Mosaic Brands Limited

ABN 96 003 321 579

Appendix 4D – Results for announcement to the market

and

Interim Financial Report

Half-year ended 26 December 2021

Lodged with the ASX under Listing Rule 4.2A

Appendix 4D – Mosaic Brands Limited
Results for announcement to the market – 26 December 2021

MOSAIC BRANDS LIMITED (ABN: 96 003 321 579)
Results for announcement to the market
For the half-year ended 26 December 2021
(Comparative information is for the half-year ended 27 December 2020)

Financial Results

				$'000
Revenue from ordinary activities	Decreased	17.1%	to	297,745
Profit from ordinary activities after tax attributable to the owners of Mosaic Brands Limited	Increased	8.5%	to	14,111

Dividends

Due to the current economic conditions and ongoing uncertainty caused by the Coronavirus (COVID-19) and subsequent delta and omicron variant, the Board of Directors have decided not to declare a dividend for the half-year period ended 26 December 2021.

Net Tangible Assets (NTA)	Dec 2021	Dec 2020
Net tangible asset backing per ordinary security	(1.87) dollars	(2.66) dollars

Commentary on results

The commentary on the results for the half-year is contained in the interim financial report attached to this results announcement.

Control gained over entities Not applicable

Loss of control over entities Not applicable

Details of associates and joint venture entities Not applicable

Foreign entities

The results of all foreign entities have been compiled using the International Financial Reporting Standards (IFRS), as issued by the International Accounting Standards Board.

Audit qualification or review

The financial statements were subject to a review by the auditors and the unmodified review report is attached as part of the interim report.

Attachments Half-Year Financial Report

Signed________________________ 24 February 2022
Scott Evans
Managing Director
Sydney

Mosaic Brands Limited

ABN 96 003 321 579

Interim Financial Report
For the half-year ended 26 December 2021

The interim financial report does not include all the notes of the type normally included in the annual financial report. Accordingly, this report is to be read in conjunction with the 2021 annual report and any public announcements made by Mosaic Brands Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

DIRECTORS' REPORT

The Directors present their report, together with the financial statements, on the Consolidated Entity consisting of Mosaic Brands Limited and the entities it controlled at the end of, or during, the half-year ended 26 December 2021.

Directors

The following persons were Directors of Mosaic Brands Limited during the whole of the half-year and up to the date of the report:

Richard Facioni	Chairman and Non-Executive Director
Scott Evans	Managing Director and Chief Executive Officer
David Wilshire	Non-Executive Director
Jaqueline Frank	Non-Executive Director

Principal activities

Mosaic Brands Limited owns and operates nine retail clothing brands, predominately within women's apparel and accessories within Australia and New Zealand, sold through its network of 1,036 stores and its online digital department platforms. Mosaic also owns and operates EziBuy, a New Zealand Online digital apparel brand.

Review of operations

Mosaic Brands Limited (ASX: MOZ) announces its financial results for the half-year ended 26 December 2021:

Results for the six months to	**26-12-21 ($'000)**	**27-12-20 ($'000)**	**% / $ change**
Revenue and other income	297,745	359,095	(17%)
Gross Margin	150,070	192,256	(42,186)
Profit before tax	21,404	26,857	(20%)
Earnings per share – basic/diluted (cents)	14.6	13.5	8%
Cash and cash equivalents *	65,872	118,939	(45%)
Net cash *	38,050	67,502	(29,452)

* Cash and cash equivalents and Net cash in prior year included $83,236,000 in JobKeeper received during the period ended 27 December 2020 (prior comparative period)
Note: Net cash defined as Cash and cash equivalents less current and non-current borrowings

2022 Full Year Outlook

Although the rapid spread of the new Omicron variant is currently impacting centre traffic, the reset and stock planning we have undertaken across the entire business means we are well positioned and prepared to weather the latest wave.

DIRECTORS' REPORT (continued)

A reconciliation of operating profit before income tax to underlying EBITDA is provided as follows:

	Mosaic $'000	EziBuy $'000	Group $'000
Underlying EBITDA	5,128	2,953	8,081
Transaction and restructuring costs*	(691)	(1,259)	(1,950)
Interest (finance costs)	(3,305)	(933)	(4,238)
Interest received	(11)	-	(11)
Fair value through profit or loss	(834)	-	(834)
Depreciation and amortisation:			
- Plant and equipment	(4,606)	(41)	(4,647)
- Right-of-use assets	(31,457)	(2,032)	(33,489)
- AASB 16 rent amortisation	38,402	2,813	41,215
- Amortisation (non-AASB 16)	(555)	(515)	(1,070)
Impairment:			
- Right-of-use assets and plant and equipment (reversal)	20,066	-	20,066
- Brand names	(377)	-	(377)
Other items**	(1,291)	(51)	(1,342)
Profit before income tax	20,469	935	21,404

*Transaction costs of $710,000 and restructuring costs of $1,240,000 were recognised throughout the year and are included in the consolidated statement of profit or loss and other comprehensive income.
** Other items include share based payment expense of $132,000 and unrealised foreign exchange gains and losses of $1,210,000

Review of financial position

The Group ended the half-year ended 26 December 2021 with a cash and cash equivalent balance of $65,872,000 (June 2021: $57,831,000) and a net cash position after loans and borrowings of $38,050,000 (June 2021: $26,381,000). Group cash from operating activities resulted in an inflow of $25,443,000 (June 2021: $128,943,000)

Significant changes in the state of affairs

EziBuy acquisition

On 1 October 2021 the Group announced its decision to exercise the option to purchase the remaining 49.9% of online fashion retailer EziBuy. Subject to obtaining all necessary regulatory and shareholder approvals the completion payment of $11,000,000 has been deferred up to the date ended 30 June 2022. As requested by the Australian Stock Exchange (ASX) an updated notice of meeting will be issued for shareholder re-approval of the acquisition. The purchase of EziBuy will see the Group continue its online growth as customers move towards online channels which has seen a significant shift over the past 2 years.

