

**The Sir Robert Menzies Memorial
Foundation Limited
(A Company Limited by Guarantee)**

ABN 43 008 543 897

**Annual report
for the year ended 31 December 2013**

Director's report

Your directors present their report on The Sir Robert Menzies Memorial Foundation Limited (A Company Limited by Guarantee), referred to hereafter as the Company, for the year ended 31 December 2013.

Directors

The following persons were directors of The Sir Robert Menzies Memorial Foundation Limited (A Company Limited by Guarantee) during the whole of the financial year and up to the date of this report:

Mr BJ Doyle, AM (Chairman and Secretary)
Professor S Maddocks (Deputy Chairman)
Mr B Jamieson (Treasurer)
Ms D De Sousa
Mr RA Illingworth
Mr CPH Kiefel, OAM (Chairman, Investment and Finance Committee)
Ms DL Menzies

Ms SK Mackenzie, OAM, and Dr AB McCallum were appointed as Directors on 31 July 2013 and 22 November 2013 respectively and continue in office at the date of this report.

The Hon Sir Guy Green, AC, KBE, retired as a Director on 22 March 2013.

Professor RE O'Hehir retired as a Director on 24 May 2013.

Professor JD Mathews, AM, retired as a Director on 23 August 2013.

Associate Professor EL Laakso retired as a Director on 22 November 2013.

Mr NB Callinan retired as a Director on 31 December 2013.

A list of the Directors' qualifications and experience is available on the Foundation's website at:
<http://www.menziesfoundation.org.au/about/directors.html>

The Menzies Foundation was established in 1979 as a non-political, not-for-profit organisation to perpetuate the memory and ideals of Sir Robert Menzies, Australia's longest-serving Prime Minister.

Short term objectives

- To support postgraduate scholarships in medical research, allied health, law and engineering, and scholarships to Harvard in a wider range of disciplines.
- To explore issues of national importance through the facilitation of workshops and forums.
- To provide support for high quality research in areas that support the wellbeing of the broader Australian community.

Long-term objectives

To support and facilitate the generation of ideas and knowledge to improve the social fabric and wellbeing of all Australians.

Strategy

To identify and support future leaders, through providing scholarships, research support and professional learning and networking opportunities.

Principal activities

In 2013 the Foundation continued to make an important contribution to the national research agenda and by supporting young Australians identified as potential leaders, through the following principal activities:

- The award of four Menzies Scholarships in the disciplines of allied health, engineering and law
- Support for Menzies Scholarships to Harvard in association with the Harvard Club of Australia
- Support for the NHMRC/RG Menzies Fellowship in medical research
- Grants to the research institutes: the Menzies School of Health Research in Darwin, the Menzies Research Institute Tasmania in Hobart, and the Menzies Centre for Health Policy in Sydney and Canberra
- Continued work with universities and health industry partners to establish a proposed Centre for Excellence for research into Allied Health and Integrated Care, or similar
- The award of early career grants in the Allied Health Sciences

Principal activities (continued)

- The Menzies Oration on Higher Education at the University of Melbourne
- The Menzies Centenary Prize at Dimboola Memorial Secondary College
- Support for the Menzies Memorial Scholars Association

Key Performance Indicators

The Foundation measures its performance by:

- the number of scholarships awarded each year;
- the continuing documented successes of the research institutions; and
- the dissemination of outcomes from its workshops and other initiatives.

Members' contributions

Should the Foundation be wound up, any remaining assets shall be distributed to a public benefit institution with similar objectives, and not to members of the Foundation. If there are no assets, the liability of individual members shall be limited to \$50.

Meetings of directors

The numbers of meetings of the Foundation's board of directors and of each board committee held during the year ended 31 December 2013, and the numbers of meetings attended by each director were:

	Board of Directors meetings		Investment and Finance Committee meetings	
	A	B	A	B
The Hon Sir Guy Green, AC, KBE	1	1	*	*
Mr BJ Doyle, AM	4	4	7	5
Mr B Jamieson	4	2	7	3
Mr NB Callinan	4	4	7	5
Ms D De Sousa	4	4	*	*
Mr RA Illingworth	4	4	7	5
Mr CPH Kiefel, OAM	4	3	7	7
Associate Professor EL Laakso	4	3	*	*
Ms SK Mackenzie, OAM	2	2	*	*
Professor S Maddocks	4	4	*	*
Professor JD Mathews, AM	3	3	5	5
Dr AB McCallum	-	-	-	-
Ms DL Menzies	4	4	*	*
Professor RE O'Hehir	2	1	*	*

A = Number of meetings held during the time the director held office or was a member of the committee during the year

B = Number of meetings attended

* = Not a member of the relevant committee

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 4.

