AQUIS ENTERTAINMENT LIMITED

ABN 48 147 411 881

ANNUAL REPORT

FOR THE YEAR ENDED 31 DECEMBER 2019

CONTENTS

AQUIS ENTERTAINMENT LIMITED

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Financial Statements
for the Financial Year Ended 31 December 2019

AQUIS ENTERTAINMENT LIMITED
DIRECTORS' REPORT

The Directors present their report together with the consolidated financial statements for the financial year ended 31 December 2019. The consolidated financial statements comprise the financial statements of Aquis Entertainment Limited ("Aquis" or "Company") and its controlled entities (together referred to as the "Group" or "Consolidated Entity").

DIRECTORS

The names and details of the Company's Directors in office during the financial year and until the date of this report are set out below:

Tony Fung	Chairman
Alex Chow	Non-Executive Director
Russell Shields	Non-Executive Director
Jessica Mellor	Executive Director (resigned 21 February 2019) & CEO (to 31 December 2018)
Allison Gallaugher	Executive Director (appointed 28 June 2018) & CEO (Acting) (from 1 January 2019)

Current Directors

Tony Fung (Chairman)

Mr Tony Fung is the ultimate owner and controller of the Aquis Group. He has significant experience in corporate finance and company administration, including running Sun Hung Kai & Co. Ltd, a leading Hong Kong-based non-bank financial and securities holding company. Mr Fung has significant property investments in Hong Kong and also in Australia.

Alex Chow (Independent Non-Executive Director)

Mr Chow Yu Chun, Alexander, is a senior non-executive director with over 35 years of experience in commercial, financial and investment management in Hong Kong and Mainland China. He has served as an Independent Non-executive Director of Top Form International Limited since February 1993 and was a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants until January 2019. Mr. Chow is also currently an independent non-executive director of Playmates Toys Limited, China Strategic Holdings Limited and Symphony Holdings Ltd, each of which are listed on the Hong Kong Stock Exchange.

Mr Chow is the Chair of the Audit and Risk Committee and a member of the Remuneration and Nomination Committee.

Russell Shields (Independent Non-Executive Director)

Russell Shields is a senior non-executive director with more than 35 years' experience in the financial services industry. He was Chairman Queensland and Northern Territory of ANZ Bank for 6 years. Prior to joining ANZ, Mr Shields held senior executive roles in Australia and Asia with HSBC including Managing Director Asia Pacific – Transport, Construction and Infrastructure and State Manager Queensland, HSBC Bank Australia. He is currently a non-executive director of ASX-listed Eclipx Group Limited, was a non-executive director of Retail Food Group Limited (December 2015 to October 2018) and was Chairman of Onyx Property Group Limited until December 2015.

Mr Shields is the Chair of the Remuneration and Nomination Committee and a member of the Audit and Risk Committee.

Jessica Mellor (Executive Director to 21 February 2019 & CEO to 31 December 2018)

Jessica Mellor is a seasoned project manager with experience spanning major infrastructure projects, residential and commercial development and funds management.

Ms Mellor was involved in major infrastructure projects with Leighton Contractors in Queensland before moving into residential development and later funds management. Ms Mellor joined the greater Aquis Group in 2013 where she a played key leadership role in the groups' ambitious Yorkeys Knob project in Cairns and following the acquisition of Casino Canberra was appointed as Executive Director, Strategy and Project Development. Ms Mellor was appointed as Chief Executive Officer of Aquis Entertainment Limited and Casino Canberra on 4 October 2017.

Ms Mellor ceased her CEO duties from 31 December 2018 and resigned as director effective from 21 February 2019.

Allison Gallaugher (Executive Director, Financial Controller & Acting CEO from 1 January 2019)

Allison Gallaugher is a Chartered Accountant with over 20 years experience in the accounting industry, advising a range of local and international listed and unlisted companies, across a broad range of industries.

Ms Gallaugher held senior management positions including at a top 5 accounting firm in Sydney, before returning to Canberra where she joined the leading boutique accounting firm as an advisor to many of Canberra's largest businesses, predominantly in the property and development industry. Ms Gallaugher's experience spans the full range of business advisory, taxation and audit fields. Most recently, Ms Gallaugher was the Financial Controller of a large club group, before joining Aquis on 24 March 2017 as Financial Controller.

Ms Gallaugher was appointed as a director on 28 June 2018 and as acting Chief Executive Officer effective from 1 January 2019.

Company Secretary

The Company Secretary in office at the end of the reporting period was Company Matters practitioner, Louise Sheppard. Louise is an experienced company secretary whose professional experience spans three decades. Louise's commercial career began at AMP where she worked both in Australia and the UK across several financial services finance and project roles. Thereafter she worked for ABN AMRO in what would today be recognised as an AML/CTF equivalent compliance officer role. Louise has also held compliance and company secretarial roles at Babcock & Brown, and most recently was the Secretarial Governance Manager at Origin Energy Limited.

INTERESTS IN SHARES AND OPTIONS

As at the date of this report, the interests of the Directors in the ordinary shares of Aquis were:

Directors	Ordinary Shares	Unlisted Options
T Fung	163,871,874	-
A Chow	-	-
R Shields	-	-
A Gallaugher	-	-

NATURE OF OPERATIONS AND PRINCIPAL ACTIVITIES

The principal activity of the Consolidated Entity during the year was entertainment, gaming and leisure through the ownership of Casino Canberra.

OPERATING AND FINANCIAL REVIEW

Operating results for the Year

The operating result for the consolidated entity for the year to 31 December 2019 was a loss of $3,957,193 (2018: loss $3,396,832).

Operating revenue for the year amounted to $24,433,082, a 6.14% decrease from the 2018 result ($26,032,797). Earnings before Interest Tax Depreciation and Amortisation (EBITDA) for the year was a profit of $72,244 (2018: profit $625,885).

Strategy

Aquis has a clear strategy to develop and manage quality destination integrated resorts in underserved areas of Australia. Casino Canberra is the first such investment and has been used to demonstrate the Company's ability to significantly improve an underperforming operation by a combination of leadership and targeted investment in the business.

Strategy (continued)

Aquis advanced its strategy during the year by:

- Focused marketing activities to capitalise on the refurbishment of the Casino Canberra property in 2016 and to streamline expenditure on profitable revenue streams within the gaming department;
- Continuing to improve the operations of Casino Canberra by engaging experienced management who are focussed on improving revenue and customer service standards;
- Continuation of a cost control program to minimise expenditure and streamline efficiencies in business processes to improve economies of scale;
- Ongoing consideration of alternative and complementary business lines; and
- Approval of a share sale transaction to allow a new majority shareholder to enter the arena, with the intention of progressing with the development of a world-class integrated entertainment precinct in the heart of Canberra's CBD. The current status of this transaction is discussed further in the Future Developments, Prospects and Business Strategies section of this report.

Operations

Revenue from operations for the year decreased 6.14% from the prior year to $24,433,082 in 2019 compared to $26,032,797 in 2018. The result was driven by a 6.58% decrease in gaming revenue and a 1.69% decrease in food and beverage and other sales. Operating expenses including payroll related expenses decreased by 4.24% for the year, with the major decreases being in payroll and marketing expenses. The reduction in payroll expenditure was a result of more efficient use of the workforce, combined with inter-departmental restructuring to better align teams to leaders, as well as the absorption of several roles following the resignation of the incumbent employees. The marketing reduction was a result of refinement of the operation of our VIP program expenses, with greater focus placed on profitable sectors, refinement of promotions following a period of trial and more personalised offers to VIP players.

The first half of the year saw reduced revenues due to the local effects of the international VIP market reduction, however strong cost control ensured that the effects were minimised.

The second half of the year saw an increase in revenues, as our marketing efforts assisted in stabilising VIP visitation and reducing volatility and produced an overall improvement in hold rates, which is expected to continue and stabilise over the coming year with further refinements being made on an ongoing basis, depending on the market status as time goes by.

Financial position

At 31 December 2019, the Group had cash reserves of $5,105,943 (2018: $4,676,086) and unused borrowing facilities of $3,071,317. Following the end of the financial year no further drawdowns have been made and the group has forecast a positive net cashflow for the financial year. The balance sheet at 31 December 2019 shows a net asset deficit of $20,608,884 (2018: $16,651,690 deficit) as a result of the loss incurred during the financial year.

Outlook

Directors are confident of the outlook for Aquis. The casino's highly experienced operations leadership team continue to execute the vision of attracting and servicing quality players from Australia and overseas. Several further internal restructures to improve the alignment of teams within the group has resulted in better efficiency in our workforce, in addition to the absorption of several roles on resignation of incumbent employees. Our Business Development team have focused on mining of the existing customer database over the year, solidifying the efforts of the past several years which were spent building its size and quality. This focus allowed for a decrease in expenditure, resulting in a profitable VIP sector for the year. Customised offers to individual members have proved very successful in maximising revenues while minimising costs, as all expenditure has been effective.

In late 2018, the Board agreed to and recommended to shareholders a transaction for the major shareholder to sell the majority of their shares to a new investor; this transaction was in progress throughout the full 2019 year and is discussed in further detail in the Significant Events After Balance Date section of this report.

Legislation was enacted in the prior year to allow 200 electronic gaming machines (EGM's) to operate within the casino. During 2019 the planning for the redevelopment of Casino Canberra and further discussions with the Government were on hold due to the execution of the share sale transaction. With this transaction now terminated, focus will return to future plans for redevelopment and discussions surrounding the details of the legislated requirements for the EGM's will recommence to enable planning for the future.

Employees

The number of people employed by the Consolidated Entity at the reporting date was 221.

DIVIDENDS

The Directors do not recommend the payment of a dividend and no amount has been paid or declared by way of a dividend to the date of this report.

Directors' and committee meetings

The number of meetings of the Company's Board of Directors held during the period and the number of meetings attended by each Director was:

Director	Board Meetings		Audit & Risk		Remuneration & Nomination	
	Eligible to Attend	Attended	Eligible to Attend	Attended	Eligible to Attend	Attended
T Fung	5	5	5	5	3	3
A Chow	5	5	5	5	3	3
R Shields	5	5	5	5	3	3
J Mellor[1]	0	0	n/a	n/a	n/a	n/a
A Gallaugher[2]	5	5	n/a	n/a	n/a	n/a

[1]Resigned 21 February 2019
[2]Appointed 28 June 2018

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There were no significant changes in the state of affairs of the Company during the year, other than disclosed in this report.

SIGNIFICANT EVENTS AFTER BALANCE DATE

The company entered in to an agreement on 21 December 2018, to allow for the majority of the shares in the company to be sold to a new shareholder, Blue Whale Pty Limited. The transaction was subject to ACT gaming regulatory approvals being obtained by 21 December 2019 (all other conditions had been satisfied). The company had been seeking to agree to an extension date to allow satisfaction of this condition, however no agreement was reached and subsequent to year end, a notice of termination was issued to Blue Whale. The termination of the transaction documents became effective on 6 February 2020. Aquis is now seeking payment of the $280,000 break fee from Blue Whale under the terms of the transaction documentation.

