

# WATERCO LIMITED

# APPENDIX 4E Preliminary Final Report for the Financial Year Ended 30 June 2019

# FOR ANNOUNCEMENT TO THE MARKET



# WATERCO LTD

## Summary of results FY ended 30 June 2019

Sales Revenue	\$89.62 million, up 4%
Net Profit After Tax	\$2.28 million, down 42%
EBIT	\$4.42 million, down 34%

Total dividend payout

5c per share (full year)

# Chief Executive Officer's Review of Operations

## **REVENUE AND PROFITABILITY**

The Group reports a fall in Net Profit After Tax (NPAT) and Earnings Before Interest and Tax (EBIT). NPAT fell by 42% to \$2.28 million, while EBIT fell by 34% to \$4.42 million. NPAT was slightly above (4%) the revised market guidance of \$2.20 million, announced in April this this year. The major reasons for this was the increased costs brought about by a depreciation in all exchange rates against the \$US dollar, and a significant slowdown in China's Economic Conditions resulting in losses in our entity in China. Despite this, the Group was able to achieve a 4% increase in sales.

The Australian and New Zealand Division, which accounts for a major portion of the Group's profitability and sales, registered a reduction in EBIT of 39%. This is mainly due to increased costs affected by an 8% depreciation against the US Dollar during the year and realised foreign exchange losses on trading stock. During the year, additional provisions for warranty expenses were provided to comply with Accounting Standards.

Swimart Division did not meet expectations due to an increase in company operated stores in the second half resulting in higher operating expenses, which adversely impacted its contribution for the year.

The North America and Europe Division continues to undergo restructuring. EBIT losses were cut by 84%, due to improved financial results in USA and Canada.

## **DIVISIONAL EBIT PERFORMANCE**

The breakdown of EBIT contribution by division is as follows:

	FY19	FY18	
	(\$000)	(\$000)	% Change
Australia and New Zealand	2,970	4,851	(39)%
North America and Europe	(39)	(239)	84%
Asia	1,485	2,094	(29%)
Consolidated Reported EBIT	4,416	6,730	(34)%

## AUSTRALIA AND NEW ZEALAND (ANZ)

The Australia and New Zealand Division derives its revenue predominantly from the domestic swimming pool industry. In this market, Waterco offers a wide range of products, including chemicals for swimming pool water treatment. Waterco also owns the Swimart franchise, which features more than seventy pool stores in Australia and New Zealand. The success of these stores is built on more than three decades of experience, during which Waterco has developed an extremely good understanding of the factors that drive consumer demand in the after-market. Franchisees benefit from a programme that has been developed and improved on in-house since 1984, when a company-owned pool shop was opened in Sydney. This has since grown into the Swimart Pool and Spa franchising retail system.

Steady market share in the domestic pool sector has underpinned the Division's performance. Despite a difficult year in the ANZ Market, Waterco was able to achieve a 2.4% increase in sales on the previous year.

## NORTH AMERICA AND EUROPE

Waterco North America and Europe comprises the Group's operations in the USA, Canada, UK and France.

**Waterco USA (WUSA)** The US market is the largest in the world. Waterco has invested significantly in this market, through start-up operations, as well as a substantial acquisition of Baker Hydro in March 2005. Our operations in Augusta, Georgia, now distribute a wide range of filters and assemble commercial pumps.

This entity has experienced another significant sales growth (36%) during the year under review and is expected to further improve revenue in the ensuing year.

**Waterco Canada (WCI)** This Entity was the Group's original centre for the manufacture of heat pumps. Its expertise, developed over more than two decades, with assistance from our Research and Development division in Sydney, has improved performance of our products in both quality and cost. This continues to benefit the Group and enables other manufacturing entities in the Group to produce heat pumps of quality. The manufacturing operations have since been transferred to other manufacturing entities and WCI is now a trading entity with heat pumps as their key product.

WCI continued the restructure of its operations during the year leading to improved financial results on the previous year. The entity will continue the restructure process in the new year, and is expecting further improved financial results.