Convertible notes

During the period the Group completed the capital raising process by issuing 32,018,000 in secured convertible notes at a value of $1.00 per note with a cash bearing interest rate of 8% per annum (payable quarterly in arrears). Noteholders may convert the notes in whole or in part into ordinary shares at any time from 30 September 2022 until the earlier of the maturity date 30 September 2024. The $32,018,000 capital raise provides the Group with additional balance sheet and cash flow support following the impact from the Government imposed lockdowns as restrictions begin to ease and stores re-open for trade. This sets the Group with a positive step forward post the coronavirus virus pandemic and impacts caused from both the delta and omicron variant.

Credit facility completed

In December 2021 the Group completed its new finance facility with the Commonwealth Bank which will see the Group available to $59,000,000 in funding. The terms of the facility include a 'Trade Finance Facility' of $25,000,000 increasing seasonally to $35,000,000 (between March – May and August – October), a 'Working Capital Facility' of $20,000,000 and a 'Guarantee and credit facility' of $4,000,000. The facility comes with a term ending August 2024 which provides the Group with additional funding should it need as restrictions ease and stores begin to re-open.

DIRECTORS' REPORT (continued)

Subsequent events

On 1 October 2021, the Group announced its decision to exercise the option to purchase the remaining 49.9% of EziBuy with the exercise payment deferred to 30 June 2022. An updated notice of meeting will be issued for shareholder approval as requested by the Australian Stock Exchange (ASX).

Although the rapid spread of the new Omicron variant is currently impacting centre traffic, the reset and stock planning we have undertaken across the entire business means we are well positioned and prepared to weather the latest wave.

No other matter or circumstance has arisen since 26 December 2021 that has significantly affected, or may significantly affect the Groups operations, the results of those operations, or the Groups state of affairs in future financial years.

Rounding of amounts

The Company is of a kind referred to in Corporations Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Corporations Instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

Auditor’s independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this Directors' report.

This report is made in accordance with a resolution of Directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the Directors

Richard Facioni
Chairman

Scott Evans
Managing Director and Chief Executive Officer

Dated this 24 February 2022

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Australia

DECLARATION OF INDEPENDENCE BY JOHN BRESOLIN TO THE DIRECTORS OF MOSAIC BRANDS LIMITED

As lead auditor for the review of Mosaic Brands Limited for the half-year ended 26 December 2021, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
2. No contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Mosaic Brands Limited and the entities it controlled during the period.

John Bresolin
Director

BDO Audit Pty Ltd

Sydney, 24 February 2022

MOSAIC BRANDS LIMITED AND CONTROLLED ENTITIES

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the half-year ended 26 December 2021

	Note	26 December 2021 $'000	27 December 2020 $'000
Continuing Operations			
Revenue	3	**277,643**	344,019
Other income	3	**20,102**	15,076
Cost of goods sold		**(127,573)**	(151,763)
Expenses (excluding finance costs)	4	**(142,203)**	(153,184)
Transaction and restructuring costs		**(1,950)**	(956)
Finance costs	4	**(4,238)**	(5,748)
Impairment of brand names	12	**(377)**	(7,022)
Impairment of goodwill	12	**-**	(13,565)
Profit before income tax		**21,404**	26,857
Income tax expense		**(7,064)**	(13,850)
Profit attributed to members of the parent entity		**14,340**	13,007
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation		**(229)**	(4)
Other comprehensive income, net of tax		**(229)**	(4)
Total comprehensive income for the half-year attributed to members of the parent entity, net of tax		**14,111**	13,003
Earnings per share			
Basic earnings per share (cents)	23	**14.6**	13.5
Diluted earnings per share (cents)	23	**14.6**	13.5

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

MOSAIC BRANDS LIMITED AND CONTROLLED ENTITIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 26 December 2021

	Note	26 December 2021 $'000	27 June 2021 $'000
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	5	**65,872**	57,831
Other receivables	6	**1,700**	1,747
Inventories	7	**133,860**	110,083
Derivative financial instruments	8	**888**	576
Other current assets	9	**4,102**	3,982
Income tax receivable		**84**	5,100
TOTAL CURRENT ASSETS		**206,506**	179,319
NON-CURRENT ASSETS			
Plant and equipment	10	**14,143**	15,865
Right-of-use assets	11	**77,574**	70,855
Intangible assets	12	**19,208**	19,978
Deferred tax assets	24	**73,061**	80,003
Other non-current assets		**50**	51
TOTAL NON-CURRENT ASSETS		**184,036**	186,752
TOTAL ASSETS		**390,542**	366,071
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	13	**201,977**	197,646
Borrowings	14	**27,281**	16,450
Provisions	15	**24,664**	33,301
Derivative financial instruments	16	**9,631**	109
Lease liabilities	17	**55,453**	64,636
Deferred consideration	18	**9,627**	9,620
Contract liabilities	19	**14,495**	13,408
Other current liabilities		**133**	43
TOTAL CURRENT LIABILITIES		**343,261**	335,213
NON-CURRENT LIABILITIES			
Borrowings	14	**541**	15,000
Provisions	15	**2,014**	2,042
Lease liabilities	17	**52,000**	58,643
Financial liabilities	20	**23,040**	-
Deferred tax liabilities	24	**32,173**	32,168
Other non-current liabilities		**443**	178
TOTAL NON-CURRENT LIABILITIES		**110,211**	108,031
TOTAL LIABILITIES		**453,472**	443,244
NET ASSETS		**(62,930)**	(77,173)
EQUITY			
Issued capital	21	**108,034**	108,034
Reserves		**45,535**	31,292
Accumulated losses		**(216,499)**	(216,499)
TOTAL EQUITY		**(62,930)**	(77,173)

