FY25 11.6%	FY26-FY29 11.6%	11.8%	2.0%

An impairment would be triggered if any one of the key assumptions (with all other assumptions held constant) set out below applies over a 5-year period:

- Revenue growth rate is 6.7% or lower.
- Pre-tax discount rate exceeds 13.2%.
- Pre-tax free cash flow – revenue from services per annum FY25-FY29 is 8.3% or lower.
- Long term growth rate is minus 0.8% or lower

<b>17. TRADE AND OTHER PAYABLES</b>	<b>FY24 \$000s</b>	<b>FY23 \$000s</b>
<b>CURRENT</b>		
<u>Unsecured Liabilities</u>		
Tuition fees in advance (Deferred income)	<b>10,666</b>	15,581
Trade payables	<b>1,331</b>	977
Sundry payables and accrued expenses	<b>3,705</b>	3,386
	<b>15,702</b>	19,944



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	<b>FY24</b>	<b>FY23</b>
	<b>\$000s</b>	<b>\$000s</b>
<b>18. LEASE LIABILITIES</b>		
Balance at beginning of year	<b>41,140</b>	29,375
Additions – new leases	<b>5,672</b>	17,055
Terminated	<b>28</b>	-
Lease modifications	<b>(3)</b>	7
Lease payments	<b>(6,124)</b>	(5,385)
Net foreign currency difference arising on translation of financial statements of foreign operations	<b>(119)</b>	88
Balance at end of year	<b>40,594</b>	41,140
Make good	<b>572</b>	559
Total	<b>41,166</b>	41,699
Current	<b>7,013</b>	5,973
Non-current	<b>34,153</b>	35,726
Total	<b>41,166</b>	41,699
Lease liability – undiscounted		
Less than one year	<b>9,484</b>	8,622
One to five years	<b>36,402</b>	35,014
More than five years	<b>6,562</b>	11,493
Total undiscounted lease liabilities at end of year	<b>52,448</b>	55,129

a. Short-term lease payments expensed to the profit and loss account in the year \$420,000 (FY23: \$313,000) (Note 3)

	<b>FY24</b>	<b>FY23</b>
	<b>\$000s</b>	<b>\$000s</b>
<b>19. PROVISIONS</b>		
<b>CURRENT</b>		
Employee entitlements	<b>3,712</b>	3,712
<b>NON-CURRENT</b>		
Employee entitlements	<b>400</b>	359

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**20. SHARE CAPITAL**

	FY24	FY24	FY23	FY23
	Share number	\$000s	Share number	\$000s
<b>Issued Share Capital</b>				
Ordinary shares fully paid	<b>132,614,467</b>	<b>44,066</b>	132,614,467	44,066
<b>Ordinary share capital</b>				
Balance at the beginning of the financial year	<b>132,614,467</b>	<b>44,066</b>	127,614,467	42,066
Employee incentive plan – 22 November 2022	-	-	2,500,000	1,000
Employee incentive plan – 5 January 2023	-	-	2,500,000	1,000
Balance at the end of the financial year	<b>132,614,467</b>	<b>44,066</b>	132,614,467	44,066

i. Shares disclosure.

Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held.

At a shareholders meeting each ordinary share is entitled to one vote.

The number of shares authorised is equal to the number of shares issued. Shares have no par value.

ii. Capital Management.

Management controls the capital of the Group in order to maintain an acceptable debt to equity ratio, provide the shareholders with adequate returns and ensures that the Group can fund its operations and continue as a going concern. The Group's debt and capital includes ordinary share capital and financial liabilities, supported by financial assets.

Management effectively manages the Group's capital by assessing financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels, distributions to shareholders and share issues.

There were no changes in the Group's capital management procedures during the year.

iii. Employee incentive plan

Shareholders on 18 November 2022 authorised the issue of 2,500,000 ordinary shares to Gabriela Del Carmen Rodriguez Naranjo under the Plan. The shares were issued on 22 November at 40 cents per share, which was the closing price the day before. Under the Plan, the issue was secured by an interest free non-recourse loan of \$1,000,000.