**Waterco Europe (WEL)** Waterco started up operations in 1999 and subsequently acquired the business of Lacron Ltd in 2003. This Entity, therefore, enjoys a continuous and successful history of almost 40 years in the manufacture of fibreglass filters. The renowned "Lacron" name is synonymous with quality filters and, coupled with Waterco's established progressive manufacturing techniques, this has enabled WEL to bring to the market filters of quality at acceptable prices. Today, both the Lacron and the Waterco brands are well-recognised as quality products in Europe. This recognition continues, even after the manufacturing operations had been transferred to Malaysia and China, because the same high standards have been maintained.

Waterco Europe achieved a 9.2% increase in sales during the year despite the challenges in the European Market (including Brexit). This Entity had consolidated its operations during the economically difficult years in the region and has benefitted from this in the last three years, when sales growth has been significant. This Entity continues to reinforce its interest in commercial filters of high pressure ratings developed for water treatment, in particular, as pre-filtration for seawater desalination. The Group's ability to manufacture filters of such pressure ratings from composites provides an opportunity to enhance our presence into a market that has traditionally used steel to cope with such pressures.

## ASIA

Waterco Far East in Malaysia (WFE) was borne out of Waterco's familiarity with the Southeast Asian market. WFE was initially a sales operation designed to service Waterco Australia's Southeast Asian customer base. In 1991 WFE added manufacturing operations to our undertakings in Kuala Lumpur, Malaysia. As well as bringing the Group closer to our markets in Southeast Asia, this also gave cost-efficiency in our manufacturing operations. Since then, WFE has become the principal manufacturing facility for pumps and filters for the Waterco Group. WFE continues to deliver new products to give the Group an edge in our marketing activities.

WFE has achieved ISO9001:2008 certification, the internationally recognised standard for the quality management of businesses, and demonstrates the existence of an effective and well-designed quality management system, which stands up to the rigours of an independent external audit. A key criterion of this standard is that the management system can provide confidence in creating products that meet expectations and requirements.

Local sales in Malaysia posted a 12% growth, in spite of soft economic conditions and political uncertainty. Increased volume, particularly in labour-intensive large commercial filters, has resulted in an increase in wages above expectation, with more overtime worked. The Entity's capacity has been increased in the new financial year to address this and this is expected to lead to an improvement in financial performance.

**Waterco China** This entity commenced operations in 2000, delivering advantages of low operational costs and a foothold into the huge China market. The manufacturing of filters primarily for the European and the Australian markets has been relocated to Malaysia, leaving this entity to focus on development of commercial heat pumps and to improve marketing of pool equipment to the commercial pool market in China. External sales fell by 39% during the year (after a record year in FY2018) due to a significant slow-down in China's Economic Conditions.

Waterco International in Singapore (WI) focuses on sales in Asian countries, other than Malaysia and China, where we have our own trading entities. WI also provides technical assistance to our Indonesian entity and has been able to contribute to the growth of the latter. Performance during the year was steady.

#### PRODUCT DEVELOPMENT AND WATER TREATMENT

The Group continues to invest in Research and Development in order to be at the forefront of the industry.

Product innovation and research and development in the water- treatment subsector are considered to be critical to Waterco staying at the forefront of the industry. Waterco considers water- treatment products and systems to be a key revenue driver for the Group. As such, ensuring that our products and systems are appropriately protected is of value and importance.

The array of technology advances and patents will improve Waterco's position in the servicing of swimming pool markets globally and are expected to improve the appeal of the Swimart franchise.

## **DIVIDEND AND OUTLOOK**

The results (Net Profit (atax) of \$2.28m, is slightly above the profit guidance revision of \$2.2m released to the market on 17 April 2019. While Australia/New Zealand and Asia reporting falls from last year, North America and Europe showed a further improvement on the previous year. This is especially pleasing, as losses in the US and Canadian entities in the North America and Europe Division are not tax-effected, accentuating their impact.

The Board will provide a profit guidance at a later stage for the financial year ending 30 June 2020 as more information becomes available during the year.

Waterco declares a final dividend payment of 3 cents per share, payable to shareholders on 16 December 2019. With an interim dividend of 2 cents per share, declared after the announcement of the Half-Year results, this maintains the total dividend for the year at 5 cents per share.