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

MOSAIC BRANDS LIMITED AND CONTROLLED ENTITIES

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the half-year ended 26 December 2021

	Issued capital $'000	Equity reserve $'000	Foreign currency translation reserve $'000	Dividend profit reserve $'000	Accumulated losses $'000	Total $'000
Balance at 29 June 2020	108,034	4,077	154	13,637	(206,211)	(80,309)
Profit after income tax for the half-year	-	-	-	-	13,003	13,003
Transfer to dividend profit reserve	-	-	-	13,003	(13,003)	-
Other comprehensive income for the half-year net of tax	-	-	4	-	-	4
Total comprehensive income for the half-year	-	-	4	13,003	-	13,007
Transactions with owners in their capacity as owners:						
Share based payment expense	-	179	-	-	-	179
Balance at 27 December 2020	**108,034**	**4,256**	**158**	**26,640**	**(206,211)**	**(67,123)**
Balance at 28 June 2021	108,034	4,432	220	26,640	(216,499)	(77,173)
Profit after income tax for the half-year	-	-	-	-	14,340	14,340
Transfer to dividend profit reserve	-	-	-	14,340	(14,340)	-
Other comprehensive income for the half-year net of tax	-	-	(229)	-	-	(229)
Total comprehensive income for the half-year	-	-	(229)	14,340	-	14,111
Transactions with owners in their capacity as owners:						
Share based payment expense	-	132	-	-	-	132
Balance at 26 December 2021	**108,034**	**4,564**	**(9)**	**40,980**	**(216,499)**	**(62,930)**

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

MOSAIC BRANDS LIMITED AND CONTROLLED ENTITIES

CONSOLIDATED STATEMENT OF CASH FLOWS

For the half-year ended 26 December 2021

	26 December 2021 $'000	27 December 2020 $'000
Cash flows from operating activities		
Receipts from customers (inclusive of GST)	**330,487**	400,106
Payments to suppliers and employees (inclusive of GST)	**(307,953)**	(359,692)
Receipts from Government grants	**525**	83,236
Transaction and restructuring costs paid	**(1,950)**	(956)
Interest received	**11**	61
Interest and other finance costs paid	**(624)**	(1,282)
Income taxes received / (paid)	**4,947**	(422)
Net cash provided by operating activities	**25,443**	121,051
Cash flows from investing activities		
Payment for plant and equipment	**(3,149)**	(944)
Payment for software assets	**(660)**	(47)
Proceeds from the sale of plant and equipment	**-**	16
Net cash used in investing activities	**(3,809)**	(975)
Cash flows from financing activities		
Proceeds from borrowings	**24,541**	48,769
Repayment of borrowings	**(27,756)**	(83,787)
Proceeds from issue of convertible notes	**32,018**	-
Payment for cost of fund raising	**(1,071)**	-
Payment for borrowing costs	**(541)**	-
Payment of lease liabilities	**(40,784)**	(53,047)
Net cash used in financing activities	**(13,593)**	(88,065)
Net increase in cash and cash equivalents	**8,041**	32,011
Cash and cash equivalents at the beginning of the half-year	**57,831**	86,928
Cash and cash equivalents at the end of the half-year	**65,872**	118,939

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

Note 1. Significant accounting policies

Reporting entity

Mosaic Brands is a for-profit company incorporated and domiciled in Australia. The consolidated interim financial statements, as at and for the six months ended 26 December 2021, comprise the company and its subsidiaries (together referred to as the 'Consolidated Entity' or 'Group'). The Consolidated Entity owns and operates nine retail clothing brands predominantly within the women's apparel and accessories within Australia and New Zealand sold through its store network and online digital department platforms.

Basis of preparation

These general purpose financial statements for the interim half-year reporting period ended 26 December 2021 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 27 June 2021 and any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period.

Going Concern evaluation

During the first-half of the 2022 financial year the Group continued to manage the operations effectively in order to weather the global impacts caused by the COVID-19 pandemic and its subsequent delta and omicron variants. The effects of the management process through this period resulted in the Group ending with an improved net current liability position of $136,755,000 as at 26 December 2021 (27 June 2021: $155,894,000). Current liabilities include $55,453,000 in current lease liabilities (27 June 2021: $64,636,000), $24,000,000 in bank loans which is a revolving 'Trade Finance Facility' with a term ending August 2024 (refer to note 14), contract liabilities $14,495,000 (27 June 2021: $13,408,000), derivative financial instruments of $9,631,000 (27 June 2021: $109,000) and employee benefit provisions which may not be settled in cash over the next twelve months of $6,451,000 (27 June 2021: $6,792,000).