On 5 January 2023 2,500,000 shares at 40 cents per share, which was the closing price the day before, were issued under the Plan. The shares were issued to Bibhod Dotel (1,000,000 shares), Joanna Kelly (1,000,000 shares) and Dr Sreekanth Vinnakota (500,000 shares). Under the Plan, the issues were secured by interest free non-recourse loans of \$400,000, \$400,000 and \$200,000 respectively.

A provision for impairment of \$1,150,000 was made against the non-recourse loans of \$2,000,000 that secure the 5,000,000 shares issued at 40 cents each under the employee incentive plan. The share price as at 30 June 2024 was 17 cents (\$850,000). This provision will be adjusted according to the share price as at 30 June and 31 December while the loans are in place.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

## **21. CONTINGENT LIABILITIES**

### **Corporate Guarantee**

There is a corporate guarantee between wholly-owned Group companies as security for bank facilities in effect during the year. This guarantee does not include:

Academies Australasia College Pte. Limited  
Academies Australasia Hair and Beauty Pty Limited  
AKG6 Investment Holdings Pty Limited  
AMC Training Pty Limited  
Centre for Australian Education Pte. Limited  
Humanagement Pty Limited  
International College of Capoeira Pty Limited  
Kreate Pty Limited  
Language Links International Pty Limited

The Company has provided a corporate guarantee to the landlord of the Goulburn Street premises in respect to rental of the premises by Academies Australasia Pty Limited, the lessee. The Company is also a guarantor for leases taken out by Benchmark College, Skills Training Australia and Gold Coast School of Hairdressing.

## **22. SEGMENT REPORTING**

### **Business segments**

The Company has determined that it has only one operating segment: Education.

### **Geographical information**

The Group operates in Australia and Singapore. The revenues and non-current assets of the Group for the year ended 30 June 2024 are as follows:

	\$000s	\$000s
<b>Geographic Location</b>	Australia	Singapore
Revenues from External Customers	40,316	6,055
Non-current assets	65,077	8,639

### **Accounting Policies**

Segment revenues and expenses are those directly attributable to the segments.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
For the year ended 30 June 2024

	FY24 \$000s	FY23 \$000s
<b>23. CASH FLOW INFORMATION</b>		
<b>a. Reconciliation of cash flow from operations with loss after income tax</b>		
Loss after income tax	(9,653)	(2,606)
Non-cash flows in profit		
Amortisation	600	666
Depreciation	6,111	6,331
Net loss on disposal of plant and equipment	13	453
Write-downs to recoverable amounts	(15)	(11)
Unrealised foreign exchange movement	(27)	15
Impairment of goodwill - STA	4,408	-
Provision for impairment ROUA	575	-
Provision for impairment on loans secured for the issue of shares in the employee incentive plan	1,150	-
Changes in assets and liabilities		
(Increase)/decrease in trade and other receivables	(52)	403
(Increase)/decrease in other current assets	1,258	(395)
(Increase)/decrease in intangibles	-	-
(Increase)/decrease in deferred tax assets	375	(1,277)
Increase/(decrease) in trade and other payables	(4,305)	(3,179)
Increase/(decrease) in tax payables	(51)	(327)
Increase/(decrease) in provisions	54	347
Cash flow from operations	<u>441</u>	<u>420</u>

**b. Borrowing arrangements with banks**

**Total Facilities**

Credit standby facility available	4,032	4,100
Amount utilised	(4,031)	(4,031)
	<u>1</u>	<u>69</u>
Overdraft facility available	100	100
Amount utilised	-	-
	<u>100</u>	<u>100</u>

*Credit standby*

Line fee 2.0%. Usage fee 1.75%.

Security deposit for rental bonds on leased premises \$3,736,000 (FY23: \$2,500,000). Interest rates are variable and subject to adjustment.

*Bank overdraft*

General terms and conditions apply. Interest rates are variable and subject to adjustment.