The company will focus on the continual improvement and growth in the business, including consideration of any new business opportunities which may arise.

Other than as set out in this report and the attached financial statements, no other matters or circumstances have arisen since 31 December 2019, which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in subsequent financial years.

INDEMNIFICATION OF OFFICERS

The Company is required to indemnify Directors, and other officers of the Company against certain liabilities which they may incur as a result of or by reason of (whether solely or in part) being or acting as an officer of the Company.
During the financial year, the Company paid a premium to insure the Directors against potential liabilities for costs and expenses incurred by them in defending legal proceedings arising from their conduct while acting in the capacity of Director of the Company other than conduct involving wilful breach of duty in relation to the Company. The amount of the premium is not disclosed as it is considered confidential.
The Company provides no indemnity to any auditor.

PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied for leave of court to bring proceedings on behalf of the Company or intervene in any proceedings to which the consolidated entity is a party for the purpose of taking responsibility on behalf of the consolidated entity or any part of those proceedings.

ENVIRONMENTAL REGULATIONS

The Directors are mindful of the regulatory regime in relation to the impact of the organisation's activities on the environment.
There have been no known breaches of any environmental regulation by the Consolidated Entity during the financial period.

FUTURE DEVELOPMENTS, PROSPECTS AND BUSINESS STRATEGIES

Aquis is an entertainment, gaming and leisure company which currently operates a casino business in Canberra.

Following the termination of the Blue Whale transaction, the company is released from the Implementation Deed and will continue ahead with it's own strategy, without the opportunities planned as a result of the change in majority shareholding.

The company still has intentions to update plans in relation to a proposed redevelopment, incorporating the 200 EGM's for which approval has been legislated. There are several terms in the legislation which require clarification prior to the company being able to settle any plans. Discussions have been held with the government in relation to a plan as to clarification of these items, which will progress through 2020. Following these clarifications, the company will evaluate options and variables to determine a suitable and viable way forward with regard to the redevelopment.

There are several other prospects available to the company, which will be investigated and evaluated prior to reporting in due course.

The existing short to medium term strategy to improve service and gaming offerings, increase revenues and minimise expenditure via improvements in processes and increased efficiencies continues from prior years.

The company remains committed to the operation of the casino and to advancing the strategy of creating a world class entertainment precinct in the Canberra CBD with the casino as its centrepiece.

SHARE OPTIONS

As at the date of this report, there were no unissued ordinary Aquis shares under option (2018: nil). Accordingly, during the financial year and to the date of this report no options were exercised

No options have been issued in the period since year end to the date of this report.

INDEPENDENT PROFESSIONAL ADVICE

Directors of the Company are expected to exercise considered and independent judgement on matters before them and may need to seek independent professional advice. A director with prior written approval from the Chairman may, at the Company's expense, obtain independent professional advice to properly discharge their responsibilities.

NON-AUDIT SERVICES

There were no non-audit services provided by the entity's auditors, RSM Australia Pty Ltd during the financial year.

AUDITOR INDEPENDENCE

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is attached.

REMUNERATION REPORT (AUDITED)

This Remuneration Report forms part of the Directors' Report and has been prepared in accordance with Section 300A of the *Corporations Act 2001* and has been audited as required by Section 308(3C) of that Act.

The Remuneration Report is set out under the following key headings:

- A Introduction
- B Principles used to determine the nature and amount of remuneration
- C Remuneration details
- D Service agreements
- E Other KMP disclosures

A. Introduction

The Remuneration Report sets out information relating to the remuneration of the non-executive Directors, executive Directors and senior management of the Company - collectively termed Key Management Personnel (KMP). The KMP are the persons primarily accountable for planning, directing and controlling the affairs of the Company. For the purposes of this report the executive Directors and senior management are referred to as Executives.

Details of KMP for whom remuneration disclosures are included in this Report are as follows:

Current Non-Executive Directors

T Fung	Chairman
A Chow	Non-Executive Director
R Shields	Non-Executive Director

Current Executives

Name	Role	Relevant Dates
A Gallaugher	Financial Controller Director Chief Executive Officer (Acting)	Appointed 24 March 2017 Appointed 28 June 2018 Appointed 1 January 2019

Previous Directors and Executives

Name	Role	Relevant Dates
J Mellor	Chief Executive Officer Director	CEO to 31 December 2018 Resigned 21 February 2019
R Bach	Vice President & General Manager	Appointed 2 July 2015 Resigned 7 June 2019

Except where otherwise stated, KMP held office from the commencement of the year.

B. Principles used to determine the nature and amount of remuneration

Aquis' corporate goal is to develop and manage quality integrated resorts in Australia. To achieve this, the Group has sought to engage and retain experienced and talented Directors and Executives. The Group therefore aims to offer Directors and Executives a competitive remuneration package which reflects individual duties and responsibilities. The remuneration approach seeks to align Executive reward with the achievement of strategic objectives and the creation of value for shareholders.

The Remuneration Committee will be responsible for determining and reviewing on-going remuneration arrangements for its Directors and Executives. This Committee may seek advice of external remuneration consultants in conducting its duties. Further information regarding the Committee is set out in the Corporate Governance Statement.

The Group has established differing remuneration structures for Non-Executive Directors and Executives.

Non-Executive Directors

Fees and payments to the Non-Executive Directors reflect the demands which are made on, and the responsibilities of, these Directors. Non-Executive Director fees comprise a base salary plus statutory superannuation. Non-Executive Directors are not entitled to receive share based payments or other performance based incentives.

ASX listing rules require the aggregate non-executive directors remuneration be determined periodically by a general meeting. The most recent determination was at the Annual General Meeting held on 26 November 2015, where the shareholders approved an aggregate remuneration pool of $600,000.

Executives

Aquis aims to reward executives with a remuneration structure based on their position and responsibility, which has both fixed and variable components.

Fixed remuneration

Fixed remuneration aims to provide a base level of remuneration and is determined with reference to available market data, the scope of the executive's responsibilities and their experience and qualifications.

Fixed remuneration, consists of base salary, superannuation and complementary privileges at Casino Canberra, and may include other benefits where Executives may elect to sacrifice part of their salary to be contributed towards any non-cash benefit including motor vehicles, accommodation costs etc.

Fixed remuneration for Executives is reviewed annually and approved by the Remuneration Committee.

Performance based remuneration

Short term incentives

The performance based component of Executive remuneration aligns the strategies set by the Board with the individual targets of the Executives responsible for implementing those strategies.

Executives are entitled to receive short term incentives based on service and on the achievement of Key Performance Indicators.

Long term incentive plan

At the Annual General Meeting of the Company held on 31 May 2017, Shareholders approved the implementation of the Aquis Entertainment Limited Share Rights Plan (Plan). Under the Plan, Participants may become entitled to receive Rights (which are entitlements on vesting to fully paid ordinary shares in Aquis Entertainment Limited). The Rights would be granted for no monetary consideration and have no exercise price, unless otherwise determined by the Board. One vested Right is an entitlement to one Share.

The Plan allows for three kinds of Rights, being:

- Performance Rights which vest when performance conditions have been satisfied,
- Retention Rights which vest after the completion of a period of service, and
- Restricted Rights which are vested but subject to disposal restrictions.

At the date of this report, no Rights have been issued pursuant to the Plan.

Consolidated entity performance and link to remuneration

Remuneration for certain individuals is directly linked to performance of the consolidated entity. A portion of short term incentive payments are dependent on achieving defined KPI's. For the 2019 year, the KPI's were set by the Board and related to the achievement of revenue and profitability outcomes. These outcomes were to be driven by the Board's strategy to improve the overall product offered to customers including service standards and marketing programs. Improvements in revenue generating capability and profitability will form the basis of providing long term earnings growth for Casino Canberra and consequently for shareholder value growth.

C. Details of remuneration

Remuneration received or receivable by Key Management Personnel during the reporting period was as follows.

Key management personnel	Short-term benefits			Post-employment benefits super - annuation	Share based payment	Total	Performance based remuneration	Remun-eration at risk - STI
	Fees and/or salary	Cash, profit sharing / other bonuses	Other					
	$	$	$	$	$	$	%	%
2019								
T Fung	-	-	-	-	-	-	-	-
A Chow	105,000	-	-	-	-	105,000	-	-
R Shields	105,000	-	-	9,975	-	114,975	-	-
J Mellor[1]	109,039	-	9,600	5,776	-	124,415	-	-
R Bach[2]	116,785	-	22,599	10,164	-	149,548	-	-
A Gallaugher[3]	191,221	38,365	606	19,135	-	249,327	15%	15%
Totals	**627,045**	**38,365**	**32,805**	**45,050**	**-**	**743,265**		

[1] Resigned 21 February 2019
[2] Resigned 7 June 2019
[3] Appointed as Director from 28 June 2018

Key management personnel	Short-term Benefits			Post-employment benefits super - annuation	Share based payment	Total	Performance based remuneration	Remun-eration at risk - STI
	Fees and/or salary	Cash, profit sharing / other bonuses	Other					
	$	$	$	$	$	$	%	%
2018								
T Fung	-	-	-	-	-	-	-	-
J Fung[1]	-	-	-	-	-	-	-	-
A Chow	105,000	-	-	-	-	105,000	-	-
R Shields	105,000	-	-	9,975	-	114,975	-	-
J Mellor	391,892	-	62,400	34,833	-	489,125	-	-
R Bach	210,577	105,290	52,557	17,381	-	385,805	27%	27%
A Gallaugher[2]	175,000	34,088	-	21,655	-	230,743	15%	15%
Totals	**987,469**	**139,378**	**114,957**	**83,844**	**-**	**1,325,648**		

[1] Resigned 14 May 2018
[2] Appointed as Director from 28 June 2018

D. Service agreements

Non-Executive Directors

Each Director has signed a letter of appointment which sets out the conditions of the appointment including the remuneration for the position.

The Chairman and Vice Chairman have each elected to receive no remuneration for performing their Director roles.

The remaining Non-Executive Directors are entitled to the following remuneration:

- A base fee of $80,000 per annum
- $20,000 per annum for acting as the Chair of a Board Committee and
- $5,000 per annum for serving on a Board Committee.
- Statutory superannuation where required by law.