Auditor

PwC continues in office in accordance with section 327 of the *Corporations Act 2001*.

This report is made in accordance with a resolution of directors.



Brian Doyle, AM
Chairman

Melbourne

27.3.2014



Brian Jamieson
Director

Melbourne

27.3.2014

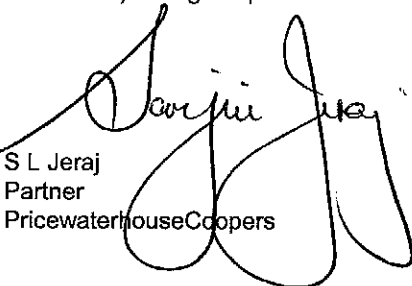


Auditor's Independence Declaration

As lead auditor for the audit of The Sir Robert Menzies Memorial Foundation Limited (A Company Limited by Guarantee) for the year ended 31 December 2013, I declare that, to the best of my knowledge and belief, there have been:

- (a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- (b) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of The Sir Robert Menzies Memorial Foundation Limited (A Company Limited by Guarantee) during the period.


S L Jeraj
Partner
PricewaterhouseCoopers

Melbourne
27 March 2014

**The Sir Robert Menzies Memorial Foundation Limited (A
Company Limited by Guarantee) ABN 43 008 543 897**
Annual report - 31 December 2013

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These financial statements cover The Sir Robert Menzies Memorial Foundation Limited as an individual entity. The financial statements are presented in the Australian currency.

The financial statements were authorised for issue by the directors on *27 March* 2014. The directors have the power to amend and reissue the financial statements.

The Sir Robert Menzies Memorial Foundation Limited (A Company Limited by Guarantee)
Statement of comprehensive income
for the year ended 31 December 2013

	Note	2013 \$	2012 \$
Revenue from continuing operations	2	4,654,625	1,732,215
Salaries and salary on-costs		(385,754)	(301,072)
Menzies health research centres		(225,000)	(225,000)
Scholarships and fellowships		(241,937)	(213,870)
Other Memorial activities		(91,574)	(114,261)
Other expenses		(220,666)	(196,032)
Total expenses (excluding gains/losses from financial assets)		(1,164,931)	(1,050,235)
Operating surplus		3,489,694	681,980
Unrealised gain on financial assets at fair value through profit or loss		2,435,330	2,021,191
Realised gain/(loss) on financial assets at fair value through profit or loss		1,134,448	(151,070)
Total gains from financial assets		3,569,778	1,870,121
Surplus for the year		7,059,472	2,552,101
Other comprehensive income for the year, net of tax		-	-
Total comprehensive profit for the year		7,059,472	2,552,101

The above statement of comprehensive income should be read in conjunction with the accompanying notes.

The Sir Robert Menzies Memorial Foundation Limited (A Company Limited by Guarantee)
Statement of financial position
as at 31 December 2013

	Notes	2013 \$	2012 \$
ASSETS			
Current assets			
Cash and cash equivalents	3	1,171,848	1,222,200
Trade and other receivables	4	104,986	51,743
Investments	5	23,399,391	16,329,612
Total current assets		24,676,225	17,603,555
Total assets		24,676,225	17,603,555
LIABILITIES			
Current liabilities			
Trade and other payables	6	47,482	46,818
Provisions	7	17,022	7,931
Total current liabilities		64,504	54,749
Non-current liabilities			
Provisions	8	10,902	7,459
Total non-current liabilities		10,902	7,459
Total liabilities		75,406	62,208
Net assets		24,600,819	17,541,347
EQUITY			
Accumulated funds	12	24,600,819	17,541,347
Total equity		24,600,819	17,541,347

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

The Sir Robert Menzies Memorial Foundation Limited (A Company Limited by Guarantee)
Statement of changes in equity
for the year ended 31 December 2013

	Accumulated funds \$
Balance at 1 January 2012	14,989,246
Surplus for the year	<u>2,552,101</u>
Balance at 31 December 2012	<u>17,541,347</u>
Balance at 1 January 2013	17,541,347
Surplus for the year	<u>7,059,472</u>
Balance at 31 December 2013	<u>24,600,819</u>

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

The Sir Robert Menzies Memorial Foundation Limited (A Company Limited by Guarantee)
Statement of cash flows
for the year ended 31 December 2013