*The credit standby, bank overdraft and commercial card facilities are due for review on 29 November 2024.*

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**24. EVENTS AFTER THE BALANCE SHEET DATE**

The Federal Government this week released some details on their intention to impose caps on commencements in respect to international students studying HE and VET courses in Australia from 1 January 2025. Based on FY24 revenue figures, 69% of the Group's business will not be impacted by the proposed caps.

There were no other matters or circumstances that have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in subsequent financial years.

**25. RELATED PARTY TRANSACTIONS**

**Directors' transactions with the Company and the Group**

**Directors' loans**

On 17 April 2024, four directors extended a total of \$1.0 million as unsecured loans to AKG: Dr John Schlederer - \$200,000; Chiang Meng Heng - \$700,000; Gabriela Rodriguez - \$50,000; and Sartaj Hans - \$50,000. On 29 June 2024, Chiang Meng Heng extended an unsecured loan of \$4.0 million. Total loans extended by directors \$5.0 million.

The material features of each of the above loans are:

- The interest rate applicable to each loan is 9% per annum calculated on a simple interest basis.
- Interest on each loan is paid quarterly.
- The principal must be paid within 12 months of the advance date.
- The loans are unsecured.
- The loan agreements contain warranty and covenant clauses standard for agreements of this nature.
- The loan agreements do not include any right to convert the loans to AKG shares.

Accrued interest on the loans to 30 June 2024 of \$21,570 is included in accrued expenses (Note 17).

Details of Directors' remuneration are set out in the Remuneration Report on pages 10 to 12. Directors are reimbursed for expenses incurred by them on behalf of the Group.

**Other Directors' transactions**

Included in sundry payables (Note 17) is an amount owing to Christopher Campbell of \$150,000 for expenses paid. There is no interest on this balance.

**Directors' and specified executives' relevant interests in shares**

See Directors' Report on pages 8,9 and 30.

**Other related party transactions**

Transactions between the Company and controlled entities comprise loans, management fees and interest and are eliminated on consolidation.

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**26. FINANCIAL INSTRUMENTS**

**Financial Risk Management**

The Group's financial instruments consist mainly of deposits with banks, investments, accounts receivable and payable, loans to and from subsidiaries, bills and leases.

The main purpose of non-derivative financial instruments is to raise finance for operations.

i. Treasury Risk Management

Senior management meet on a regular basis to review currency and interest rate exposure and to evaluate treasury management strategies where relevant, in the context of the most recent economic conditions and forecasts.

ii. Financial Risks

The main risks the Group is exposed to through its financial instruments are interest rate risk, foreign currency risk, liquidity risk and credit risk.

Foreign currency risk

The Group is exposed to foreign currency risk on its purchase of products and the sale of training and education courses to international students and on the translation of its foreign subsidiaries. The Group had not hedged foreign currency transactions as at 30 June 2024. Senior management continues to evaluate this risk on an ongoing basis.

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, net of any provisions for impairment of those assets, as disclosed in the balance sheet and notes to the financial statements. In the education business, credit risk is minimised by, generally, collecting tuition fees in advance.

Interest rate risk

The interest rate risk has been managed by the Group by reducing and in most cases eliminating interest bearing debt. The Group's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rates on classes of financial assets and financial liabilities, is as follows:

	Note	Weighted average interest rate	Floating interest rate	Fixed interest maturing in: 1 year or less	Fixed interest maturing in: 1 to 5 years	Non- Interest bearing	Total
			\$000s	\$000s	\$000s	\$000s	\$000s
<b>Year ended 30 June 2024</b>							
<i>Financial assets</i>							
Cash and cash equivalents	9	5.06%	5,832	-	-	-	5,832
Security deposit	9	5.05%	3,736	-	-	-	3,736
Trade and other receivables	10		-	-	-	655	655
Contract assets	10		-	-	-	1,250	1,250
			<u>9,568</u>	<u>-</u>	<u>-</u>	<u>1,905</u>	<u>11,473</u>
<i>Financial liabilities</i>							
Trade and other payables	17		-	-	-	5,036	5,036
Lease liabilities	18		-	7,013	34,153	-	41,166
			<u>-</u>	<u>7,013</u>	<u>34,153</u>	<u>5,036</u>	<u>46,202</u>