Executives

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name	**Jessica Mellor**	**Rhiannon Bach**	**Allison Gallaugher**
Title	Chief Executive Officer	VP and General Manager	Financial Controller & Acting CEO[3, 4]
Commencement Date	23 December 2014	23-Apr-15	24-Mar-18
Term of Agreement	Open[1]	Open[2]	Open
Annual Salary	$450,000	$250,000	$192,500 from 7 January 2019 as Financial Controller $300,000 from 2020 as CEO
Superannuation	Statutory superannuation	Statutory superannuation	Statutory superannuation
Bonus	Maximum annual bonus = 50% of Remuneration comprising: • Guaranteed amount of 50% of the maximum annual potential bonus and • Amount up to 50% of the maximum annual potential bonus as determined at the absolute discretion of the Board subject to KPI's agreed between the Executive and the Chair of the Remuneration Committee. • No bonus payment if Executive gives notice of termination prior to the payment date or if terminated for cause		Maximum annual bonus = 20% (2019) 30% (2020) of Remuneration as determined at the absolute discretion of the Board subject to KPI's agreed between the Executive and the Chair of the Remuneration Committee. No bonus payment if Executive gives notice of termination prior to the payment date or if terminated for cause
Post-employment restraint	Company may impose restraint for various periods up to12 months and for various regions		
Termination Period	6 months either party	3 months either party	2 months either party

[1] Resigned effective 21 February 2019, CEO duties cease 31 December 2018
[2] Resigned 7 June 2019
[3] Appointed acting CEO from 1 January 2019
[4] Appointed CEO from 27 February 2020

E. Other KMP disclosures

Movements in share holdings

The movement during the year in the number of ordinary shares in the Company held directly, indirectly or beneficially by each key management person, including their related parties, follows:

Name 2019	Opening Balance[1]	Acquired on Market	Disposed	Closing Balance[2]
T Fung	163,871,874	-	-	163,871,874

Name 2018	Opening Balance[1]	Acquired on Market	Disposed	Closing Balance[2]
T Fung	163,871,874	-	-	163,871,874

[1] *Opening balance includes balance at beginning of the period or at date of appointment*

[2] *Closing balance includes balance at end of the period or at date of resignation*

Other than as detailed in the table above, no shares were held in the Company either directly, indirectly or beneficially by any key management personnel.

b) Movement in option holdings

There were no options over ordinary shares in the Company held directly, indirectly or beneficially by key management personnel.

Loans to directors and executives

There were no loans to directors or executives at balance date.

Other transactions and balances with directors and executives

There were no other transactions with Directors or executives during the financial year. At the reporting date, the Group had loans outstanding from entities related to Mr Tony Fung totalling $35.5 million (2018: $35.5 million) inclusive of accrued interest.

End of audited remuneration report

Signed in accordance with a resolution of the directors.

Russell Shields
Director

Brisbane

28 February 2020

AQUIS ENTERTAINMENT LIMITED

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 31 December 2019

	Note	Consolidated 2019 $	2018 $
Revenue and other income			
Revenue	3	24,433,082	26,032,797
Other income	3	368,271	378,434
Total revenue and other income		**24,801,353**	**26,411,231**
Expenses from continuing operations:			
Casino taxes		(2,644,989)	(2,867,390)
Employee benefit expenses		(15,655,937)	(16,400,518)
Other operating expenses	4	(6,389,903)	(6,517,438)
Finance charges	4	(2,253,670)	(2,254,424)
Depreciation	4	(1,788,412)	(1,742,658)
Amortisation	4	(25,635)	(25,635)
Loss before income tax		**(3,957,193)**	**(3,396,832)**
Income tax expense / (benefit)	5	**-**	-
Loss attributable to members of the consolidated entity		**(3,957,193)**	**(3,396,832)**
Other comprehensive income for the year, net of tax		624	-
Total comprehensive loss for the year attributable to the members of the consolidated entity		**(3,956,569)**	**(3,396,832)**
Basic and diluted earnings per share (cents per share)	6	(2.14)	(1.83)

The accompanying notes form part of these financial statements.

AQUIS ENTERTAINMENT LIMITED
STATEMENT OF FINANCIAL POSITION
as at 31 December 2019

	Note	Consolidated 2019 $	2018 $
CURRENT ASSETS			
Cash and cash equivalents	7	5,105,943	4,676,086
Trade and other receivables	8	132,548	118,319
Inventories	9	166,723	172,746
Other current assets	10	341,929	1,172,688
Total current assets		**5,747,143**	**6,139,839**
NON-CURRENT ASSETS			
Property, plant and equipment	11	10,423,463	12,003,595
Right of use assets	12	66,032	-
Intangible assets	13	1,842,542	1,868,177
Financial assets at fair value through other comprehensive income	14	4,730	4,106
Other non-current assets	10	-	74,322
Total non-current assets		**12,336,767**	**13,950,200**
TOTAL ASSETS		**18,083,910**	**20,090,039**
CURRENT LIABILITIES			
Trade and other payables	15	4,004,253	4,352,234
Lease liabilities	16	47,899	-
Employee benefit provisions	17	588,874	690,517
Total current liabilities		**4,641,026**	**5,042,751**
NON-CURRENT LIABILITIES			
Employee benefit provisions	17	139,245	40,726
Loans and borrowings	18	33,911,898	31,658,252
Total non-current liabilities		**34,051,143**	**31,698,978**
TOTAL LIABILITIES		**38,692,169**	**36,741,729**
NET ASSETS		**(20,608,259)**	**(16,651,690)**
EQUITY			
Contributed equity	19	4,167,952	4,167,952
Reserve	19	6,678,349	6,677,725
Accumulated losses	20	(31,454,560)	(27,497,367)
TOTAL EQUITY		**(20,608,259)**	**(16,651,690)**

The accompanying notes form part of these financial statements

AQUIS ENTERTAINMENT LIMITED
STATEMENT OF CHANGES IN EQUITY
for the year ended 31 December 2019

	Share capital	Reserve	Accumulated losses	Total
	$	$	$	$
Balance at 1 January 2018	4,167,952	6,939,271	(24,362,081)	(13,254,858)
Equity component of convertible debt	–	(261,546)	261,546	–
Loss attributable to members of the company	–	–	(3,396,832)	(3,396,832)
Balance at 31 December 2018	**4,167,952**	**6,677,725**	**(27,497,367)**	**(16,651,690)**
Balance at 1 January 2019				
Loss attributable to members of the company	–	–	(3,957,193)	(3,957,193)
Other Comprehensive income for the year net of tax	–	624	–	624
Balance at 31 December 2019	**4,167,952**	**6,678,349**	**(31,454,560)**	**(20,608,259)**

The accompanying notes form part of these financial statements

AQUIS ENTERTAINMENT LIMITED
STATEMENT OF CASH FLOWS
for the year ended 31 December 2019

	Note	Consolidated 2019 $	2018 $
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		27,048,071	28,618,396
Payments to suppliers and employees		(26,408,872)	(27,216,734)
Interest received		38,281	49,537
Interest paid		(25)	(1,367)
Net cash provided by (used in) operating activities	21	**677,455**	**1,449,832**
CASH FLOWS FROM INVESTING ACTIVITIES			
Plant and equipment		(247,728)	(189,271)
Proceeds from sale of assets		–	57,119
Dividend received		130	240
Net cash used in investing activities		**(247,598)**	**(131,912)**
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from borrowings		–	300,000
Repayment of borrowings		–	(1,600,000)
Net cash (used in) provided by financing activities		–	**(1,300,000)**
Net increase (decrease) in cash held		429,857	17,920
Cash at beginning of the period		4,676,086	4,658,166
Cash at end of the period	7	**5,105,943**	**4,676,086**

The accompanying notes form part of these financial statements

1. Statement of significant accounting policies

The financial report covers the consolidated group of Aquis Entertainment Limited ("Aquis" or "Company") and its controlled entities (together referred to as the "Consolidated Entity" or "Group). Aquis is a for-profit company limited by shares incorporated and domiciled in Australia. The Company's shares are publicly traded on the Australian Securities Exchange (ASX: AQS).

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

Basis of preparation

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

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income, investment properties, certain classes of property, plant and equipment and derivative financial instruments.

Critical accounting estimates

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

Functional and presentation currency

The Company's functional and presentation currency is Australian dollars.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 27.

Summary of accounting policies

The following is a summary of the material accounting policies adopted by the Company in the preparation of the financial statements.

(a) Principles of consolidation

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity 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 to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases. A list of subsidiaries is contained at Note 26. All controlled entities have a December year end.

All inter-company balances and transactions between entities in the consolidated entity, including any unrealised profits or losses, have been eliminated on consolidation. Accounting policies of subsidiaries have been changed where necessary to ensure consistencies with those policies applied by the parent entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

1. Statement of significant accounting policies (continued)

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit.

(b) Revenue recognition

The consolidated entity recognises revenue as follows:

Gaming Revenue

Gaming Revenue is the net of gaming wins and losses.

Sale of goods

Rrevenue from the sale of goods is recognised at the point in time when the customer obtains control of the goods, which is generally at the time of delivery.

Interest

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue

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

(c) Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

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 Statement of Profit or Loss and Other Comprehensive Income 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 carrying amount of recognised and unrecognised deferred tax assets are reviewed each reporting date Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

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 consolidated entity will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

1. Statement of significant accounting policies (continued)

(d) Goods & services tax

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

Goods & Services Tax (GST) receivable from, or payable to, the Australian Taxation Office has been accounted for and included as part of receivables or payables in the Statement of Financial Position.

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

(e) Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is current when: it is expected to be realised or intended to be sold or consumed in normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is current when: it is expected to be settled in normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

(f) Cash and cash equivalents

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

(g) Trade and other receivables

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

The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

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

(h) Inventories

Inventories are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less any applicable selling expenses.

1. Statement of significant accounting policies (continued)

(i) Property, plant and equipment

Land and buildings are shown at fair value, based on periodic, at least every 3 years, valuations by external independent valuers, less subsequent depreciation and impairment for buildings. The valuations are undertaken more frequently if there is a material change in the fair value relative to the carrying amount. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Increases in the carrying amounts arising on revaluation of land and buildings are credited in other comprehensive income through to the revaluation surplus reserve in equity. Any revaluation decrements are initially taken in other comprehensive income through to the revaluation surplus reserve to the extent of any previous revaluation surplus of the same asset. Thereafter the decrements are taken to profit or loss.

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

Depreciation

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

Buildings	10-40 years
Plant and equipment	3-20 years

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

Leasehold improvements and plant and equipment under lease are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the consolidated entity. Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains or losses are included in the income statement.

(j) Investments and other financial assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless, an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, it's carrying value is written off.

Financial assets at fair value through profit or loss

Financial assets not measured at amortised cost or at fair value through other comprehensive income are classified as financial assets at fair value through profit or loss. Typically, such financial assets will be either:

(i) held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit, or a derivative; or

(ii) designated as such upon initial recognition where permitted. Fair value movements are recognised in profit or loss.

Financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income include equity investments which the consolidated entity intends to hold for the foreseeable future and has irrevocably elected to classify them as such upon initial recognition.

1. Statement of significant accounting policies (continued)

Impairment of financial assets

The consolidated entity recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the consolidated entity's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets measured at fair value through other comprehensive income, the loss allowance is recognised within other comprehensive income. In all other cases, the loss allowance is recognised in profit or loss.