# WATERCO LIMITED Preliminary Final Report for the Financial Year Ended 30 June 2019

# SUMMARY OF RESULTS

Revenues Profit (loss) after tax attributable to members	Up Down	3.5% 41.7%		,
Dividends	Amount per security			Franked amount per security
Final dividend	3¢			3¢
Previous corresponding period	3¢			3¢
Date for determining entitlements to the dividend	8 <sup>th</sup> November 2019		per 2019	

# Statement of Profit and Loss and Other Comprehensive Income

	Current period \$A'000	Previous corresponding period \$A'000
Revenues	90,863	87,832
Expenses Goodwill (on acquisition) Impairment Losses Finance costs Other Expenses	(17) (1,138) (86,395)	(4) (1,000) (81,107)
Profit (loss) before tax	3,313	5,721
Income tax (see Annexure A)	(1,031)	(1,771)
Profit (loss) after tax	2,282	3,950
Net profit (loss) attributable to non-controlling interests	40	104
Net profit (loss) for the period attributable to members	2,242	3,846
Non-owner transaction changes in equity Net exchange differences recognised in equity Other revenue, expense and initial adjustments recognised directly in equity	2,288	8,443
Total transactions and adjustments recognised directly in equity	2,288	8,443
Total changes in equity not resulting from transactions with owners as owners	4,530	12,289

# Earnings per security (EPS)

	Current period	Previous corresponding Period
Basic EPS	6.1c	10.3c
Diluted EPS	6.1c	10.3c

# Calculation of Earnings per security (EPS)

	Current period	Previous corresponding Period
Net Profit (\$000)	2,282	3,950
Net Profit/(Loss) attributable to non-controlling interests (\$000)	40	104
Earnings used in calculation of basic EPS (\$000)	2,242	3,846
Weighted average number of ordinary shares outstanding during the year used in calculation of basic EPS	36,632,651	37,227,372

# Notes to the statement of profit and loss and other comprehensive income

## Profit (loss) attributable to members

	Current period \$A'000	Previous corresponding period \$A'000
Profit (loss) after tax	2,282	3,950
Less (plus) non controlling interests	40	104
Profit (loss) after tax, attributable to members	2,242	3,846

# Revenue and Expenses - SEE ANNEXURE A

Capitalised outlays	Current period \$A'000	Previous corresponding period \$A'000
Interest costs capitalised in asset values	-	-
Outlays capitalised in intangibles (excluding those arising from acquisition of a business)	-	-

# **Operating Segments – SEE ANNEXURE A**

# **Movement in Retained Profits**

	Current period \$A'000	Previous corresponding period \$A'000
Retained profits at the beginning of the financial period	13,944	11,959
Net profit attributable to members	2,242	3,846
Transfer from Asset Revaluation Reserve	-	-
Adjustment relating to AASB 15	(154)	-
Dividends paid	(1,841)	(1,861)
Retained profits at end of financial period	14,191	13,944

# Intangibles – Impairment/Amortisation

	Consolidated - current period			
	Before tax \$A'000	Related tax \$A'000	Related non- controlling interests \$A'000	Amount (after tax) attributable to members \$A'000
	(a)	(b)	(c)	(d)
Impairment of goodwill	16	-	-	16
Amortisation of other intangibles	17	-	-	17
Total Impairment/ amortisation of intangibles	33	-	-	33

# Comparison of half year profits

	Current year - \$A'000	Previous year - \$A'000
Consolidated profit (loss) after tax attributable to members reported for the 1st half year	2,320	3,264
Consolidated profit (loss) after tax attributable to members for the 2nd half year	(78)	582