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**26. FINANCIAL INSTRUMENTS (continued)**

	Note	Weighted average interest rate	Floating interest rate	Fixed interest maturing in: 1 year or less	Fixed interest maturing in: 1 to 5 years	Non- Interest bearing	Total
			\$000s	\$000s	\$000s	\$000s	\$000s
<b>Year ended 30 June 2023</b>							
<i>Financial assets</i>							
Cash and cash equivalents	9	1.82%	8,046	-	-	-	8,046
Security deposit	9	2.43%	2,500	-	-	-	2,500
Trade and other receivables	10		-	-	-	640	640
Contract assets	10		-	-	-	1,199	1,199
			<u>10,546</u>	<u>-</u>	<u>-</u>	<u>1,839</u>	<u>12,385</u>
<i>Financial liabilities</i>							
Trade and other payables	17		-	-	-	4,363	4,363
Lease liabilities	18		-	5,973	35,726	-	41,699
			<u>-</u>	<u>5,973</u>	<u>35,726</u>	<u>4,363</u>	<u>46,062</u>

iii. Net fair values of financial assets and liabilities

The carrying amounts of financial assets and liabilities approximate their net fair value.

iv. Sensitivity Analysis

The following table illustrates sensitivity analysis to the Group's exposure to changes in interest rates. The table indicates the estimated impact on how profit and equity values reported at the end of the reporting period would have been affected by changes in the interest rate that management considers reasonably possible.

	Profit \$'000	Equity \$'000
<b>FY24</b>		
+/- 2% in interest rates	312	312

**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**27. PARENT INFORMATION**

The following information has been extracted from the books of the parent and has been prepared in accordance with Australian Accounting Standards.

	<b>FY24</b>	<b>FY23</b>
	<b>\$000s</b>	<b>\$000s</b>
<b>STATEMENT OF FINANCIAL POSITION</b>		
<b>Assets</b>		
Current assets	47,693	44,145
Non-current assets	8,516	9,674
<b>Total Assets</b>	<u>56,209</u>	<u>53,819</u>
<b>Liabilities</b>		
Current Liabilities	7,437	2,224
Non-current liabilities	-	-
<b>Total Liabilities</b>	<u>7,437</u>	<u>2,224</u>
<b>Equity</b>		
Share capital	44,066	44,066
Retained earnings	4,706	7,529
<b>Total Equity</b>	<u>48,772</u>	<u>51,595</u>
<b>STATEMENT OF COMPREHENSIVE INCOME</b>		
Total profit	<u>(2,824)</u>	<u>(1,541)</u>
Total comprehensive income	<u>(2,824)</u>	<u>(1,541)</u>



**ACADEMIES AUSTRALASIA GROUP LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 30 June 2024**

**28. COMPANY DETAILS**

The registered office and principal place of business of Academies Australasia Group Limited is:

Level 6, 505 George Street  
Sydney NSW 2000  
Australia

Principal places of business of AKG colleges:

**NEW SOUTH WALES**

**Academies Australasia Institute**  
**Academy of English**  
**Australian College of Technology**  
**Australian International High School**  
**Clarendon Business College**  
**Supreme Business College**  
Level 6, 505 George Street  
Sydney, NSW 2000

**Benchmark College**  
Ground Floor, 331 High Street  
Sydney, NSW 2750

**College of Sports & Fitness**  
Level 6, 505 George Street  
Sydney, NSW 2000

**RuralBiz Training**  
46 Wingewarra Street, Dubbo, NSW 2830

**QUEENSLAND**

**Brisbane School of Hairdressing**  
**Brisbane School of Beauty**  
**Brisbane School of Barbering**  
Queen Adelaide Building  
90-112 Queen Street Mall  
Brisbane, QLD 4000