(k) Intangible assets

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the de-recognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

(l) Impairment of non-financial assets

Goodwill and other intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount

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

(m) Provisions

Provisions are recognised when the consolidated entity has a present (legal or constructive) obligation as a result of a past event, it is probable the consolidated entity will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

1. Statement of significant accounting policies (continued)

(n) Employee benefits

Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Other long-term employee benefits

The liability for annual leave and long service leave not expected to be settled within 12 months of the reporting date are measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

Defined contribution superannuation expense

Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

(o) Trade and other payables

Liabilities for trade creditors and other amounts are carried at cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the Company

(p) Borrowings

Borrowings are recorded initially at fair value, net of transaction costs. Subsequent to initial recognition, borrowings are measured at amortised cost with any difference between the initial recognised amount and the redemption value being recognised in the Statement of Profit or Loss and Other Comprehensive Income over the period of the borrowing using the effective interest rate method.

(q) Contributed equity

Ordinary share capital is recognised at the fair value of the consideration received.

Any transaction costs arising on the issue of shares are recognised (net of tax) directly in equity as a reduction of the share proceeds received.

(r) Earnings per share (EPS)

Basic earnings per share

Basic earnings per share is calculated by dividing the loss attributable to equity holders of the Company, excluding any costs of servicing equity other than shares, by the weighted average number of shares outstanding during the financial year, adjusted for any bonus elements in Shares issued during the year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential shares.

1. Statement of significant accounting policies (continued)

(s) New or amended accounting standards and interpretation 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.

(t) New accounting standards and interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 31 December 2018. The consolidated entity's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the consolidated entity, are set out below.

AASB 16 Leases

This standard is applicable to annual reporting periods beginning on or after 1 January 2019. The standard replaces AASB 117 'Leases' and for lessees will eliminate the classifications of operating leases and finance leases. Subject to exceptions, a 'right-of-use' asset will be capitalised in the statement of financial position, measured at the present value of the unavoidable future lease payments to be made over the lease term. The exceptions relate to short-term leases of 12 months or less and leases of low-value assets (such as personal computers and small office furniture) where an accounting policy choice exists whereby either a 'right-of-use' asset is recognised or lease payments are expensed to profit or loss as incurred. A liability corresponding to the capitalised lease will also be recognised, adjusted for lease prepayments, lease incentives received, initial direct costs incurred and an estimate of any future restoration, removal or dismantling costs. Straight-line operating lease expense recognition will be replaced with a depreciation charge for the leased asset (included in operating costs) and an interest expense on the recognised lease liability (included in finance costs). In the earlier periods of the lease, the expenses associated with the lease under AASB 16 will be higher when compared to lease expenses under AASB 117. However, EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) results will be improved as the operating expense is replaced by interest expense and depreciation in profit or loss under AASB 16. For classification within the statement of cash flows, the lease payments will be separated into both a principal (financing activities) and interest (either operating or financing activities) component. For lessor accounting, the standard does not substantially change how a lessor accounts for leases. The impact of adopting this standard was not material.

1. Statement of significant accounting policies (continued)

(u) Going concern

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

As disclosed in the financial statements, the consolidated entity incurred a loss of $3,957,193 (2018: $3,396,832 loss), had net cash inflows from operating activities of $677,455 (2018: inflows of $1,449,832) and negative net assets of $20,608,883 (2018: $16,651,690) for the year ended 31 December 2019.

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

- The consolidated entity has unused financing facilities of $3.07 million at the balance date. This facility is sufficient to meet the cash flow requirements for the consolidated group.
- The 2020 forecast cash flow is positive.
- Cash balances are in excess of $5 million at balance date and are forecast to increase.
- The Company's major shareholder (Aquis Capital H K Limited through Aquis Canberra Holdings Pty Ltd) has provided the Directors with an undertaking to provide financial support to the consolidated entity should it be required; a current approved facility is in place with the shareholder as detailed above for this purpose.

Accordingly, the Directors believe that the going concern basis is the appropriate basis for the preparation of the financial report. If for any reason the consolidated entity is unable to continue as a going concern, it would impact on the consolidated entity's ability to realise assets at their recognised values and to extinguish liabilities in the normal course of business at the amounts stated in the consolidated financial statements.

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

2. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below

Impairment of Intangibles

The consolidated entity assesses impairment of intangible assets at least on an annual basis. This requires an estimation of the recoverable amount of the cash generating unit to which the intangible is allocated. The assumptions and methodology used to assess the recoverable amount are set out in Note 12.

Recovery of deferred tax assets

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if the consolidated entity considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Management judgement is required to determine the amount of deferred tax assets that can be recognised based upon the likely timing and level of future taxable profits

Employee benefits provision

As discussed in note 1, the liability for employee benefits expected to be wholly settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

Estimation of useful lives of assets

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

	Consolidated	
	2019	**2018**
3. Revenue and other income	**$**	**$**
Revenue		
Revenue from services	22,139,726	23,700,065
Revenue from sale of goods	2,293,356	2,332,732
Total revenue	**24,433,082**	**26,032,797**
Other income		
Interest	38,281	49,536
Other revenue	329,990	328,898
Total other income	**368,271**	**378,434**

4. Expenses from continuing operations

	Consolidated	
	2019	2018
(a) Other operating expenses	**$**	**$**
Cost of sales	684,721	747,115
Annual casino licence fee	891,877	891,877
Business development	36,009	122,086
Repairs & maintenance	291,612	349,652
Utilities	548,594	485,727
Insurance	241,694	185,359
Printing & stationery	29,529	30,654
Marketing, promotion and associated costs	1,592,605	1,571,840
Legal, accounting and consultants	569,181	406,196
Travel and associated costs	47,954	61,164
Gaming supplies	177,652	162,807
Rates and taxes	143,648	140,077
Computer supplies	266,862	257,925
Contracts	-	-
Uniform replacement and cleaning	88,058	87,423
Other expenses	815,907	1,017,536
Total other operating expenses	**6,389,903**	**6,517,438**
(b) Finance charges		
Interest – 3rd parties	25	1,367
Interest – related parties	2,253,646	2,253,057
Total finance charges	**2,253,670**	**2,254,424**
(c) Depreciation		
Buildings	1,047,449	1,047,558
Plant and equipment	711,533	695,100
Right-of-use assets	29,430	-
Total depreciation	**1,788,412**	**1,742,658**
(d) Amortisation		
Casino licence and fees	**25,635**	**25,635**

5. Income tax

	Consolidated	
	2019	**2018**
(a) The components of income tax expense comprise	**$**	**$**
Current tax	–	–
Deferred tax	–	–
	–	–

(b) The prima facie tax on loss from ordinary activities before income tax is reconciled to the income tax as follows:		
Net profit/(loss)	(3,957,193)	(3,396,832)
Prima facie income tax on the loss from		
Ordinary activities at 30% (2018: 30%)	(1,187,158)	(1,019,050)
Tax effect of permanent differences:		
Non-deductible amortisation	7,691	7,691
Non-deductible interest expense	500,954	469,428
Sundry items	82,442	29,905
De-recognition of DTA on accruals	246,264	331,470
De-recognition of DTA on CY tax losses	349,807	180,556
De-recognition of DTA on arising from tax consolidation	–	–
De-recognition of DTA on prior year tax losses	–	–
Adjustment recognised for prior periods	–	–
Income tax attributable to entity	–	–

(c) Unused tax losses and temporary differences for which no deferred tax asset has been recognised at 30%		
Net deferred tax assets at beginning	–	–
Charged to income statement current year	–	–
Net deferred tax assets at end of the year	–	–

6. Earnings per share

Basic and diluted earnings per share (cents per share)	(2.14)	(1.83)
	No.	**No.**
Weighted average number of ordinary shares outstanding during the period used in the calculation of basic and diluted EPS	**185,141,050**	**185,141,050**

Options are considered potential ordinary shares. For the years ended 31 December 2019 and 31 December 2018, their conversion to ordinary shares would have had the effect of reducing the loss per share (from continuing operations). Accordingly, the options were not included in the determination of diluted earnings per share for that period.

	Consolidated	
	2019	**2018**
7. Cash and cash equivalents	**$**	**$**
Cash at bank and on hand	5,105,943	4,676,086

Pursuant to the Deed between the ACT Gambling and Racing Commission, the Company and the Australian Capital Territory dated 23 December 2014, the Company is required to maintain at all times a minimum of $3 million in liquid assets that are not otherwise used in the day to day operations of the business unless with the prior written consent of the Commission.

8. Trade and other receivables

Trade receivables	56,814	112,888
Other receivables	75,734	5,431
Total	**132,548**	**118,319**

9. Inventories

Consumable stores - at cost	91,873	105,644
Goods for resale – at cost	74,850	67,102
Total	**166,723**	**172,746**

10. Other assets

Current		
Prepaid casino licence fee	74,323	891,877
Prepayments and deferrals	204,569	214,793
Other	63,037	66,018
	341,929	**1,172,688**
Non-current		
Prepaid casino licence fee	**-**	**74,323**

In February 2015, the consolidated entity prepaid 5 years of annual casino licence fees to the ACT Gambling and Racing Commission. The fees totalled $4,459,385 and are amortised on a straight line basis. The amount of the prepayment that is to be amortised over the following 12 months is treated as a current asset. The remainder of the prepayment is treated as a non-current asset. The recoverable value of the prepayment is reviewed annually for potential impairment (refer Note 12).

11. Property plant and equipment

	Consolidated 2019 $	Consolidated 2018 $
Building and leasehold improvements		
Building at cost	28,196,319	28,196,319
Accumulated depreciation	(12,142,167)	(11,094,717)
Accumulated impairment	(8,223,418)	(8,223,418)
	7,830,734	**8,878,184**
Plant and equipment		
Plant and equipment at cost	5,377,946	5,202,535
Accumulated depreciation	(2,910,097)	(2,202,004)
Accumulated impairment	(1,120)	(1,120)
Plant and equipment – work in progress	126,000	126,000
	2,592,729	**3,125,411**
Balance	**10,423,463**	**12,003,595**
Movements in property plant and equipment:		
Building and leasehold improvements		
Opening written down value	8,878,184	9,925,742
Depreciation	(1,047,450)	(1,047,558)
Carrying value at 31 December	**7,830,734**	**8,878,184**
Plant and equipment		
Opening written down value	3,125,411	3,508,000
Additions	182,213	189,271
Addition – work in progress	-	126,000
Loss on disposal of plant and equipment	(3,363)	(2,760)
Depreciation expense	(711,532)	(695,100)
Carrying value at 31 December	**2,592,729**	**3,125,411**

12. Non-current assets – right-of-use assets

	2019	2018
Plant and equipment – right-of-use	95,462	-
Less: accumulated depreciation	(29,430)	-
	66,032	**-**

Additions to the right-of-use assets during the year were $95,462.