Consolidated Statement of Financial Position	At end of current period \$A'000	As shown in last annual report \$A'000	As in last half yearly report \$A'000
Current assets			
Cash and cash equivalents	5,310	4,291	4,193
Trade and other receivables	12,120	12,636	17,043
Inventories	36,189	37,590	39,633
Other	829	832	846
Total current assets	54,448	55,349	61,715
Non-current assets			
Other property, plant and equipment (net)	61,459	60,696	62,022
Intangibles (net)	432	189	177
Deferred tax assets	487	352	541
Total non-current assets	62,378	61,237	62,740
Total assets	116,826	116,586	124,455
Current liabilities			
Trade and other payables	11,159	10,040	18,172
Interest bearing liabilities	11,268	12,786	10,346
Current tax liabilities	(407)	277	417
Provisions exc. tax liabilities	1,811	2,132	1,914
Total current liabilities	23,831	25,235	30,849
Non-current liabilities			
Interest bearing liabilities	11,094	11,039	10,732
Deferred tax liabilities	5,869	5,932	5,968
Provisions exc. tax liabilities	202	212	21:
Total non-current liabilities	17,165	17,182	16,913
Total liabilities	40,996	42,417	47,762
Net assets	75,830	74,169	76,693
Equity			
Issued Capital	37,676	38,590	38,182
Reserves	23,224	20,936	22,757
Retained Earnings	14,191	13,944	15,002
Parent entity Interest	75,091	73,470	75,94
Non controlling interests in controlled	700	600	
entities	739	699	752
Total equity	75,830	74,169	76,69

Consolidated Statement of Cashflows	Current period \$A'000	Previous corresponding period \$A'000
Cash flows related to operating activities		
Receipts from customers	95,207	92,478
Payments to suppliers and employees	(86,897)	(94,276)
Interest and other items of similar nature received	35	22
Interest and other costs of finance paid	(1,138)	(1,000)
Income taxes paid	(1,848)	(1,808)
Other	1,210	1,544
Net operating cash flows	6,569	(3,040)
Cash flows related to investing activities		
Dividend received	1	1
Payment for purchases of property, plant and equipment	(2,154)	(3,410)
Proceeds from sale of property, plant and equipment	51	138
Proceeds from sale of business		
Investments		
Payment for intangibles	(237)	-
Net investing cash flows	(2,339)	(3,271)
Cash flows related to financing activities		
Proceeds from issues of shares (to outside interests)	30	-
Share Buyback	(914)	(743)
Proceeds from borrowings	-	9,595
Repayment of borrowings	(1,933)	(5,182)
Dividends Paid – outside Interests	(29)	-
Dividends paid	(1,841)	(1,861)
Net financing cash flows	(4,687)	1,809
Net increase (decrease) in cash held	(457)	(4,502)
Cash at beginning of period	A 44A	1 00 1
(see Reconciliation of cash)	3,419	4,634
Exchange rate adjustments.	1,204	3,287
Cash at end of period (see Reconciliation of cash)	4,166	3,419

Non-cash financing and investing activities During the year, the economic entity acquired plant and equipment with an aggregate fair value of \$198,553 (2018-\$347,782) by means of finance leases. These financing activities are not reflected in the statement of cash flows.

# **Reconciliation of cash**

Reconciliation of cash at the end of the period (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.	Current period \$A'000	Previous corresponding Period \$A'000
Cash on hand and at bank	5,310	4,291
Bank overdraft	(1,144)	(872)
Total cash at end of period	4,166	3,419

# Other notes to the condensed financial statements

Ratios	Current period	Previous corresponding Period
Profit before tax / revenue Consolidated profit (loss) before tax as a		
percentage of revenue	3.65%	6.51%
Profit after tax /equity interests Consolidated net profit (loss) after tax attributable to members as a percentage of equity (similarly attributable) at the end of		
the period	3.0%	5.2%

NTA PER SHARE	Current period	Previous corresponding Period	
Net tangible asset backing per ordinary security	\$2.06	\$1.99	

# **Final Dividend Declared**

Date shares trade ex-dividend	7 <sup>th</sup> November 2019
Record date to determine entitlements to the dividend	8 <sup>th</sup> November 2019
Date the dividend is payable	16 <sup>th</sup> December 2019

## **Dividend per share**

		Amount per security	Franked amount per security at % tax	Amount per security of foreign source dividend
Final dividend:	Current year	3¢	3¢	¢
	Previous year	3¢	3¢	¢

# Total dividend per share (interim plus final)

	Current year	Previous year
+Ordinary securities	5¢	5¢

# **Dividend Plans in operation**

There is no current dividend reinvestment plan in operation

# Issued and quoted securities at end of current period

Category of securities	Total number	Number quoted	Issue price per security (cents)	Amount paid up per security (cents)
Ordinary securities	36,632,651	36,632,651		
Changes during current period (a) Increases through issues	-	-	-	-
(b) Decreases through returns of capital, buybacks	450,754	450,754	\$2.0274	\$2.0274
Options			Exercise price	Expiry Date
Directors and Senior Executives option plan	-			
Issued during current period				
Exercised during current period				
Expired during current period				