The Directors believe it is appropriate to prepare the financial report on a going concern basis after considering the following factors:

- During the period the Group completed the capital raising process by raising $32,018,000 from issuing 32,018,000 in secured convertible notes at a value of $1.00 per note Each note has a cash bearing interest rate of 8% per annum and may be converted in whole or in part into ordinary shares at any time from 30 September 2022 until the earlier of the maturity date 30 September 2024. The $32,018,000 capital raise provides the Group with additional balance sheet and cash flow support following the impact from the Government imposed lockdowns as restrictions begin to ease and stores re-open for trade. This sets the Group with a positive step forward post the coronavirus virus pandemic and impacts caused from both the delta and omicron variant.
- In December 2021 the Group completed its new finance facility with the Commonwealth Bank which will see the Group available to $59,000,000 in funding (previously $25,000,000 with the ANZ Bank). The terms of the facility include a 'Trade Finance Facility' (revolving facility) of $25,000,000 increasing seasonally to $35,000,000 (between March – May and August – October), a 'Working Capital Facility' of $20,000,000 and a 'Guarantee and credit facility' of $4,000,000. The facility comes with a term ending August 2024 which provides the Group with additional funding should it need as restrictions ease and stores begin to re-open.
- Management were able to successfully manage working capital during COVID-19 pandemic across the 2020 and 2021 financial years which has continued into the first-half of the 2022 financial year. These periods included Government imposed lockdowns across the states which involved management following the below strategies:
    - cancelling or delaying inventory orders
    - continuing to pursue operating efficiencies including store wages and operating hours
    - re-negotiating and extending payment terms with key suppliers
    - negotiating rental concessions and modified rental agreements with landlords
- For the first-half of the 2022 financial year, the Group posted positive EBITDA of $8,081,000 (EziBuy: $2,953,000). This positive EBITDA comes during a period where the Group was impacted severely by extensive Government imposed lockdowns during the financial period from July through to and including October, the Group received no JobKeeper benefits (in comparison to the prior financial period).

The Directors have concluded that there are reasonable grounds to believe that the Group will be able to pay its debts as and when they fall due. On this basis the financial report has been prepared on a going concern basis.

New or amended Accounting Standards and Interpretations adopted

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

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

Note 1. Significant accounting policies (continued)

Comparatives

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

Currency

The interim financial statements are presented in Australian dollars.

Registered office and principal place of business

Ground Floor, 61 Dunning Avenue, Rosebery
NSW 2018, Australia

Note 2. Operating segments

Management has determined the operating segments based on internal reports reviewed and used by the Chief Executive Officer (CEO) in assessing performance and in determining the allocation of resources. The Group operates predominately in Australia and also within New Zealand and is organised into two operating segments.

Fashion retail (Mosaic Brands Australia and New Zealand)

The fashion retail segment shares similarities in its offering (fashion clothing) with the same customer demographic across different brands and are supported by one integrated support function. The integrated support functions include finance, information technology, marketing (both in the processes and the target customer) as well as the production and distribution processes.

Multi-channel retail (EziBuy New Zealand)

The multi-channel retail segment consists of EziBuy which is based in New Zealand and services customers across both Australia and New Zealand. The multi-channel retail segment sells various products targeting a variety of customers and operates with its own separate support functions for areas including finance, information technology, marketing and distribution.

The information reported to the CEO is on at least a monthly basis, including weekly reporting on key revenue metrics. The accounting policies adopted for internal reporting to the CEO are consistent with those adopted in the interim financial statements. At the end of the reporting period the Groups geographic areas of operation consisted of Australia and New Zealand:

SEGMENTS

	Fashion retail				Multi-channel		Total	
	Australia		New Zealand		New Zealand			
	Dec-21	Dec-20	Dec-21	Dec-20	Dec-21	Dec-20	Dec-21	Dec-20
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Revenue and other income:								
Revenue	213,515	283,845	3,362	4,547	60,766	55,627	277,643	344,019
Other income	15,282	10,654	57	100	4,763	4,322	20,102	15,076
Total revenue and other income	228,797	294,499	3,419	4,647	65,529	59,949	297,745	359,095
Total revenue and other income per the statement of profit or loss and other comprehensive income							297,745	359,095
Results:								
Cost of sales	91,989	117,622	1,308	2,264	34,276	31,877	127,573	151,763
Employee benefits expense*	51,466	31,216	574	659	8,735	9,358	60,775	41,233
Depreciation	35,787	47,869	276	363	2,073	912	38,136	49,144
Amortisation	406	1,173	-	-	664	926	1,070	2,099
Impairment of brand names	377	7,022	-	-	-	-	377	7,022
Impairment of goodwill	-	13,565	-	-	-	-	-	13,565
Impairment of right-of-use assets and PPE	(20,073)	(9,357)	7	(43)	-	(756)	(20,066)	(10,156)
Interest	2,902	4,285	12	20	933	1,443	3,847	5,748
Profit before tax expense	20,107	28,712	362	901	935	(2,756)	21,404	26,857
Tax expense	7,001	12,910	106	261	(43)	679	7,064	13,850

* Employee benefits expense in the prior year were reduced by the $46,941,000 from the JobKeeper received for the period ended Dec-20

Note 2. Operating segments (continued)

GEOGRAPHIC SEGMENTS

	Fashion retail				Multi-channel		Total	
	Australia		New Zealand		New Zealand			
	Dec-21	Jun-21	Dec-21	Jun-21	Dec-21	Jun-21	Dec-21	Jun-21
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Assets and liabilities:								
Segment assets	335,155	300,429	2,603	2,614	52,784	63,028	390,542	366,071
Segment liabilities	389,391	367,894	1,815	2,091	62,266	73,259	453,472	443,244

Note 3. Revenue and other income

	Consolidated	
	26 December 2021	27 December 2020
	$'000	$'000
Revenue		
Sale of goods	**277,643**	344,019

The disaggregation of the Group's revenue is included in Note 2. All revenue is recognised at a point in time.