**Gold Coast School of Hairdressing**  
Pivotal Point Tower  
3/2 Nerang Street  
Southport, QLD 4215

**VICTORIA**

**Academies Australasia Polytechnic**  
**Skills Training Australia**  
**Spectra Training**  
**Vostro Institute of Training Australia**  
Level 7, 628 Bourke Street  
Melbourne, VIC 3000

**Discover English**  
247 Collins Street, Melbourne, VIC 3000

**SOUTH AUSTRALIA**

**Print Training Australia**  
Unit 17, 169 Unley Road, Unley, SA 5061

**WESTERN AUSTRALIA**

**Language Links International**  
120 Roe Street, Perth, WA 6003

**SINGAPORE**

**Academies Australasia College**  
45 Middle Road, Singapore 1889954

**ACADEMIES AUSTRALASIA GROUP LIMITED  
AND CONTROLLED ENTITIES  
DIRECTORS DECLARATION**

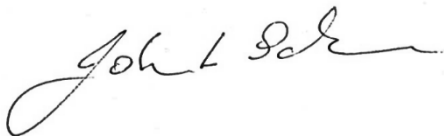
The Directors of the Company declare that:

1. the financial statements and notes, set out on pages 14 to 48, are in accordance with the *Corporations Act 2001* and
  - (i) comply with Accounting Standards which, as stated in accounting policy Note 1 to the financial statements, constitutes explicit and unreserved compliance with International Financial Reporting Standards (IFRS); and
  - (ii) give a true and fair view of the financial position as at 30 June 2024 and of the performance for the year ended on that date of the Company and consolidated group;
2. The Chief Executive Officer and Group Finance Manager have each declared that:
  - (i) the financial records of the Company and the consolidated group for the financial year have been properly maintained in accordance with s 286 of the *Corporations Act 2001*;
  - (ii) the financial statements and notes for the financial year comply with Accounting Standards; and
  - (iii) the financial statements and notes for the financial year give a true and fair view; and
3. In the Directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable. (See Note 1w).

The Company and wholly-owned subsidiaries identified in Note 12, but excluding those in Note 21, have entered into a deed of cross guarantee under which the Company and its subsidiaries guarantee the debts of each other.

At the date of this declaration, there are reasonable grounds to believe that the companies which are party to this deed of cross guarantee will be able to meet any obligations or liabilities to which they are, or may become subject to, by virtue of the deed.

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



Dr John Lewis Schlederer  
Director



Christopher Elmore Campbell  
Director

30 August 2024

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ACADEMIES AUSTRALASIA GROUP LIMITED

### OPINION

We have audited the financial report of Academies Australasia Group Limited ("the Company") and its subsidiaries (collectively with the Company "the Group"), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the Group's financial position as at 30 June 2024 and of its financial performance for the year then ended; and
- (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

### 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 are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (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.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

REASON FOR SIGNIFICANCE	HOW OUR AUDIT ADDRESSED THE MATTER
<b><i>Risk of impairment of goodwill and intangible assets</i></b>	
<p>Goodwill and intangible assets comprise a significant portion of the Group's total assets.</p> <p>The impairment assessment made by the Group for its goodwill and intangible assets relies upon significant judgements in respect of factors such as forecast cash flows, growth rates and economic and operational assumptions.</p>	<p>Our audit considered whether the methodology and principles applied by the Group in their discounted cash flow model met the requirements of AASB 136 <i>Impairment of Assets</i> ("AASB 136").</p> <p>Using our understanding of the nature of the Group's business and the environment in which it operates, we assessed and tested the assumptions and methodologies used in the Group's discounted cash flow model. In doing so:</p> <ul style="list-style-type: none"> <li>(a) We reviewed the Group's impairment test, including an assessment of its arithmetical accuracy and conceptual soundness;</li> <li>(b) We assessed the basis for the Group's expected future performance, including consideration of historical performance;</li> <li>(c) We assessed management explanations against available relevant data;</li> <li>(d) We compared the discount rate to available external data;</li> <li>(e) We assessed growth rates against recent historical rates performance and current actual revenue drivers;</li> <li>(f) We assessed the basis for terminal values and long-term growth rates against generally-accepted techniques and relevant external data;</li> <li>(g) We performed sensitivity analysis and evaluated whether a reasonable change in assumptions could cause the carrying amount of the CGU to exceed its recoverable amount; and</li> <li>(h) We also considered the adequacy of the relevant disclosures in the financial report.</li> </ul>
<b><i>Going Concern</i></b>	
<p>During the year ended 30 June 2024, the Group incurred a net loss of</p>	<p>Using our understanding of the nature of the Group's business and the environment</p>