The consolidated entity lease plant and equipment under agreements of between one to three years. There are also office equipment under agreements either short-term or low-value, so have been expensed as incurred and not capitalised as right-of-use assets.

13. Intangible assets	Consolidated 2019	2018
	$	$
Casino Licence and associated costs		
At cost	19,000,000	19,000,000
Accumulated amortisation and impairment	(17,157,458)	(17,131,823)
Carrying value at 31 December	**1,842,542**	**1,868,177**
Movements in intangible assets		
Opening written down value	1,868,177	1,893,812
Amortisation	(25,635)	(25,635)
Carrying value at 31 December	**1,842,542**	**1,868,177**

The Casino Canberra licence is tested annually for impairment.

Casino Canberra is considered a cash-generating unit (CGU) for the purpose of impairment testing. The recoverable value of the casino CGU was based on its fair value less costs to sell. The fair value less costs to sell of the CGU was determined to be higher than its carrying value at 31 December 2019 of $11,280,127 (2018: $13,956,538) and accordingly no impairment loss was recognised.

Fair value less costs to sell was determined by discounting the future cash flows generated from the continuing use of the CGU for five years and a terminal growth rate thereafter and adjusting the result for the likely costs to sell the CGU. The calculation of the fair value less costs of disposal was based on the following key assumptions.

Cash flows are based primarily on a five-year forecast extrapolated using average annual growth rates of approximately 2 – 2.5% (2018: 2 – 2.5%).

A post-tax discount rate of 13.5% (2018:13.1%) was applied in determining the recoverable amount of the unit. The discount rate was determined by using the weighted average cost of capital applicable to the CGU.

Forecast after tax cash flow was based on expectations of future outcomes based on actual results achieved during the first full year of operations post refurbishment of the casino.

Sensitivity

Judgements and estimates have been applied in respect of impairment testing of the CGU. Should these judgements and estimates not occur the resulting carrying amount may decrease. The key sensitivities are as follows:

- Revenue would need to decrease by more than 2% (2018: 8%) from the forecast levels (with all other assumptions remaining constant) before the carrying value of the CGU would need to be impaired,
- Expenses would need to increase by more than 10% (2018: 9%) from the forecast levels (with all other assumptions remaining constant) before the carrying value of the CGU would need to be impaired,
- The discount rate would be required to increase to approximately 25% (2018: 27%) (with all other assumptions remaining constant) before the carrying value of the CGU would need to be impaired.

14. Financial assets at fair value through other comprehensive income

	2019	2018
Listed equities – at fair value	4,730	4,106

The fair values of listed investments are determined by reference to published price quotations in an active market.

15. Trade and other payables

	Consolidated 2019	2018
Current unsecured:	**$**	**$**
Trade payables	345,306	388,559
Annual leave	965,075	1,031,948
Sundry payables and accrued expenses	2,693,872	2,931,727
Total payables (unsecured)	**4,004,253**	**4,352,234**

Trade and other payables are non-interest bearing and have maturity dates of less than 90 days. The fair value of the liabilities is determined in accordance with the accounting policies disclosed in Note 1.

16. Lease liabilities

	2019	2018
Current liabilities	47,899	-
Non-current liabilities	18,133	-
	66,032	**-**

17. Employee benefit provisions

	2019	2018
Long Service Leave	**728,119**	**731,243**

Movement in the provision was as follows:

	2019	2018
Opening balances:	731,243	747,490
Add: Entitlements	43,700	43,613
Less: Payments	(46,824)	(59,860)
Closing balances:	**728,119**	**731,243**

Presented in the statement of financial position as:

	2019	2018
Current	588,874	690,517
Non-current	139,245	40,726
Total	**728,119**	**731,243**

18. Loans and borrowings

	2019	2018
Interest bearing loans from related party (unsecured)	**33,911,898**	**31,658,252**

The fair value of the loan has been divided into its debt and equity component as follows:

Presented in the statement of financial position as:

	2019	2018
Borrowings	33,911,898	31,658,252
Equity	6,677,725	6,677,725
	40,589,623	**38,335,977**

18. Loans and borrowings (continued)

Financing facilities:

At the Company's Annual General Meeting on 31 May 2016, shareholders passed a resolution to enter into the Amended Loan Conversion Deed between the Company and major shareholder Aquis Canberra Holdings Pty Ltd. The Deed (and related amended loan agreements entered into by the Company) consolidated all existing loans from multiple lenders into a single loan. As a result of entering into the deed, all loan facilities on foot at 31 May 2016 are now classified as non-current in the Company's Statement of Financial Position.

Key terms of the financing facility are as follows:

- Facility limit is for a capital value $36,450,000
- The Loan Agreement matures on 25 August 2024 (Maturity Date);
- Interest is payable on the balance of the new loan at an interest rate of the lower of: BSY + 2% per annum; and the Reserve Bank of Australia's indicator lending rate for small business; variable; residential secured and term rates.
- Interest will accrue monthly and will be capitalised on the last day of each month.
- Capitalised interest is in addition to the capital value of the facility (i.e. the accrued interest does not form part of the balance of the facility limit).
- Repayment/conversion: the outstanding amount under the loan agreement may be repaid in any of the following ways:
  - at the sole election of Aquis Canberra Holdings under the Amended Loan Conversion Deed, by conversion into Shares at a conversion price of $0.20 per Share, provided that the Company is not required to issue Shares to the extent that conversion would result in either:
    - the issue of greater than 250,000,000 Shares; or
    - Aquis Canberra Holdings and its associates having voting power in the Company in excess of 89.59%;
  - the Company prepays to Aquis Canberra Holdings all or any part of the amount outstanding on the new loan in cash at any time up to the date that is 5 Business Days before the Maturity Date.

The Loan represents a compound financial instrument comprising elements of debt (the contractual obligation to pay cash to the lender) and equity (the lender's option to convert the liability into fully paid ordinary shares). Accordingly, the initial carrying amount of the loan has been allocated to its debt and equity components by assigning to equity the residual amount after deducting the amount separately determined for the carrying value of the liability from the fair value of the instrument as a whole. The carrying amount of the liability has been determined by measuring the fair value of a similar liability that does not have an associated equity component.

The facility limit is $36,450,000 in principal; interest is capitalised in addition to the facility limit.

18. Loans and borrowings (continued)

The fair value of the Loan has been divided into its debt and equity components as follows:

	Consolidated 2019 $	2018 $
Breakdown of the financing facilities:		
Principal (limit $36,450,000)	33,378,683	33,378,683
Interest capitalised	7,472,486	5,218,840
	40,851,169	**38,597,523**
Movement during the year:		
Balance at the beginning of the year	38,597,523	37,644,466
Drawdowns	-	300,000
Repayments	-	(1,600,000)
Interest	2,253,646	2,253,057
Balance at the end of the year	**40,851,169**	**38,597,523**

19. Contributed equity

(a) Fully paid ordinary shares	4,167,952	4,167,952

The share capital of the Company consists only of fully paid ordinary shares, which do not have a par value. All shareholders participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held. At shareholders' meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

Balance at the beginning and end of the reporting date	4,167,952	4,167,952

In accordance with the reverse acquisition procedure, the equity balance recognised in the consolidated financial statements in 2015 was the equity balance of the legal subsidiary Aquis Canberra Pty Ltd immediately before the business combination. The amount recognised as contributed equity in the consolidated financial statements in 2015 was determined by adding the cost of the acquisition to the contributed equity of the legal subsidiary ACPL.

	No.	No.
Balance at the beginning and end of the reporting date	185,141,050	185,141,050

(b) Reserves	Consolidated 2019 $	2018 $
Opening balance	6,677,725	6,939,271
Equity component of convertible debt	-	(261,546)
Fair value of shares	624	-
Balance at 31 December	**6,678,349**	**6,677,725**

20. Accumulated losses

	Consolidated 2019 $	2018 $
Opening balance	(27,497,367)	(24,362,081)
Comprehensive loss for the period	(3,957,193)	(3,135,286)
Balance at 31 December	**(31,454,560)**	**(27,497,367)**

21. Cash flow information

Reconciliation of cash flow from operations with Loss after income tax:		
Loss from ordinary activities after income tax	(3,957,193)	(3,396,832)
Non-cash flows from ordinary activities:		
Depreciation and amortisation	1,814,047	1,768,294
Profit on disposal	-	(54,359)
Interest on loan	2,253,646	2,253,057
Casino licences	891,877	891,877
Dividends received	(130)	(240)
Employee provisions – current	(66,873)	(57,940)
Employee provisions – non-current	(3,124)	13,147
Changes in operating assets and liabilities:		
(Increase)/Decrease in receivables	71,155	(58,706)
(Increase)/Decrease in inventory	6,023	162,889
Decrease / (Increase) in other assets	13,205	126,784
Decrease / (Increase) in deferred tax asset	-	-
(Decrease)/Increase in creditors and accruals	(345,178)	(198,139)
Cash flows from operations	**677,455**	**1,449,832**

22. Financial instruments

a) General objectives, policies and processes

The consolidated entity's financial instruments consist mainly of deposits with banks, accounts receivable, accounts payable and loans from related parties. The consolidated entity's business exposes it to market risk (interest rates), credit risk and liquidity risk.

The Board has overall responsibility for the determination of the Company's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Company's finance function. The Company's risk management objectives are therefore designed to minimise the potential impacts of these risks on the results of the Company where such impacts may be material. The overall objective of the Board is to set polices that seek to reduce risk as far as possible without unduly affecting the Company's competitiveness and flexibility.

22. Financial instruments (continued)

(b) Credit risk

The Company has exposure to credit risk on the receivables in the balance sheet. However, the Company has no significant concentrations of credit risk. The Company has policies in place to ensure that sales of products and services are made to customers with an appropriate credit history, and as such collateral is not requested. Cash at bank is held with the ANZ Banking Group Limited.

The maximum exposure to credit risk at balance date as follows:	Consolidated	
	2019	**2018**
	$	**$**
Cash at bank	3,987,606	4,676,086
Trade and other receivables	132,548	118,319
	4,120,154	**4,794,405**

(c) Liquidity risk

The consolidated entity manages liquidity risk by monitoring forecast cash flows.

Maturity analysis - 2019

	Carrying amount	< 6 months	6-12 months	1-3 years	> 3 years
	$	$	$	$	$
Financial liabilities					
Trade creditors	345,306	345,306	-	-	-
Loans and borrowings	33,911,898	-	-	-	33,911,898
Other creditors and accruals	2,693,872	2,693,872	-	-	-
Total	**36,951,076**	**3,039,178**	**-**	**-**	**33,911,898**

Intercompany working capital loans have no fixed repayment date. Parties to the loans have agreed that repayments will not be called to the detriment of any other group company and at the date of this report no notices have been issued in relation to repayment of any working capital loans. Parties have agreed that there will be no repayments called within the next 13 months.