## Annual meeting

The annual meeting will be held as follows:	
Place	36 South St Rydalmere NSW
Date	25th October 2019
Time	3PM
Approximate date the annual report will be available	18th September 2019

## **Compliance statement**

- 1. This report has been prepared in accordance with the Corporations Act 2001 including complying with Australian Accounting Standards, including the Interpretations, and the Corporations Regulations 2001
- 2. This report and the accounts upon which the report is based use the same accounting policies.
- 3. This report does give a true and fair view of the matters disclosed.
- 4. This report is based on accounts which are in the process of being audited.
- 5. The entity has a formally constituted audit committee.

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Soon Sinn Goh Chief Executive Officer

26th August 2019

Notes:

- 1. Reconciliation of income tax *prima facie* payable on the profit before tax to income tax expense where prima facie tax payable differs by more than 15% from income tax expense.
- 2. **Rounding of figures:** Some of the information in this report have been rounded to the nearest \$1,000 (where stated).
- 3. **Comparative figures:** When required by Accounting Standards, comparative figures have been adjusted to conform with changes in presentation for the current financial year.

## PRELIMINARY FINAL REPORT 30 JUNE 2019

## ANNEXURE A

## **REVENUE AND EXPENSES**

	Consolidate 2019	d Group 2018
	\$000	\$000
Revenues	90,863	87,832
Changes in inventories of finished goods and work in progress	(2,579)	(5,784)
Raw materials and consumables used	(42,658)	(37,368)
Employee benefits expense	(19,740)	(18,607)
Depreciation, impairment and amortisation expense	(1,749)	(1,577)
Finance costs	(1,138)	(1,000)
Advertising expense	(2,084)	(1,706)
Discounts allowed	(252)	(145)
Outward freight expense	(2,097)	(1,576)
Rent expense	(2,826)	(2,662)
Research & development	(1,490)	(1,582)
Insurance general	(957)	(798)
Contracted staff expense	(242)	(234)
Warranty expense	(942)	(706)
Commission expense	(348)	(260)
Other expenses	(8,448)	(8,106)
Profit before income tax expense	3,313	5,721
Income tax expense	1,031	1,771
Profit for the year	2,282	3,950

## PRELIMINARY FINAL REPORT 30 JUNE 2019 ANNEXURE A

## **Operating Segments** Segment Information

#### Identification of reportable segments

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

The group is managed primarily on the basis of location since the group's operations have similar risk profiles and performance criteria. Operating segments are therefore determined on the same basis.

The group operates predominantly in one industry being the manufacture and wholesale of swimming pool chemicals, accessories and equipment, manufacture and sale of solar pool heating systems and as a franchisor of swimming pool outlets retailing swimming pool accessories and equipment.

#### Basis of accounting for the purposes of reporting by operating segments

#### Accounting Policies Adopted

Unless stated otherwise, all amounts reported to the Board of Directors as the chief decision maker with respect to operating segments are determined in accordance with accounting policies that are consistent to those adopted in the annual financial statements of the Group.

#### Inter-segment transactions

An internally determined transfer price is set for all inter-entity sales. The price is reviewed annually (unless special circumstances arise) and is based on what would be realised in the event the sale was made to an external party at arm's length under the same terms and conditions. All such transactions are eliminated on consolidation for the Group's financial statements.

Corporate charges are allocated to reporting segments based on the services provided to those reporting segments

Inter-segment loans payable and receivable are initially recognised at the consideration received net of transaction costs. If inter-segment loans receivable and payable are not on commercial terms, these are not adjusted to fair valued based on market interest rates.

#### Segment assets

Where an asset is used across multiple segments, the asset is allocated to the segment that receives the majority of the economic value from the asset. In the majority of instances, segment assets are clearly identifiable on the basis of their nature and physical location.

#### Segment liabilities

Liabilities are allocated to segments where is a direct nexus between the incurrence of the liability and the operations of the segment.