\$9.653m after asset impairments of \$6.133m, and as of that date, the Group's current liabilities exceed its current assets by \$21.151m.

Also during the year ended 30 June 2024, the Group received loans from directors of \$5m and as at 30 June 2024 had cash and cash equivalents of \$5.832m (excluding security deposits of \$3.736m). For the year ended 30 June 2024, net cash provided by operating activities was \$0.441m.

The going concern assessment made by the Group relies upon significant judgements in respect of future cash flows as well as economic and operational assumptions.

in which it operates, we reviewed detailed information from management on the assumptions made in their assessment of the Group's ability to continue as a going concern. In doing so:

- (a) We reviewed the Group's cash flow forecast for the next 12 months, including an assessment of its arithmetical accuracy and conceptual soundness;
- (b) We assessed the reasonableness of the Group's assumptions underlying the forecast against available information;
- (c) We performed analysis on the forecast to assess whether a reasonable change in assumptions could cast doubt on the Group's ability to continue as a going concern; and
- (d) We reviewed the adequacy of the disclosures in the financial report in relation to going concern.

## OTHER INFORMATION

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2024, 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, 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 Group 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 Group or to cease operations, or has 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 this financial report. A further description of our responsibilities for the audit of the financial report is located at: <http://www.auasb.gov.au/Home.aspx>. This description forms part of our auditor's report.

### REPORT ON THE REMUNERATION REPORT

#### OPINION ON THE REMUNERATION REPORT

We have audited the Remuneration Report included in pages 10 to 12 of the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of Academies Australasia Group Limited, for the year ended 30 June 2024 complies with section 300A of the *Corporations Act 2001*.

#### RESPONSIBILITIES

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

*Pilot Partners*

**PILOT PARTNERS**  
Chartered Accountants



**DANIEL GILL**  
Partner

**Signed** on 30 August 2024  
Level 10  
1 Eagle Street  
Brisbane Qld 4000

**ACADEMIES AUSTRALASIA GROUP LIMITED  
AND CONTROLLED ENTITIES  
ADDITIONAL INFORMATION FOR A COMPANY LISTED ON THE ASX**

Additional information required by the Australian Securities Exchange Limited and not shown elsewhere in this report is as follows.

**SUBSTANTIAL HOLDERS**

**Ordinary Shares**

The relevant interests of substantial shareholders as at 28 August 2024 were:

<u>Shareholder</u>	<u>No. of Shares Held</u>	<u>%</u>
Mr Chiang Meng Heng <sup>a</sup>	51,185,961	38.60
Mr Christopher Elmore Campbell <sup>b</sup>	20,703,875	15.61
Jilcy Pty Ltd <Jilcy Super Fund A/C>	17,650,000	13.31
Dr John Lewis Schlederer <sup>d</sup>	15,046,403	11.35
Andrew Low <sup>c</sup>	13,656,455	10.29
Eng Kim Low	7,648,232	5.77

<sup>a</sup> Includes 7,648,232 shares held by Eng Kim Low

<sup>b</sup> 17,650,000 shares held by Jilcy Pty Ltd <Jilcy Super Fund A/C> and 1,600,000 shares held by Bankura Pty Ltd <Campbell Family Trust A/C>

<sup>c</sup> Includes 1,529,474 shares held by Paris Pushkin Pty Ltd<Paris A/C> and 1,809,091 shares held by Mutual Trust Pty Limited.