Other income		
Jewellery commission	**4,617**	7,963
Interest	**11**	61
Postage	**9,459**	3,838
Other	**6,015**	3,214
Total other income	**20,102**	15,076

Note 4. Expenses

	Consolidated	
	26 December 2021	27 December 2020
	$'000	$'000
a) Expenses (excluding finance costs)		
Marketing and selling expenses	**79,259**	62,384
Occupancy expenses	**4,144**	16,004
Administrative expenses	**58,454**	72,045
Other expenses	**346**	2,751
Total expenses (excluding finance costs)	**142,203**	153,184
b) Expenses		
Rental expenses attributed to:		
- low value assets	**29**	29
- variable lease payments – outgoings	**7,162**	10,122
- short term lease payments – other property costs	**7,944**	12,989
Total rental expenses	**15,135**	23,140
Fair value changes through profit or loss – convertible notes	**834**	-
Right-of-use assets impairment (reversal)	**(20,066)**	(9,399)
Finance costs comprising interest attributed to:		
- interest and borrowing expense	**1,378**	2,219
- interest expense on lease liabilities	**2,860**	3,529
Total finance costs	**4,238**	5,748

Note 5. Cash and cash equivalents

	Consolidated	
	26 December 2021 $'000	27 June 2021 $'000
Cash at bank and on hand	**65,872**	57,831

Note 6. Other receivables

	Consolidated	
	26 December 2021 $'000	27 June 2021 $'000
Other receivables	**1,700**	1,747

Note 7. Inventories

	Consolidated	
	26 December 2021 $'000	27 June 2021 $'000
Finished goods at cost, net of obsolescence and shrinkage	**133,860**	110,083

The provision for obsolescence and shrinkage of inventories assessment requires a significant degree of estimation and judgement. The level of the provision is assessed by taking into account the sales experience, the classification and ageing of inventories and other factors that affect inventory obsolescence. Managements provision for obsolescence is based on three key assessments: (i) the assessment of the aged inventory, (ii) the sell-through test for the seasonal inventory, (iii) management's assessment on the judgment of sales which includes the impact of the ongoing COVID-19 global pandemic to the customer sentiment and closure of stores for an extended period.

Note 8. Derivative financial instruments

	Consolidated	
	26 December 2021 $'000	27 June 2021 $'000
Forward exchange contracts	**888**	576

Refer to note 16 for further information on financial instruments

Note 9. Other current assets

	Consolidated	
	26 December 2021 $'000	27 June 2021 $'000
Prepayments	**1,422**	1,332
Right of return assets	**2,680**	2,650
Total other current assets	**4,102**	3,982

Note 10. Plant and equipment

	Consolidated	
	26 December 2021	27 June 2021
	$'000	$'000
a) Plant and equipment		
At cost	**125,339**	129,186
Accumulated depreciation and impairment	**(111,196)**	(113,321)
Total property, plant and equipment	**14,143**	15,865

b) Movements in carrying amounts

	Plant and equipment
	$'000
Balance at 29 June 2020	31,045
Additions	1,695
Additions through business combinations	(2,373)
Disposals	(1,778)
Depreciation and impairment expense	(12,724)
Balance at 27 June 2021	**15,865**
Additions	3,113
Disposals	(188)
Depreciation and impairment expense	(4,647)
Balance at 26 December 2021	**14,143**

Note 11. Right-of-use assets

	Consolidated	
	26 December 2021	27 June 2021
	$'000	$'000
Lease rights – property	**306,689**	286,659
Less: Accumulated depreciation and impairment	**(229,115)**	(215,804)
Total right-of-use assets	**77,574**	70,855

The Group leases buildings for its offices and retail outlets under agreements of between one to ten years with, in some cases, options to extend. The leases have various escalation clauses. On renewal, the terms of the leases are renegotiated. Right-of-use assets included impairment reversal of $20,066,000 during period ended 26 December 2021.

Note 12. Intangible assets

	Consolidated			
	Goodwill	Brand names	Other*	Total
	$'000	$'000	$'000	$'000
Opening net carrying value at 28 June 2021	-	16,307	3,671	19,978
Additions	-	-	677	677
Amortisation expense	-	-	(1,070)	(1,070)
Impairment	-	(377)	-	(377)
Closing net carrying value at 26 December 2021	**-**	**15,930**	**3,278**	**19,208**
Historical cost				
Cost	13,565	58,090	44,715	116,370
Accumulated amortisation and impairment	(13,565)	(42,160)	(41,437)	(97,162)
Net carrying value	**-**	**15,930**	**3,278**	**19,208**

* Includes software, development costs and trademarks

Note 12. Intangible assets (continued)

Brand names

Key estimates and judgements to account for business combinations

The fair value of the acquired Brands was determined based upon the relief from royalty method at acquisition date. The royalty rates used in the valuation were based on rates observed in the market. Brand names are assessed as having an indefinite useful life. The indefinite useful life reflects management's intention to continue to operate these brands to generate net cash inflows into the foreseeable future.

Impairment indicators

During the course of the 2021 financial year and subsequently the first-half of the 2022 financial year, the delta and omicron variant from the coronavirus (COVID-19) pandemic continued to have economic consequences and market uncertainty within the retail industry. The significant impacts included Government imposed lockdowns, delays in logistics for the sourcing and delivery for new and seasonally core products and store closures for non-performing stores which as a Group contributed to downward trends in financial performance for both revenue and gross margin. On the basis of these factors management determined that impairment losses should be recognised totalling $377,000 for brand names (2021: $7,022,000). More detail on the calculation of these impairment losses is included below.

Determination of key assumptions and inputs

Forecasts

Management has prepared forecasts to the end of FY2025 derived from the approved budget. These forecasts include assumptions around sales prices and volumes, operating costs and working capital management. Management assesses the reasonableness of its forecasting by reviewing historical projections as well as future growth objectives.

Risk adjusted discount rates

The discount rates are derived from the Group's weighted average cost of capital as adjusted for the specific risks related to each brand.