Maturity analysis - 2018

	Carrying amount	< 6 months	6-12 months	1-3 years	> 3 years
	$	$	$	$	$
Financial liabilities					
Trade creditors	388,559	388,559	-	-	-
Loans and borrowings	31,658,252	-	-	-	31,658,252
Other creditors and accruals	2,931,726	2,931,726	-	-	-
Total	**34,978,537**	**3,312,285**	**-**	**-**	**31,658,252**

22. Financial instruments (continued)

(d) Market risk

Market risk arises from the use of interest bearing, tradable and foreign currency financial instruments. It is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in interest rates (interest rate risk), foreign exchange rates (currency risk) or other market factors (other price risk).

(i) Interest rate risk

The Company's exposure to market interest rates relates to both the Company's long-term (interest bearing) loan obligation as set out in note 16 and the company's future cash flows from its cash holdings. The Company's exposure to interest rate risk and the effective weighted average interest rate by maturity periods is set out in the tables below:

		Fixed / floating interest rate maturing			
	Weighted average effective interest rate	**Within 1 year**	**1 to 5 years**	**Non-interest bearing**	**Total**
At 31 December 2019	**%**	**$**	**$**	**$**	**$**
Financial assets					
Cash & cash equivalents	**1.5%**	3,987,606	-	1,118,337	**5,105,943**
Trade & other receivable		-	-	132,548	**132,548**
Total financial assets		**3,987,606**	**-**	**1,250,885**	**5,238,491**
Financial liabilities					
Trade creditors		-	-	345,306	**345,306**
Loans and borrowings	**5%**	-	33,911,898	-	**33,911,898**
Total financial liabilities		**-**	**33,911,898**	**345,306**	**34,257,204**
At 31 December 2018					
Financial assets					
Cash & cash equivalents	**1.5%**	3,648,897	-	1,027,189	**4,676,086**
Trade & other receivable		-	-	118,319	**118,319**
Total financial assets		**3,648,897**	**-**	**1,145,508**	**4,794,405**
Financial liabilities					
Trade creditors		-	-	388,559	**388,559**
Loans and borrowings	**5%**	-	32,958,252	-	**32,958,252**
Total financial liabilities		**-**	**32,958,252**	**388,559**	**33,346,811**

22. Financial instruments (continued)

ii) Net fair values

The carrying amount of financial assets and financial liabilities recorded in the financial statements represents their respective net fair values, determined in accordance with the accounting policies disclosed in Note 1 to the financial statements.

iii) Sensitivity analysis

The group has performed sensitivity analysis relating to its exposure to interest rate risk at balance date. The sensitivity analysis demonstrates the effect on the current year results and equity which could result from a change in these risks.

Interest rate sensitivity analysis

At 31 December 2019, the effect on profit and equity as a result of changes in the interest rate, with all other variables remaining constant would be as follows:

	Consolidated	
	2019	**2018**
	$	**$**
Change in profit:		
Increase in interest rate by 2%	(598,486)	(560,187)
Decrease in interest rate by 2%	678,238	633,165
Change in equity		
Increase in interest rate by 2%	(598,486)	(560,187)
Decrease in interest rate by 2%	678,238	633,165

(*ii) Other price risk*

The Company is not subject to other price risk

23. Key management personnel disclosures

(a) Key management personnel

Directors

T Fung	Chairman (appointed 7 Aug 2016)
A Chow	Non-Executive Director (appointed 7 Sept 2016)
R Shields	Non-Executive Director (appointed 7 Aug 2016)
J Mellor	Executive Director (appointed 14 Aug 2016, resigned 21 February 2019)
A Gallaugher	Executive Director (appointed 28 Jun 2018)

Executives

J Mellor	Senior Executive to 14 July 2015, appointed CEO 4 October 2016 resigned effective 31 December 2018
R Bach	VP and General Manager appointed 2 July 2015, resigned 7 June 2019
A Gallaugher	Financial Controller appointed 24 March 2017, CEO (Acting) appointed from 1 Jan 2019, CEO appointed from 27 February 2020.

23. Key management personnel disclosures (continued)

Transactions with key management personnel

Key management personnel remuneration includes the following:

	Consolidated	
	2019	**2018**
	$	**$**
Short term employee benefits:	665,410	1,126,847
Other benefits	32,805	114,957
Post-employment benefits:	45,050	83,844
Total remuneration	**743,265**	**1,325,648**

Further details are included in the Remuneration Report.

24. Related party transactions

(a) Controlling entities

The ultimate parent is TF Reef – Canberra Holdings Limited (incorporated in BVI). The ultimate Australian parent entity is Aquis Canberra Holdings (Aus) Pty Ltd

(b) Key management personnel

Disclosures relating to KMP are included in Note 21 and the Remuneration report.

(c) Transaction with related parties

The Group received loans from related parties during the year. Details of the loans are set out at Note 16.

25. Contingent liabilities

Pursuant to the Deed between the ACT Gambling and Racing Commission, CCL and the Australian Capital Territory dated 23 December 2014, CCL granted the Commission and the Territory:

- First ranking mortgage over the casino land and
- First ranking security interest over all other property.

CCL can replace the mortgage with a bank guarantee for $3 million should it raise debt finance in connection with improvements or redevelopment of the business.

26. Investment in controlled entities

Interests in controlled entities are set out below. All entities are incorporated and domiciled in Australia.

Name	Principal Activity	Incorporated	Ownership Interest	
			2019	**2018**
Aquis Canberra Pty Ltd	Gaming and entertainment	Australia	100%	100%
Casino Canberra Limited[1]	Gaming and entertainment	Australia	100%	100%

[1] Shares held by ACPL

27. Parent entity information

	2019 $	2018 $
Statement of financial position		
Current assets	29,689,273	30,551,588
Non-current assets	4,092	9,556
Total assets	29,693,365	30,561,144
Current liabilities	(256,431)	(355,659)
Non-current liabilities	(33,911,898)	(31,658,252)
Total liabilities	(34,168,329)	(32,013,911)
Net assets	**(4,474,964)**	**(1,452,767)**
Equity		
Issued capital	4,727,776	4,727,776
Reserves	6,805,438	6,805,438
Accumulated losses	(16,008,178)	(12,985,981)
Total equity	**(4,474,964)**	**(1,452,767)**
Statement of profit or loss and other comprehensive income		
Income	216	1,804
(Loss) for the year	**(3,022,197)**	**(3,060,938)**

Commitments for the parent entity are the same as those for the consolidated entity and are set out at Note 21.

The parent entity has not entered into a deed of cross guarantee nor are there any contingent liabilities at year end.

29. Subsequent events

The company entered in to an agreement on 21 December 2018, to allow for the majority of the shares in the company to be sold to a new shareholder, Blue Whale Pty Limited. The transaction was subject to ACT gaming regulatory approvals being obtained by 21 December 2019 (all other conditions had been satisfied). The company had been seeking to agree to an extension date to allow satisfaction of this condition, however no agreement was reached and subsequent to year end, a notice of termination was issued to Blue Whale. The termination of the transaction documents became effective on 6 February 2020. Aquis is now seeking payment of the $280,000 break fee from Blue Whale under the terms of the transaction documentation.

The company will focus on the continual improvement and growth in the business, including consideration of any new business opportunities which may arise.

Other than as disclosed in this report, there has not arisen in the interval between the end of the reporting period and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors, to significantly affect the operations of the entity, the results of those operations or the state of affairs of the Company in future financial years.

30. Segment information

The consolidated entity 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 consolidated entity operates in a single operating segment: that of the gaming and entertainment industry in Australia.

31. Auditor information

The following fees were paid or payable for services provided by the Group’s auditors:

	2019 $	2018 $
Audit of the financial statements		
RSM Australia Partners	162,080	139,250

32. Company information

The registered office and principal place of business is as follows:

21 Binara Street
Canberra ACT 2601

33. Authorisation of financial statements

The consolidated financial statements for the year ended 31 December 2019 (including comparatives) were approved and authorised for issue by the Board of Directors on 28 February 2020.

DIRECTORS' DECLARATION

The Directors of the company declare that:

1. the financial statements and notes are in accordance with the *Corporations Act 2001* and:

   a. comply with Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001*; and

   b. give a true and fair view of the financial position as at 31 December 2019 and of the performance for the year ended on that date of the company and consolidated group;

2. the Chief Executive Officer and Financial Controller have each declared that:

   a. the financial records of the company for the financial year have been properly maintained in accordance with section 286 of the *Corporations Act 2001*;

   b. the financial statements and notes for the financial year comply with the Accounting Standards; and

   c. the financial statements and notes for the financial year give a true and fair view;

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.

4. Note 1 confirms that the consolidated financial statements also comply with International Financial Reporting Standards

Signed in accordance with a resolution of the Directors.

Allison Gallaugher
Director
Canberra
28 February 2020

RSM Australia Partners

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Aquis Entertainment Limited for the year ended 31 December 2019, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

(ii) any applicable code of professional conduct in relation to the audit.

RSM AUSTRALIA PARTNERS

Canberra, Australia Capital Territory
Dated: 28 February 2020

RODNEY MILLER
Partner

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INDEPENDENT AUDITOR'S REPORT

To the Members of Aquis Entertainment Limited

Opinion

We have audited the financial report of Aquis Entertainment Limited (the "Company") and its subsidiaries (the "Group"), which comprises the consolidated statement of financial position as at 31 December 2019, 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 31 December 2019 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.

RSM

Key Audit Matters (Continued)

<table>
<tr><th>Key Audit Matter</th><th>How our audit addressed this matter</th></tr>
<tr><td colspan="2">Recognition of Revenue – Refer to Note 3 in the financial statements</td></tr>
<tr><td>Revenue for the year ended 31 December 2019 was $24.8million.

Revenue is considered to be a Key Audit Matter because, while it is not judgmental, it involves the transfer of significant volumes of cash in circumstances where there is no immediate paper trail.

There is potential for management override to achieve revenue targets via manual journal entries posted to revenue. Revenue could be inaccurately stated as a result. Our procedures were designed to corroborate our assessment that revenue should be closely aligned to cash banked and identify manual adjustments that are made to revenue for further testing.</td><td>Our audit procedures in relation to the recognition of revenue included:
Assessing whether the Group's revenue recognition policies were in compliance with Australian Accounting Standards.
Evaluating the operating effectiveness, of management's controls related to revenue recognition.
Using data extracted from the accounting system, we tested the appropriateness of journal entries impacting revenue.
We verified the recognition and measurement of revenue by tracing a sample of transactions throughout the year from the table performance reports to the monthly summary reports and then back to the cash desk, to verify the accuracy of reported revenue.</td></tr>
<tr><td colspan="2">Impairment of Intangible Assets – Refer to Note 13 in the financial statements</td></tr>
<tr><td>At 31 December 2019 the Group has intangible assets with a carrying value of $1.84 million. This is the Casino licence and its associated costs.