<sup>d</sup> 7,700,000 shares held by J&B Schlederer Pty Ltd <J&B Schlederer Super A/C> and 7,346,403 shares held by Schlederer Nominees Pty Ltd <JLS Family A/C>

**VOTING RIGHTS**

**Ordinary Shares**

At 28 August 2024 there were 430 holders of the ordinary shares of the Company. The voting rights attaching to the ordinary shares, set out in Articles 69 and 70 of the Company's constitution, are:

Article 69

*"Subject to these Articles and any rights or restrictions for the time being attached to any class or classes of shares:*

- (a) at meetings of members or classes of members each member entitled to attend and vote may attend and vote in person or by proxy, or attorney and (where the member is a body corporate) by representative;*
- (b) on a show of hands, every Member present has 1 vote;*
- (c) on a poll, every Member present has:*
  - (i) 1 vote for each fully paid share; .....*

Article 70

*"Where more than 1 joint holder votes, the vote of the holder, whose name appears first in the register of members shall be accepted to the exclusion of the others."*

**ACADEMIES AUSTRALASIA GROUP LIMITED  
AND CONTROLLED ENTITIES  
ADDITIONAL INFORMATION FOR A COMPANY LISTED ON THE ASX**

**20 LARGEST SHAREHOLDERS AS AT 28 AUGUST 2024**

	<u>Registered Name</u>	<u>No. Shares</u>	<u>%</u>
1	Mr Chiang Meng Heng	43,537,729	32.83
2	Jilcy Pty Ltd <Jilcy Super Fund A/C>	17,650,000	13.31
3	Andrew Low	10,317,890	7.78
4	J&B Schlederer Pty Ltd <J&B Schlederer Super A/C>	7,700,000	5.81
5	Eng Kim Low	7,648,232	5.77
6	Schlederer Nominees Pty Ltd <JLS Family A/C>	7,346,403	5.54
7	Gotterdamerung Pty Limited <Gotterdamerung Family A/C>	3,724,114	2.81
8	Ms Gabriela Rodriguez Naranjo	2,600,000	1.96
9	Kin Group Pty Ltd	2,595,514	1.96
10	Mutual Trust Pty Ltd	1,809,091	1.36
11	DMX Capital Partners Limited	1,655,056	1.25
12	Bankura Pty Ltd <Campbell Family Trust A/C>	1,600,000	1.21
13	Paris Pushkin Pty Ltd <Paris A/C>	1,529,474	1.15
14	Mr Christopher Elmore Campbell	1,453,875	1.10
15	Salvage Pty Ltd	1,178,351	0.89
16	National Nominees Limited	1,170,890	0.88
17	Vanward Investments Limited	1,020,103	0.77
18	Mr Bibhod Dotel	1,000,000	0.75
18	Ms Joanna Kelly	1,000,000	0.75
20	Sarah Rose Pty Ltd <Wallace Mack Ash Fam S/F A/C>	800,595	0.60
		<hr/>	
		117,337,317	88.48

**HOLDING RANGE (SHAREHOLDERS) AS AT 28 AUGUST 2024**

<u>Range</u>	<u>No. Holders</u>	<u>Total No. Shares</u>	<u>%</u>
1 - 1,000	67	34,166	0.03
1,001 - 5,000	143	393,010	0.30
5,001 - 10,000	59	456,398	0.34
10,001 - 100,000	103	4,032,960	3.04
100,001 +	58	127,697,933	96.29
	<hr/>		
	430	132,614,467	100.00

**UNMARKETABLE PARCELS AS 28 AUGUST 2024**

	<u>Minimum Parcel Size</u>	<u>No. Holders</u>	<u>Units</u>
Minimum \$500 parcel at \$0.0910 per unit	5,495	214	448,112