#### Unallocated items

The following items of revenue, expenses, assets and liabilities are not allocated to operating segments as they are not considered part of the core operations of any segment:

other revenues

#### Comparative information

This is the first reporting period in which AASB8: Operating Segments has been adopted. Comparative information has been stated to confirm to the requirements of the Standard.

## PRELIMINARY FINAL REPORT 30 JUNE 2019 ANNEXURE A Operating Segments

## **Geographical Segments**

	2019			
	AUSTRALIA & NEW ZEALAND	ASIA	NORTH AMERICA & EUROPE	CONSOLIDATED GROUP
	\$000	\$000	\$000	\$000
REVENUE				
Sales to customers outside the consolidated group	59,539	13,152	16,926	89,617
Intersegment sales	821	26,332	759	27,912
Total segment revenue	60,360	39,484	17,685	117,529
Reconciliation of segment revenue to group revenue Other revenue				1,246
Intersegment elimination				(27,912)
-				· · · · · · · · · · · · · · · · · · ·
Total group revenue				90,863
Segment net profit/(loss) from continuing operations before	3,206	1,248	105	4,559
Reconciliation of segment result to group net profit/loss before tax Unallocated items - other				(1,246)
Net profit before tax from continuing operations				3,313
Segment assets Segment asset increases for the period Reconciliation of segment	86,698	61,383	(12,802)	135,279
assets to group assets Intersegment eliminations				(18,453)
Total group assets				116,826
Capital expenditure	644	1,656	52	2,352
Segment liabilities Reconciliation of segment liabilities to group liabilities	32,284	29,348	7,761	69,393
Intersegment eliminations				(28,397)
Total group liabilities				40,996

## PRELIMINARY FINAL REPORT 30 JUNE 2019 ANNEXURE A Operating Segments

## **Geographical Segments**

	2018			
	AUSTRALIA & NEW ZEALAND	ASIA	NORTH AMERICA & EUROPE	CONSOLIDATED GROUP
	\$000	\$000	\$000	\$000
REVENUE				
Sales to customers outside the consolidated group	58,165	14,073	14,027	86,265
Intersegment sales	1,384	27,125	935	29,444
Total segment revenue	59,549	41,198	14,962	115,709
Reconciliation of segment revenue to group revenue Other revenue				1,567
Intersegment elimination				(29,444)
Total group revenue			•	87,832
Segment net profit/(loss) from continuing operations before Reconciliation of segment result to	5,553	1,907	(172)	7,288
group net profit/loss before tax Unallocated items - other				(1,567)
Net profit before tax from continuing operations				5,721
Segment assets Segment asset increases for the period Reconciliation of segment	89,227	62,616	(12,263)	139,580
assets to group assets				(22.004)
Intersegment eliminations Total group assets				<u>(22,994)</u> 116,586
Total group assets				110,300
Capital expenditure	1,147	1,132	81	2,360
Segment liabilities Reconciliation of segment liabilities to group liabilities	35,121	31,390	7,040	73,551
Intersegment eliminations				(31,134)
Total group liabilities			-	42,417

# PRELIMINARY FINAL REPORT 30 JUNE 2019 ANNEXURE A Income Tax Expense

	Consolida 2019 \$000	ated Group 2018 \$000
The prima facie tax on profit before income tax is reconciled to the income tax as follows:		
Profit before income tax	3,313	5,721
Prima facie tax payable on profit before income tax at 30% (2018 30%)	994	1,716
Add Tax effect of: • Depreciation of buildings • Entertainment • Amortisation – Goodwill • Amortisation – Land use rights • Foreign controlled entities not tax effected • Unrealised foreign exchange losses/(gains) • Expenses not deductible • Other Less Tax effect of: • Research and development • Effects of lower rates in overseas countries • Unrealised foreign exchange losses/(gains) • Overprovision/(under) for tax in prior years • Exempt income • Reinvestment allowance • Other	77 4 5 5 530 68 - 119 270 - 171 28 63 1	52 2 1 5 487 8 96 - 140 286 - 88 73 - 9
Income tax expense attributable to entity	1,031	1,771
The applicable weighted average effective tax rates are as follows:	31%	31%