

16 July 2021

Millennium Services Group Limited

(ASX: MIL)

Quarterly Activities Report and Appendix 4C – June 2021 Quarter

SUMMARY

- Positive quarterly cash flows of \$10.0m generated from operating activities for Q4 FY2021, compared to \$3.7m of cash from operating activities in Q4 FY2020. There were two fortnights of wages paid in the month of April 2021, whereas in FY2020, three fortnights of wages were paid across 31/03/2020 and 01/04/2020. Comparatively, there were additional \$2.3m of cash outflows in Q4 FY2020. Some favorable timing issues in late June 2021 with debtor collections also contributed to a stronger quarterly cash collection.
- \$20.1m of unused facilities available as at June 2021 quarter end. Cash on hand as at 30 June 2021 was \$7.3m; total available funding \$27.5m*. Total debt reduced by \$3.7m in the quarter.
- Debt covenants met for the September 2020, December 2020, March 2021 and June 2021 quarters.

*ANZ Bank overdraft facility stepped down from \$7.0m to \$4.5m on 1 July 2021. If the facility reduction had been effective on 30 June 2021, available funding would be \$25.0m.

Quarterly Activities

There were no material changes in the principal activities within Company's Cleaning and Security segments during the quarter ended 30 June 2021 (Q4 FY21).

The Group's total revenue of \$69.2 million for the 3 months ending 30 June 2021 was 0.2% lower compared to revenue of \$69.4m in the previous quarter.

Revenue (Underlying**)	H1 FY21 \$m	%		Q3 FY21 \$m	%		Q4 FY21 \$m	%		H2 FY21 \$m	%		Full Year FY21 \$m	%
Contract revenue	117.3	85.7		60.2	86.7		60.0	86.7		120.2	86.7		237.5	86.2
Adhoc revenue	19.5	14.3		9.2	13.3		9.2	13.3		18.4	13.3		37.9	13.8
Total Revenue	136.8	100.0		69.4	100.0		69.2	100.0		138.6	100.0		275.4	100.0

The Q3 FY21 and Q4 FY21 or H2 FY21 revenue is subject to independent audit.

**Underlying Revenue excludes \$24.7m of government grants income recognised and excludes \$1.8m of COVID-19 related customer incentives provided to the Company's customers.

Appendix 4C Cashflows

There were no material changes to the debtor or creditor payment terms during the quarter.

Net cash generated from the Group's operating activities amounted to \$10.0m for the quarter. The number of fortnightly pays can alter across different quarters which is the predominate driver of changes in operating cashflows across time. In addition, the June 2021 quarter was also assisted by some favorable timing differences in cash collections from customers at year end. The September 2021 quarter will have an additional fortnightly pay.

Appendix 4C: Item 6 - Payments to related parties

Payments to related parties, and their associates for the quarter ended 30 June 2021 totalled \$407,354, comprising:

- Wages and other benefits of \$107,812 paid to Mr Royce Galea, a substantial shareholder of the Company, in his capacity as an Executive Director;
- Wages and other benefits of \$81,293 paid to Mr Stephen Lidbury, a substantial shareholder of the Company, in his capacity of General Manager of Security. Office rent of \$10,800 was paid in the current quarter on normal commercial terms to an entity related to Mr Stephen Lidbury;
- Consulting fees of \$93,000 were paid to Wayne and Eileen Crewes Pty Ltd, a substantial shareholder of the Company;
- Wages and other benefits of \$24,449 were paid to a close family member of the controller of Wayne and Eileen Crewes Pty Ltd, in the associate's capacity as an employee of the Group;
- Consulting fees of \$90,000 were paid to Jungle Capital Pty Ltd, an entity associated with Mr Stuart Grimshaw, the Company's Chairman for corporate and strategic advisory services.

Appendix 4C: Item 7.6 – Details of Financing Facilities

The following table details the Group's remaining contractual maturities for its financing facilities. The table is based on the earliest date when the principal amounts are required to be paid.

	Facility renewal or expiry date	Weighted average interest rate including fees	Total Facility Amount	Facility Used as at 30 June 2021	Repayments Due within 1 year	Repayments Due Between 1 and 2 years
Secured Facilities		%	\$'000	\$'000	\$'000	\$'000
ANZ Bank Interchangeable loan facility (a)	31/10/2022	2.99%	5,373	5,373	3,600	1,773
ANZ Bank Asset finance facility (hire purchase) (a)	31/10/2022	5.10%	901	901	716	185
ANZ Bank Overdraft (b)	31/10/2022	7.13%	7,000	-	-	-
ANZ Bank Credit standby arrangements	31/10/2022	2.95%	2,175	1,388	391	997
Non ANZ Bank Asset finance facility (hire purchase)	22/02/2022 (c)	6.40%	500	157	28	129
Trade Finance Facility	22/02/2022 (c)	8.80%	12,000	-	-	-
Total Facilities as at 30 June 2021			27,949	7,819	4,735	3,084
Total Facilities as at 30 June 2021 if ANZ facility reduction had been effective on 30 June 2021 (b)			25,449	7,819	4,735	3,084

- The ANZ Bank interchangeable loan and hire purchase facilities: these facility limits reduce on the dates and in the amounts of principal repayments.
- The ANZ Bank overdraft facility stepped down from 10.0m to 9.5m 01/05/21, from 9.5m to 7.0m on 01/06/21 and \$7.0m to \$4.5m on 01/07/2021.
- Facilities renewal date.