We focused on this area due to the size of the intangible balance, and because the directors' assessment of the 'fair value less cost to sell' of the cash generating unit ("CGU"), Casino Canberra (Casino) involves judgements about the future underlying cash flows of the business and the discount rates applied to them.

For the year ended 31 December 2019 management have performed an impairment assessment over the intangible balance by:
calculating the fair value less cost to sell for the Casino using a discounted cash flow model. This model used cash flows (revenues, expenses and capital expenditure) for the Casino for 5 years, with a terminal growth rate applied to the 5th year. These cash flows were then discounted to net present value using the Group's weighted average cost of capital (WACC); and</td><td>Our audit procedures in relation to management's impairment assessment included:
Updating our understanding of management's annual impairment testing process.
Assessing management's determination that the intangible asset should be allocated to a single CGU, the Casino, based on the nature of the Group's business and the manner in which results are monitored and reported.
We assessed the forecasts underlying the impairment review and agreed to budgets approved by the Board, reviewing these against actual performance and historic accuracy of forecasting. We also performed sensitivity analysis on earnings multiples and growth rates applied to cash flows to determine the extent of headroom for the Casino.
We agreed other key assumptions such as discount rates and revenue growth to supporting evidence and corroborated these to industry averages/trends.</td></tr>
</table>

Key Audit Matters (Continued)

Key Audit Matter	How our audit addressed this matter
Impairment of Intangible Assets – Refer to Note 13 in the financial statements (continued)	
• comparing the resulting fair value less cost to sell of the Casino to the respective book value. Management also performed a sensitivity analysis over the calculations, by varying the assumptions used (growth rates, terminal growth rate and WACC) to assess the impact on the valuations.	• We compared the cash flow projections to historic performance and observable trends and corroborated the reasons for deviations to third party evidence as appropriate.

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 31 December 2019, but does not include the financial report and the 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 the Auditing and Assurance Standards Board website at: http://www.auasb.gov.au/auditors_responsibilities/ar2.pdf.

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 7 to 11 of the directors' report for the year ended 31 December 2019.

In our opinion, the Remuneration Report of Aquis Entertainment Limited, for the year ended 31 December 2019, 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.

RSM

RSM AUSTRALIA PARTNERS

RODNEY MILLER
Partner

Canberra, Australia Capital Territory
Dated: 28 February 2020

AQUIS ENTERTAINMENT LIMITED

ACN 147 411 881

(Company)

CORPORATE GOVERNANCE STATEMENT

This Corporate Governance Statement is current as at 30 April 2020 and has been approved by the Board of Directors on that date.

This Corporate Governance Statement discloses the extent to which the Company follows the recommendations set by the ASX Corporate Governance Council in its publication Corporate Governance Principles and Recommendations (**Recommendations**). The Recommendations are not mandatory; however, the Recommendations that will not be followed have been identified and reasons provided for not following them along with what (if any) alternative governance practices the Company intends to adopt in lieu of the recommendation.

The Company has adopted a Corporate Governance Plan which provides the written terms of reference for the Company's corporate governance duties.

The Company's Corporate Governance Plan is available on the Company's website at **www.aquisentertainment.com.**

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Principle 1: Lay solid foundations for management and oversight		
Recommendation 1.1 A listed entity should have and disclose a board charter setting out: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	Yes	The Company has a Board Charter which sets out the respective roles and responsibilities of the Board, the Chair and management, and includes a description of those matters expressly reserved to the Board and those delegated to management. A copy of the Charter can be viewed on the Company's website.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Recommendation 1.2 A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	Yes	The Company: • undertakes appropriate checks including character references, criminal history and insolvency checks before appointing or putting forward to security holders a candidate for election, as a Director; and • security holders are provided with all material information relevant to a decision on whether or not to elect or re-elect a Director. The information is included in the Company's Annual Reports, Notices of Meeting and website.
Recommendation 1.3 A listed entity should have a written agreement with each Director and senior executive setting out the terms of their appointment.	Yes	The Company has written agreements with each Director and senior executive setting out the terms of their appointment.
Recommendation 1.4 The company secretary of a listed entity should be accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board.	Yes	The Board Charter establishes that the Company Secretary is accountable directly to the Board through the Chair on all matters to do with the proper functioning of the Board.
Recommendation 1.5 A listed entity should: (a) have and disclose a diversity policy; (b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and (c) disclose as at the end of each reporting period:	Yes Yes	Aquis Entertainment acknowledges the positive outcomes that can be achieved through a diverse workforce and recognises and utilises the diverse skills and talent from its directors, officers and employees. To this end the Company has developed a diversity policy which can be viewed on the Company's website. The Remuneration & Nomination Committee is responsible for reviewing and making recommendations to the Board on the effectiveness of the Diversity Policy.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
		The following diversity targets have been set for 2020: ○ 45% female and 55% male staff across the company as a whole; and ○ maintenance of the current split of 27% female and 73% male Directors, Executives and Senior Management during the Blue Whale transition period to maintain stability across the Board and senior management;
(i) the measurable objectives set for that period to achieve gender diversity; (ii) the entity's progress towards achieving those objectives; and (iii) either: (A) the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act	Yes	At 31 March 2020, the respective proportions of men and women on the Board, in senior executive positions and across the whole organisation were as follows: (see table below) [1] For the purposes of this statement, Senior Executives are defined as Key Management Personnel (excluding Directors).
Recommendation 1.6 A listed entity should: (a) have and disclose a process for periodically evaluating the	Yes	The Board Charter establishes the requirement and process to conduct an annual evaluation of the performance of the Board, its

	Female	**Male**	**Total**
Board (including the Executive Director)	1	3	4
Senior Executives (excl. Executive Directors)[1]	1	-	1
Management – Casino Canberra (excl. Exec Directors and Senior Executives)	2	5	7
Staff	90	129	219
Total	**94**	**137**	**231**
	41%	**59%**	

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
performance of the Board, its committees and individual Directors; and (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	Yes	committees and individual Directors. The Remuneration & Nomination Committee is responsible for the conduct of the evaluation. A Board performance evaluation was undertaken during the 2019 financial year.
Recommendation 1.7 A listed entity should: (a) have and disclose a process for periodically evaluating the performance of its senior executives at least once every reporting period; and	Yes	The Board is responsible for reviewing the performance of senior management against strategies established by the Board. To this end the Board establishes annual KPI's against which the performance of its senior executives are assessed. The KPI's are set for the calendar year and are reviewed in January annually.
(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	Yes	A performance evaluation of executives against KPI's set for the 2019 financial year has been conducted.

<table>
<tr><th>RECOMMENDATIONS (4th EDITION)</th><th>COMPLY</th><th>EXPLANATION</th></tr>
<tr><td colspan="3">Principle 2: Structure the Board to add value</td></tr>
<tr><td>Recommendation 2.1
The Board of a listed entity should:
(a) have a nomination committee which:
(i) has at least three members, a majority of whom are independent Directors; and
(ii) is chaired by an independent Director, and
disclose:
(iii) the charter of the committee;
(iv) the members of the committee; and
(v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or
(b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.</td><td>Yes</td><td>The Remuneration and Nomination Committee has three members the majority of whom are independent Directors. The Committee is chaired by an independent Director.
The names of the Committee Members are as follows:
• Mr Russell Shields (Chair)
• Mr Tony Fung
• Mr Alex Chow
A copy of the Committee Charter may be viewed on the Company’s website.
The qualifications and experience of the members of the Committee are set out on the Company’s website and in the Annual Reports. The number of times the committee met throughout a period and the individual attendances of the members at those meetings are disclosed in the Annual Report.</td></tr>
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RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Recommendation 2.2 A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership.	Yes	The Remuneration and Nomination Committee has developed a Board Skills Matrix to assist in identifying the experience, skills, expertise and diversity required for the Board to discharge its mandate to maintain the necessary mix of expertise. Key skills held by Board members include: corporate financing and administration, banking, finance, property development, business strategy and business management. The Board is of the view that at this stage of its development the current directors possess an appropriate mix of skills, experience, expertise and diversity to enable the Board to discharge its responsibilities and deliver the company's strategic priorities. To the extent that skills are not directly represented on the Board, they are augmented through management and external advisors.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Recommendation 2.3 A listed entity should disclose: (a) the names of the Directors considered by the Board to be independent Directors;	Yes	The names of the Directors considered to be independent are as follows: • Mr Alex Chow • Mr Russell Shields
(b) if a Director has an interest, position, association or relationship of the type described in Box 2.3 of the ASX Corporate Governance Principles and Recommendation (3rd Edition), but the Board is of the opinion that it does not compromise the independence of the Director, the nature of the interest, position, association or relationship in question and an explanation of why the Board is of that opinion; and		The names of the Directors who are not considered independent are: • Mr Tony Fung • Ms Allison Gallaugher
(c) the length of service of each Director		Ms Gallaugher was appointed on 28 June 2018. Mr Chow was formally appointed on 7 September 2015. All other Directors were appointed with effect from 7 August 2015.
Recommendation 2.4 A majority of the Board of a listed entity should be independent Directors.	Yes	At the date of this report, the Board comprises four members, two of whom are independent and two of whom are non-independent Directors. The Company considers this to be an appropriate balance given its majority shareholder and the importance to the company at this time to have the Chief Executive Officer who is an Executive Director, who is not considered independent.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Recommendation 2.5 The Chair of the Board of a listed entity should be an independent Director and, in particular, should not be the same person as the CEO of the entity.	No	The Chair of the Board is Mr Tony Fung who is also the owner of the majority shareholder and therefore is not independent. Mr Fung is a highly experienced Director and Chairman. The Company considers that, reflective of the majority shareholding, the Board will function more effectively with Mr Fung as Chairman.
Recommendation 2.6 A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	Yes	The Company has an induction program for new Directors and encourages ongoing professional development of directors and senior management.
Principle 3: Instil a culture of acting lawfully, ethically and responsibly		
Recommendation 3.1 A listed entity should articulate and disclose its values.	No	The Company is currently in the process of developing a Statement of Values to articulate and disclose its values.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Recommendation 3.2 A listed entity should: (a) have and disclose a code of conduct for its directors, senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code by a director or senior executive; and 2) any other material breaches of that code that call into question the culture of the organisation.	Yes	The Company has a Code of Conduct for its Directors, senior executives and employees. A copy of the Code of Conduct may be viewed on the Company's website. The Board has implemented appropriate reporting processes to ensure that any material breaches of the Code of Conduct are reported to the board.
Recommendation 3.3 A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	Yes	The Company has a Whistleblower Policy in place and may be viewed on the Company's website. The Board has implemented appropriate reporting processes to ensure that any material incidents reported under the Whistleblower Policy are communicated to the board to ensure that the board is fully informed.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Recommendation 3.4 A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.	Yes	The Company is currently in the process of developing an anti-bribery and corruption policy.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Principle 4*: Safeguard the integrity of corporate reports*		
Recommendation 4.1 The Board of a listed entity should: (a) have an audit committee which: (i) has at least three members, all of whom are non-executive Directors and a majority of whom are independent Directors; and (ii) is chaired by an independent Director, who is not the Chair of the Board, and disclose: (iii) the charter of the committee; (iv) the relevant qualifications and experience of the members of the committee; and (v) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate	Yes	The Audit and Risk Management Committee has three members the majority of whom are independent Directors. The Committee is chaired by an independent Director. The names of the Committee Members are as follows: • Mr Alex Chow (Chair) • Mr Tony Fung • Mr Russell Shields and A copy of the Committee Charter may be viewed on the Company's website. The qualifications and experience of the members of the Committee are set out on the Company's website and in the Annual Report. The number of times the committee met throughout a period and the individual attendances of the members at those meetings are disclosed in the Annual Report.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Recommendation 4.2 The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	Yes	The Audit and Risk Management Charter requires the CEO and CFO to provide to the Board prior to the Company's financial statements being approved, a declaration that the financial records have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.
Recommendation 4.3 A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.	Yes	The Board has a number of processes in place to verify the integrity of unaudited periodic corporate reports. For example, quarterly financial reports are reviewed by the CFO and the CEO and are provided to the Board with declarations as to those reviews, prior to the Board approving the reports.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Principle 5: Make timely and balanced disclosure		
Recommendation 5.1 A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	Yes	The Company has a Disclosure Policy which sets out the process by which the Company complies with its continuous disclosure obligations under the Listing Rules. A copy of the Policy may be viewed on the Company's website.
Recommendation 5.2 A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	Yes	The Company Secretary is responsible for ensuring that the Board receives copies of all material market announcements promptly after they have been made.
Recommendation 5.3 A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	Yes	The Company has previously not given presentations, however, should a presentation be given in future, the Company will, prior to giving a new and substantive investor or analyst presentation, release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation, and any material Information will not be released or discussed with the investors before it has been disclosed to the ASX.
Principle 6: ***Respect the rights of security holders***		
Recommendation 6.1 A listed entity should provide information about itself and its governance to investors via its website.	Yes	The Company's Corporate Governance Statement, Charters and Corporate Governance Policies are included on its website.
Recommendation 6.2 A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	Yes	The Company has a Shareholder Communication policy which is aimed at facilitating effective two-way communication with investors. A copy of the Policy can be viewed on the Company's website.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Recommendation 6.3 A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.	Yes	The Shareholder Communications Policy sets out the policies and processes the Company's has in place to facilitate and encourage participation at meetings of security holders.
Recommendation 6.4 A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	Yes	The Board has adopted a practice of requiring all voting on substantive resolutions at shareholder meetings to be conducted by way of a poll.
Recommendation 6.5 A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	Yes	The Shareholder Communications Policy establishes the Company's commitment to receive communications from, and send communications to, the entity and its security registry electronically.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Principle 7: Recognise and manage risk		
Recommendation 7.1 The Board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (i) has at least three members, a majority of whom are independent Directors; and (ii) is chaired by an independent Director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the process it employs for overseeing the entity's risk management framework.	Yes	The Audit and Risk Management Committee has three members the majority of whom are independent Directors. The Committee is chaired by an independent Director. A copy of the Committee Charter may be viewed on the Company website. The names of the Committee Members are as follows: • Mr Alex Chow (Chair) • Mr Tony Fung • Mr Russell Shields The qualifications and experience of the members of the Committee are set out on the Company's website and in the Annual Report. The number of times the committee met throughout a period and the individual attendances of the members at those meetings are disclosed in the Annual Report.
Recommendation 7.2 The Board or a committee of the Board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and (b) disclose in relation to each reporting period, whether such a review has taken place.	Yes	The Audit and Risk Management Committee Charter tasks the Committee with the responsibility for reviewing and monitoring the Company's risk management framework to provide assurance that major business risks are identified, consistently assessed and appropriately addressed. The Charter requires the Committee to undertake a review of the Company's risk management framework with management (at least once annually) to satisfy