**ACADEMIES AUSTRALASIA GROUP LIMITED  
AND CONTROLLED ENTITIES  
ADDITIONAL INFORMATION FOR LISTED PUBLIC COMPANIES**

**CORPORATE INFORMATION**

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**DIRECTORS**

Dr John Lewis Schlederer  
Christopher Elmore Campbell  
Chiang Meng Heng  
Gabriela Del Carmen Rodriguez Naranjo  
Sartaj Hans

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**COMPANY  
SECRETARIES**

Stephanie Noble  
Gabriela Del Carmen Rodriguez Naranjo

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**REGISTERED OFFICE**

Academies Australasia Group Limited  
Level 6, 505 George Street  
Sydney NSW 2000  
Australia  
  
Telephone: (02) 9224 5555  
Facsimile: (02) 9224 5550  
Email: [companysecretary@academies.edu.au](mailto:companysecretary@academies.edu.au)  
  
Web Site: [www.academies.edu.au](http://www.academies.edu.au)

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**SHARE REGISTRAR**

Computershare Investor Services Pty Limited  
GPO Box 2975 Melbourne, VIC 3001  
Australia  
  
Telephone: +61 (03) 9415 4000  
Toll Free (Australia only): 1300 855 080

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**SECURITIES EXCHANGE**

The Company is listed on the Australian Securities Exchange.  
The Home Exchange is Sydney.

ASX Code: AKG

**ACADEMIES AUSTRALASIA GROUP LIMITED  
AND CONTROLLED ENTITIES  
GLOSSARY**

AAC	Academies Australasia College Pte. Limited
AAHB	Academies Australasia Hair and Beauty Pty Limited
AAI	Academies Australasia Institute Pty Limited
AAPoly	Academies Australasia Polytechnic Pty Limited
AASB	Australian Accounting Standards Board or a numbered Standard issued by it
ACT	Australian College of Technology Pty Limited
AIHS	Australian International High School Pty Limited
AKG	Academies Australasia Group Limited – (ACN 000 003 725)
AOE	Academy of English Pty Limited
ASX	Australian Securities Exchange
BIT	Bachelor of Information Technology
BMC	Benchmark Resources Pty Limited - trading as Benchmark College
Board	Board of Directors of AKG
CBC	Clarendon Business College Pty Limited
College	Subsidiary company of AKG that is licensed to operate as an education institution
Company	AKG
Corporations Act	Corporations Act 2001 (Cth)
CSF	International College of Capoeira Pty Limited - trading as College of Sports & Fitness
DE	Discover English Pty Limited
Directors	Board of Directors of AKG
EBITDA	Earnings before interest, taxation, depreciation and amortisation
EPS	Earnings per share
FVTPL	Fair value through profit and loss
FVOCI	Fair value through other comprehensive income
FY23 to FY29	Financial Year to 30 June 2023 to Financial Year to 30 June 2029, respectively

**ACADEMIES AUSTRALASIA GROUP LIMITED  
AND CONTROLLED ENTITIES  
GLOSSARY**

Group	AKG and all its subsidiaries
GST	Goods and Services Tax
HE	Higher Education
IHEA	Independent Higher Education Australia (Previous name: Council of Private Higher Education – COPHE)
LLI	Language Links International Pty Limited
MIT	Master of Information Technology
OCI	Other Comprehensive Income
PCP	Previous corresponding period
PLAN	Employee incentive plan
RBT	Kreate Pty Limited – trading as RuralBiz Training
ROUA	Right of Use Assets
SBC	Supreme Business College Pty Limited
Shares	Fully paid ordinary shares in AKG
SPT	CLB Training & Development Pty Limited as trustee for the CLB Unit Trust - trading as Spectra Training
STA	Transformations – Pathways to Competence and Developing Excellence Pty Limited - trading as Skills Training Australia
TAFE	Technical and Further Education
TEQSA	Tertiary Education Quality and Standards Agency
TPS	Tuition Protection Scheme
VET	Vocational Education and Training
VOS	Vostro Institute of Training Australia Pty Limited