Authorised for release by the Board of Millennium Services Group Limited.

For further information please contact

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Appendix 4C

Quarterly cash flow report for entities
subject to Listing Rule 4.7B

Name of entity

Millennium Services Group Limited

ABN

11 607 926 787

Quarter ended ("current quarter")

30 June 2021

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (12 mths) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	80,961	306,613
1.2 Payments for		
(a) research and development	-	-
(b) product manufacturing and operating costs (including direct labour costs: cleaning and security staff)	(62,830)	(258,261)
(c) advertising and marketing	(119)	(303)
(d) leased assets (<i>AASB 16 applies</i>)	-	-
(e) staff costs (corporate overheads and indirect labour costs)	(4,784)	(17,915)
(f) administration and corporate costs	(2,918)	(12,241)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	1	1
1.5 Interest and other costs of finance paid	(319)	(1,851)
1.6 Income taxes paid	(28)	(111)
1.7 Government grants and tax incentives	-	31,715
1.8 Other (incremental wage tops associated with government grants)	-	(7,338)
1.9 Net cash from / (used in) operating activities	9,964	40,309

2. Cash flows from investing activities		
2.1 Payments to acquire or for:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	(555)	(2,135)
(d) investments	-	(48)

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 mths) \$A'000
	(e) intellectual property	-	-
	(f) other non-current assets	-	-
2.2	Proceeds from disposal of:		
	(a) entities	-	-
	(b) businesses	-	-
	(c) property, plant and equipment	20	39
	(d) investments	-	-
	(e) intellectual property	-	-
	(f) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(535)	(2,144)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	100
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	(2,196)	(17,587)
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9(a)	Other: Proceeds from / (repayments of) trade finance facility	(1,304)	(5,060)
3.9(b)	Other (AASB 16, lease liabilities)	(209)	(880)
3.10	Net cash from / (used in) financing activities	(3,709)	(23,427)

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	1,611	(7,398)
4.2	Net cash from / (used in) operating activities (item 1.9 above)	9,964	40,309

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 mths) \$A'000
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(535)	(2,144)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	(3,709)	(23,427)
4.5	Effect of movement in exchange rates on cash held	7	(2)
4.6	Cash and cash equivalents at end of period	7,338	7,338

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	7,338	2,855
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	(1,244)
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	7,338	1,611

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	407,354*
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-
<p>*Refer to Quarterly Activity Report</p> <p>Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.</p>		

7.	Financing facilities	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
	<i>Note: the term "facility" includes all forms of financing arrangements available to the entity.</i>		
	<i>Add notes as necessary for an understanding of the sources of finance available to the entity.</i>		
7.1	(a) Loan facilities – ANZ Bank Interchangeable loan facility	5,373	5,373
	(b) ANZ Bank - Asset finance (hire purchase) facilities	901	901
7.2	Credit standby arrangements – ANZ Bank	2,175	1,388
7.3	(a) Other (ANZ Bank overdraft)	7,000	-
	(b) Trade finance facility	12,000	-
	(c) Non ANZ Bank - Asset finance (hire purchase) facilities	500	157
7.4	Total financing facilities	27,949	7,819
7.5	Unused financing facilities available at quarter end		20,130
7.6	Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.		
	Details are included in the Quarterly Activity Report.		

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (item 1.9)	9,964
8.2 Cash and cash equivalents at quarter end (item 4.6) (add-back Overdraft within item 4.6, nil at Q4 FY22)	7,338 -
8.3 Unused finance facilities available at quarter end (item 7.5)	20,130
8.4 Total available funding (item 8.2 + item 8.3)	27,468
8.5 Estimated quarters of funding available (item 8.4 divided by item 8.1)	N/A
<i>Note: if the entity has reported positive net operating cash flows in item 1.9, answer item 8.5 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.5.</i>	
8.6 If item 8.5 is less than 2 quarters, please provide answers to the following questions:	
8.6.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?	
Answer: N/A	
8.6.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?	
Answer: N/A	
8.6.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?	
Answer: N/A	
<i>Note: where item 8.5 is less than 2 quarters, all of questions 8.6.1, 8.6.2 and 8.6.3 above must be answered.</i>	

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: 16/07/2021

Authorised by:
By the Board

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.