Long-term growth rate

To forecast into perpetuity beyond the discrete forecast period, a long-term growth rate is used. To establish an appropriate rate, management considers long-term inflation and GDP forecasts and adjusts for industry specific impacts.

Royalty rate

Royalty rates have been reviewed by management with reference to the rates which were determined on initial recognition of the brands. Where considered necessary these rates have been revised to factor in subsequent changes in the economic environment that impact the ability of a market participant to derive the same level of royalties.

Sensitivity analysis

The results of the Group's impairment tests are dependent upon estimates and judgements made by management, particularly in relation to the key assumptions described above. A reasonably possible change in key assumptions could lead to a change of the amount of impairment recognised by the Group. The Group has therefore conducted an analysis of the sensitivity of the impairment conclusions to changes in the key assumptions used to determine the recoverable amount for each brand name. This is included below.

Note 12. Intangible assets (continued)

Impairment of brand names

The relief from royalty calculation is based on the discrete cash flow projections as at December 2021 for a period of three and a half years (FY2025), and a terminal value. The key assumptions utilised within the model are:

- Projections based on the H2 FY2022 budget approved by the Board and projected for a further three years based on growth rates estimated by management of 18.1% to 18.2%% in FY2023 (2021: 4.8%), 3.5% in FY2024 (2021: 3.5%) and 2.3% in FY2025 (2021: 2.3%). The growth rates applied in FY2023 which were used at H1 FY2022 and FY2021 reflects the impact of the omicron variant on each brand and impact of the Government imposed lockdowns.
- A terminal growth rate of 1% (27 June 2021: 1%)
- A tax rate applied of 30% is based on the corporate tax rate in Australia (27 June 2021: 30%)

Royalty rates and post-tax discount rates are included within the table below:

	Royalty rate		**Post-tax discount rate**	
	Dec-2021	**Jun-2021**	**Dec-2021**	**Jun-2021**
Rockmans	1.0%	1.0%	16.0%	15.5%
beme	-	-	-	15.5%
Millers	0.5%	0.5%	16.5%	16%
Autograph	1.0%	1.0%	16.5%	16%
Rivers	0.5%	0.5%	16.5%	16%
Katies	0.5%	0.5%	16.5%	16%

The reconciliation of the carrying values of the brands at the beginning of the current financial year is set out below:

	Rockmans	**Millers**	**Autograph**	**Rivers**	**Katies**	**Total**
	$'000	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Balance at 27 June 2021	5,948	3,459	1,950	3,336	1,614	16,307
Impairment expense	(377)	-	-	-	-	(377)
Balance at 26 December 2021	**5,571**	**3,459**	**1,950**	**3,336**	**1,614**	**15,930**

Impact on recoverable amount of the following changes in assumptions:

	Rockmans	Millers	Autograph	Rivers	Katies
- 1% increase in discount rate	(328)	(199)	(131)	(208)	(94)
- 1% decrease in discount rate	375	227	150	237	107
- 0.5% (PGFG)/ 0.25% (MARCK) increase in royalty rate	2,786	1,744	576	1,831	823
- 0.5% (PGFG)/ 0.25% (MARCK) decrease in royalty rate	(2,786)	(1,744)	(576)	(1,831)	(823)

Note 13. Trade and other payables

	Consolidated	
	26 December 2021	**27 June 2021**
	$'000	**$'000**
Trade payable	**97,025**	95,818
Accruals	**40,869**	41,025
Stock in transit	**8,361**	18,770
Sundry payables	**55,722**	42,033
Total trade and other payables	**201,977**	197,646

Note 14. Borrowings

	Consolidated	
	26 December 2021	**27 June 2021**
	$'000	**$'000**
CURRENT		
Secured liabilities:		
Commercial hire purchase liabilities	**10**	12
Bank loans	**23,475**	10,000
Loans from related parties	**3,796**	6,438
Total current borrowings	**27,281**	16,450
NON-CURRENT		
Secured liabilities:		
Bank loans	**541**	15,000
Total non-current borrowings	**541**	15,000
Total borrowings	**27,822**	31,450

Loans

Bank loans are recognised at the fair value of the consideration less directly attributable transaction costs. Fees paid on establishment of loan facilities are amortised over the term of the facility. In December 2021, the Group completed its finance facility with the Commonwealth Bank. At the reporting date, loans and borrowings of $27,822,000 (June 2021: $31,450,000) included $3,796,000 provided as loans from related parties (June 2021: $6,438,000), $24,000,000 from the bank 'Trade Finance Facility' and $541,000 from the bank 'Working Capital Facility' (June 2021: $25,000,000) with $525,000 paid in establishment fees being amortised for the new facility.

The total bank loan facilities available to the Group was $45,000,000 (June 2021: $25,000,000) which includes a 'Trade Finance Facility' (revolving facility) of $25,000,000 (increases seasonally to $35,000,000 between March-May and August-October) and a 'Working Capital Facility' of $20,000,000. Of these facilities $20,459,000 was unused with the facility term ending August 2024. Bank loans are secured by both the warehouse and store inventory and a general security deed which is a fixed and floating charge over the business. Interest of 0-9% is charged on the loans. The carrying amount of bank loans approximates their fair value.