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
		itself that Aquis Entertainment’s risk management framework continues to be sound, to determine whether there have been any changes in the material business risks the entity faces and to ensure that they remain with the risk appetite set by the Board. During the year the Audit Committee conducted various risk reviews of aspects of the operations and completed a review of the Company’s risk management framework and risk registers.
Recommendation 7.3 A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness its governance, risk management and internal control processes.	No	The Company does not have an Internal Audit function. The Board is of the view that the Company’s’ size and scale does not currently support an independent internal audit function. The Board from time to time may utilise external parties to undertake internal audit control reviews. The Audit and Risk Management Committee Charter sets out the processes the Committee employs to oversee the Company’s risk management framework. The Company’s operational subsidiary, Casino Canberra Limited, also maintains a robust risk management framework related to all operational matters as required under the relevant casino legislation. This includes the maintenance of a risk register identifying relevant operational risks and recording proposed solutions and risk management procedures where appropriate.
Recommendation 7.4 A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.	Yes	The Company’s exposure to economic, environmental and social sustainability risks and the way it manages or intends to manage mitigate those risks is set out in the Annual Report.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
Principle 8: Remunerate fairly and responsibly		
Recommendation 8.1 The Board of a listed entity should: (a) have a remuneration committee which: (i) has at least three members, a majority of whom are independent Directors; and (ii) is chaired by an independent Director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for Directors and senior executives and ensuring that such remuneration is appropriate and not excessive.		The Remuneration and Nomination Committee has three members the majority of whom are independent Directors. The Committee is chaired by an independent Director. The names of the Committee Members are as follows: • Mr Russell Shields (Chair) • Mr Tony Fung • Mr Alex Chow A copy of the Committee Charter may be viewed on the Company's website. The qualifications and experience of the members of the Committee are set out on the Company's website and in the Annual Report. The number of times the committee met throughout a period and the individual attendances of the members at those meetings are disclosed in the Annual Report.
Recommendation 8.2 A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	Yes	The Remuneration and Nomination Committee is tasked with developing policies and practices regarding the remuneration of non-executive Directors and the remuneration of executive Directors and other senior executives and ensure that the different roles and responsibilities of non-executive Directors compared to executive Directors and other senior executives are reflected in the level and composition of their remuneration.

RECOMMENDATIONS (4th EDITION)	COMPLY	EXPLANATION
		These policies and practices are disclosed in the Company's Annual Report.
Recommendation 8.3 A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	Yes	The Company has established an equity–based remuneration scheme (Plan). The Plan rules specifically prohibit participants from entering into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the Plan. The Company's Securities Trading Policy also prohibits participants in any such scheme from entering into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme. A copy of the Securities Trading Policy can be viewed on the Company's website.

SHAREHOLDER INFORMATION AT 29 APRIL 2020

Shareholder Information required by the Australian Securities Exchange Limited (**ASX**) Listing Rules and not disclosed elsewhere in the Report is set out below.

1. Twenty Largest Shareholders

Name	No. of Shares	%
AQUIS CANBERRA HOLDINGS (AUS) PTY LTD	163,871,874	88.512%
MR HONGHAO SUN	2,000,000	1.080%
MR PAUL JOSEPH MANKA	1,325,079	0.716%
MR THOMAS JON PICKETT	1,200,000	0.648%
LANDSEC PTY LTD	797,999	0.431%
TARALAKE PTY LTD	790,329	0.427%
LANDSEC PTY LTD	646,800	0.349%
MR DENIS MUDDLE	500,000	0.270%
MR JOHN HAMILTON	449,000	0.243%
MRS JODIE LEE MAXTED	437,154	0.236%
MR GARY STANLEY SWIFT & MRS KAYLEEN LESLIE SWIFT <THE SWIFT SUPER FUND A/C>	400,000	0.216%
CHANCERY HOLDINGS PTY LTD <MCKENZIE NO1 SUPER A/C>	400,000	0.216%
MR MARK TOMLINSON & MRS KRISTINA LEIGH TOMLINSON	240,000	0.130%
CONFIDO SUPERANNUATION PTY LTD <CHAPMAN FAMILY SUPER A/C>	224,765	0.121%
MR ANTHONY JOHN THOMAS DENNIS & MRS SELINA JAY DENNIS <DENNIS FAMILY SUPER FUND A/C>	200,000	0.108%
MR ROBERT CAMERON GALBRAITH	200,000	0.108%
COSBI QUARTER PTY LTD <COSBI SUPER FUND A/C>	163,883	0.089%
HABITAT FINANCIAL PTY LTD <P&M TOMLINSON SUPER A/C>	160,000	0.086%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	155,701	0.084%
MISS XIAOYING DAI	150,000	0.081%
Total Securities of Top 20 Holdings	174,312,584	94.151%

2. Distribution of Shareholders

Quoted Securities

Range	Total Holders	Shares	% Issued Capital
1-1,000	9	1,790	0.000
1,001-5,000	9	27,229	0.010
5,001-10,000	89	862,614	0.470
10,001-100,000	335	9,187,191	4.960
100,001 and above	26	175,062,226	94.560
Totals	**468**	**185,141,050**	**100.000**

3. Substantial Shareholders

The number of securities held by substantial shareholders and their associates are set out below:

Fully paid Ordinary Shares

Name	Number	%
AQUIS CANBERRA HOLDINGS (AUS) PTY LTD	163,871,874	88.512%

4. Voting Rights

Ordinary Shares

Every holder of ordinary shares has the right to receive notices of, to attend and to vote at general meetings of the Company. On a show of hands every shareholder present at a meeting in person or by proxy, attorney or representative is entitled to one vote and upon a poll each share is entitled to one vote.

5. Use of Cash and Convertible Assets

During the period from admission to the official list of the Australian Stock Exchange to the date of this statement, the Company has used cash and assets readily convertible to cash in a manner consistent with its business activities. The company is involved in the ownership and management of gaming and waging assets in Australia.

CORPORATE DIRECTORY

Company
Aquis Entertainment Limited
ABN 48 147 411 881
21 Binara Street
Canberra ACT 2601
www.aquisentertainment.com

Registered Office and Place of Business
21 Binara Street
Canberra ACT 2601
Telephone: +61 2 6257 7074
Facsimilie: +61 2 6257 7079

Directors
Mr Tony Fung (Chairman)
Mr Alex Chow (independent Non-executive Director)
Mr Russell Shields (Independent Non-executive Director)
Ms Allison Gallaugher (Acting Chief Executive Officer & Executive Director)

Company Secretary
Ms Louise Sheppard

Auditors
RSM Australia Partners
GPO Box 200
Canberra ACT 2601

Share Registry
Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001

Stock Exchange Listing
Australian Securities Exchange Limited
Home Exchange – Melbourne
ASX code: AQS