Note 15. Provisions

	Consolidated	
	26 December 2021	**27 June 2021**
	$'000	**$'000**
CURRENT		
Employee benefits	**16,936**	18,453
Other provisions	**7,728**	14,848
Total current provisions	**24,664**	33,301
NON-CURRENT		
Employee benefits	**2,014**	2,042
Total non-current provisions	**2,014**	2,042

	26 December 2021
	$'000
Other provisions	
Opening net carrying amount at 28 June 2021	**14,848**
Additional provisions recognised	1,543
Amounts used	(7,256)
Amounts used for leases make good provision	(1,407)
Closing net carrying value at 26 December 2021	**7,728**

Note 16. Derivative financial instruments

	Consolidated	
	26 December 2021	**27 June 2021**
	$'000	**$'000**
Financial liabilities – convertible note (equity conversion feature)	**9,631**	-
Interest rate swaps	**-**	109
Total derivative financial instruments	**9,631**	109

Fair Value of financial instruments

AASB 13, fair value measurement requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level that an input that is significant to the measurement can be categorised into as follows:

Level 1 – the fair value is calculated using quoted price in active markets for identical assets or liabilities.
Level 2 – the fair value is estimated using inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices).
Level 3 – the fair value is estimated using inputs for the asset or liability that are not based on observable market data.

The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable market data, the asset or liability is included in Level 3.

Valuation techniques

The Group selects a valuation technique that is appropriate for the circumstances. The valuation technique on the forward exchange contracts is based on quoted mark to market data provided by the bank.

The exercise condition of the conversion option embedded in the Notes is contingent on the path of Mosaic's share price. A Monte Carlo model was used to project a number of different scenarios of the Mosaic share price. This methodology incorporates the probability of exercising the conversion option after the restriction period

The fair value of the deferred consideration is measured by discounting the $11,000,000 exercise price using a formula which incorporates the current year base. There has been no movement between levels and no changes in valuation techniques.

The following tables provide the fair values of the Group's assets and liabilities measured and recognised on a recurring basis after initial recognition and their categorisation within the fair value hierarchy:

	Level 1		**Level 2**		**Level 3**		**Total**	
	Dec-21	**Jun-21**	**Dec-21**	**Jun-21**	**Dec-21**	**Jun-21**	**Dec-21**	**Jun-21**
	$000	**$000**	**$000**	**$000**	**$000**	**$000**	**$000**	**$000**
Recurring fair value measurements								
Derivatives (Liability) held for hedging:								
- Forward exchange forward contracts	-	-	888	576	-	-	888	576
- Interest swaps	-	-	-	(109)	-	-	-	(109)
– Financial liabilities – Convertible note	-	-	(9,631)	-	-	-	(9,631)	-
– Deferred consideration	-	-	-	-	(9,627)	(9,620)	(9,627)	(9,620)
Total liabilities recognised at fair value	-	-	(8,743)	467	(9,627)	(9,620)	(18,370)	(9,153)

Note 17. Lease liabilities

	Consolidated	
	26 December 2021	27 June 2021
	$'000	$'000
CURRENT		
Lease liability	**55,453**	64,636
NON-CURRENT		
Lease liability	**52,000**	58,643
Total lease liabilities	**107,453**	123,279

Note 18. Deferred consideration

	Consolidated	
	26 December 2021	27 June 2021
	$'000	$'000
Deferred consideration	**9,627**	9,620

As part of the purchase of EziBuy from Alceon Retail, it was agreed that as part of the nominal consideration of $1.00 for a 50.1% economic interest, the buyer will be entitled to exercise an option over the remaining 49.9% equity interest on or prior to 30 September 2021 for an exercise price of $11,000,000. On 1 October 2021, the Group announced its decision to exercise the option to purchase the remaining 49.9% with the exercise payment deferred to 30 June 2022 (previous payment date 31 December 2021). The exercise date of 30 September 2021 was previously extended from 30 June 2021 (original exercise date 31 December 2020) due to the continued impact of the Coronavirus (COVID-19) pandemic and subsequently the delta and omicron variants. The 49.9% is considered by the Group as a present ownership interest and the option exercise price included in the fair value of the deferred consideration recorded at the date of acquisition. The $11,000,000 exercise price has been discounted and adjusted for cash acquired and related loans to arrive at the deferred consideration balance in accordance with the revised term of the option. As requested by the Australian Stock Exchange (ASX) an updated notice of meeting will be issued for shareholder approval of the acquisition.

Note 19. Contract liabilities

	Consolidated	
	26 December 2021	27 June 2021
	$'000	$'000
Contract liabilities	**14,495**	13,408

Note 20. Financial liabilities

	26 December 2021 $'000
Face value of convertible notes issued	32,018
Equity conversion feature of the convertible notes	(8,797)
Transaction costs*	(1,071)
Debt component on issuance date	22,150
Interest expense	890
Financial liability (non-current)	**23,040**

Convertible Notes

On 13 October 2021, Mosaic Brands Limited issued 32,018,000 in secured convertible notes ("the Notes") with a value of $1.00 per Note. The convertible notes are subject to the below terms:

- each Note has an initial face value of $1.00
- the notes bear a cash interest rate of 8% per annum payable quarterly in arrears
- Notes will be secured by second-ranking security behind the security granted in respect of the Senior Debt Obligations
- if on any interest payment date Mosaic Brands is not permitted to make a payment under the terms of the intercreditor deed, any part of the cash interest amount not paid will be capitalised on the relevant interest payment date and added as principal to the Note principal amount and the notional Note principal amount.
- the Notes are convertible by the Noteholders in whole or in part into ordinary shares at any time from 30 September 2022 until the earlier of the maturity date 30 September 2024.

The Group has classified the convertible notes as financial liabilities. At the date of issue, the equity conversion feature of the convertible notes was classified as an embedded derivative measured at fair value through profit or loss (refer to Note 16). The debt component was classified as a financial liability measured at amortised cost using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

Transaction costs that relate to the issue of the convertible notes are allocated to the debt and embedded derivative (equity conversion option) components in proportion to the allocation of the gross proceeds. Transaction costs relating to equity conversion option are recognised directly in profit or loss. Transaction costs relating to the debt component are included in the carrying amount of the debt component and are amortised over the life of the convertible notes using the effective interest method.

* Total transaction costs for the convertible note were $1,524,000 with the debt component $1,071,000

Note 21. Issued capital

	Consolidated	
	26 December 2021 $'000	27 June 2021 $'000
Fully paid ordinary shares		
Balance at the beginning of the financial year	**108,034**	108,034
Ordinary shares	**108,034**	108,034

Fully paid ordinary shares	No.	No.
Balance at the beginning of the financial period	**96,662,930**	96,812,930
Issue of shares during the period (i)	**10,900,000**	-
Share buy-back	**-**	(150,000)
Balance at the end of the financial period	**107,562,930**	96,662,930

(i) 10,900,000 shares were issued under limited recourse loans to Directors and Senior Management

Note 22. Dividends paid

No dividends were provided for or paid during the half-year to 26 December 2021, and no dividends were provided for during the preceding half-year to 27 December 2020.

Note 23. Earnings per share

	Consolidated	
	26 December 2021 $'000	27 December 2020 $'000
Earnings per share for profit		
Profit after income tax	**14,340**	13,007
Profit after income tax attributable to the owners of Mosaic Brands Limited	**14,340**	13,007
	Number '000	**Number '000**
Weighted average number of ordinary shares used in calculating		
- basic earnings per share	**98,100**	96,717
- diluted earnings per share	**98,100**	96,717
Basic earnings per share (cents per share)	**14.6**	13.5
Diluted earnings per share (cents per share)	**14.6**	13.5

Note 24. Deferred tax assets and liabilities

	Consolidated	
	26 December 2021 $'000	27 June 2021 $'000
Analysis of deferred tax assets:		
Employee entitlements	**5,799**	6,257
Lessors fit out contribution	**172**	38
Accruals	**5,394**	5,048
Inventory temporary differences	**8,532**	11,366
Depreciation temporary differences	**6,219**	7,119
Provision for customer loyalty	**336**	313
Contract liabilities	**1,597**	1,154
Future tax benefit of tax losses	**8,613**	4,863
Business capital expenditure	**46**	92
Other provisions	**2,254**	5,144
Lease liabilities	**33,185**	37,868
Other temporary differences	**914**	741
Total deferred tax assets	**73,061**	80,003
Analysis of deferred tax liabilities:		
Depreciation and amortisation temporary differences	**-**	662
Brand names	**4,779**	4,892
Trademarks	**16**	14
Foreign currency balances	**1,933**	3,568
Right-of-use asset	**24,790**	22,317
Lease incentive	**648**	702
Other temporary differences	**7**	13
Total deferred tax liabilities	**32,173**	32,168

Note 25. Commitments and contingent liabilities

Contractual commitments

As at 26 December 2021, the Group had no contractual commitments apart from lease liabilities (note 17).

Contingent liabilities

There were no contingent liabilities for the period ended 26 December 2021.

Note 26. Related party transactions

Transactions with related parties

The Group paid rent to four Alceon-owned property trusts amounting to $208,000 (2020: $85,000) in relation to stores in Caboolture, Orange, Sale and Gladstone. The rental paid was at normal commercial terms and conditions.

A total of $60,000 in management fees to related party of the Non-Executive Directors during the financial period (2020: $60,000).

Relatives of key management personnel were employed throughout the year with a total salary and wages being paid of $24,579. These were paid in line with the relevant awards.

EziBuy paid a total of $147,000 to SurfStitch which relates to the use of the distribution centre.

Receivables from and payable to related parties

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

Loans to/from related parties

At 26 December 2021, a loan amount payable to a related party (Alceon Retail Bidco) of $3,796,000 was owed through EziBuy with total interest paid of $151,000. There were no other loans to or from related parties at the end of the reporting date. Interest of 0-9% is charged on the loans. The loan term is the earlier of the exercise of the option to purchase EziBuy by Mosaic Brands Limited or ten years from inception (being 2029).

Note 27. Events after the reporting date

On 1 October 2021, the Group announced its decision to exercise the option to purchase the remaining 49.9% of EziBuy with the exercise payment deferred to 30 June 2022. An updated notice of meeting will be issued for shareholder approval as requested by the Australian Stock Exchange (ASX).

Although the rapid spread of the new Omicron variant is currently impacting centre traffic, the reset and stock planning we have undertaken across the entire business means we are well positioned and prepared to weather the latest wave.

No other matter or circumstance has arisen since 26 December 2021 that has significantly affected, or may significantly affect the Groups operations, the results of those operations, or the Groups state of affairs in future financial years.

DIRECTORS' DECLARATION
26 December 2021

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;

- the attached financial statements and notes give a true and fair view of the Consolidated Entity's financial position as at 26 December 2021 and of its performance for the financial half-year ended on that date; and

- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of Directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the directors

Scott Evans
Managing Director and Chief Executive Officer

Declaration made 24 February 2022

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INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Mosaic Brands Limited

Report on the Half-Year Financial Report

Conclusion

We have reviewed the half-year financial report of Mosaic Brands Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 26 December 2021, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the half-year ended on that date, a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of the Group does not comply with the *Corporations Act 2001* including:

(i) Giving a true and fair view of the Group's financial position as at 26 December 2021 and of its financial performance for the half-year ended on that date; and

(ii) Complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to the audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Responsibility of the directors for the financial report

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

Auditor's responsibility for the review of the financial report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 26 December 2021 and its financial performance for the half-year ended on that date and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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

BDO Audit Pty Ltd

BDO

John Bresolin
Director

Sydney, 24 February 2022