	Notes	2013 \$	2012 \$
Cash flows from operating activities			
Receipts from investments, trade and debtors (inclusive of GST)		4,518,603	1,329,544
Payments to creditors, employees, fellowships and similar (inclusive of goods and services tax)		(1,205,116)	(1,196,606)
		3,313,487	132,938
Dividends received		76,708	71,316
Interest received		59,453	33,751
Net cash inflow from operating activities	17	3,449,648	238,005
Cash flows from investing activities			
Net cash (outflow) inflow from investing activities		(3,500,000)	(45,591)
Cash flows from financing activities		-	-
Net cash inflow (outflow) from financing activities		-	-
Net increase (decrease) in cash and cash equivalents		(50,352)	192,414
Cash and cash equivalents at the beginning of the financial year		1,222,200	1,029,786
Cash and cash equivalents at end of year	3	1,171,848	1,222,200

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

Notes to the financial statements

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1 Summary of significant accounting policies

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

(a) Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards - Reduced Disclosure Requirements and interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001*.

Compliance with Australian Accounting Standards - Reduced Disclosure Requirements

The financial statements of The Sir Robert Menzies Memorial Foundation Limited comply with Australian Accounting Standards - Reduced Disclosure Requirements as issued by the Australian Accounting Standards Board (AASB).

(i) *Historical cost convention*

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of available-for-sale financial assets, financial assets and liabilities (including derivative instruments) at fair value through profit or loss, certain classes of property, plant and equipment and investment property.

(b) Revenue recognition

Operating revenue includes interest income, dividends, donations, profit on sale of investments, unrealised gains/losses on recognition of investments at market value and rental income from Clarendon Terrace. Amounts disclosed as revenue are net of taxes paid.

Government and other grants are recognised when received from government or other institutions.

Imputation credits are recognised as revenue when they are received from the ATO.

Donations and contributions are brought to account on a cash received basis, whereas all other revenue and expense items are accounted for on an accrual basis.

(c) Income tax

The Foundation is exempt from taxation under Section 50-5 of the Income Tax Assessment Act 1997. Under legislative changes which came to effect on 1 July 2000 the Foundation is entitled to a refund of dividend imputation credits which arise on the Foundation's investments.

(d) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes 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.

(e) Investments and other financial assets

Classification

The Foundation classifies its investments as financial assets at fair value through profit or loss.

Recognition and derecognition

Investments are initially recognised at fair value and transaction costs are expensed in the statement of comprehensive income. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Foundation has transferred substantially all the risks and rewards of ownership.

Subsequent measurement

Gains and losses arising from changes in the fair value of investments are presented in the statement of comprehensive income in the period in which they arise. Dividend income from investments is recognised when the Foundation's right to receive payments is established.

The fair values of quoted investments are based on current market values.

1 Summary of significant accounting policies (continued)

(f) Trade and other payables

These amounts represent liabilities for goods and services provided to the Foundation prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

(g) Employee benefits

(i) *Wages and salaries and annual leave*

Liabilities for wages and salaries and annual leave are recognised, and are measured as the amount unpaid at the end of the reporting period at current pay rates in respect of employees' services up to that date.

(ii) *Long service leave*

A liability for long service leave is recognised, and is measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using interest rates on national government guaranteed securities with terms to maturity that match, as closely as possible, the estimated future cash outflows.

(iii) *Superannuation*

Contributions to employee superannuation plans are recognised as an expense as they become payable. Superannuation contributions by the Foundation comply with the Superannuation Guarantee rate of 9% up to 30 June 2013 and 9.25% after 1 July 2013 with the Foundation contributing additional payments.

(h) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case it is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the taxation authority is included with other receivables or payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the taxation authority, are presented as operating cash flows.

2 Revenue

	2013	2012
	\$	\$
From continuing operations		
Net investments income	1,157,510	1,292,896
Donations and grants	1,219,288	28,809
Publication sales	1,376	625
Room hire	3,005	1,058
Imputation tax credit refund	205,735	292,065
	2,586,914	1,615,453
<i>Other revenue</i>		
Rent	40,721	40,000
Interest	59,453	42,681
Miscellaneous income	8,212	34,081
Capital Endowment	1,959,325	-
	2,067,711	116,762
	4,654,625	1,732,215

(a) Donations and grants

Funds were received from the Australian Government, organisations and individuals to support an additional law scholarship commencing in 2014.

(b) Capital Endowment

Until 31 December 2012, the Sir Robert Menzies Memorial Trust in the United Kingdom held responsibility for payment of scholarships undertaken in the United Kingdom. On 1 January 2013 a Deed of Accession came into effect which transferred ownership of the funds to the Sir Robert Menzies Memorial Foundation Limited and supported the formal UK scholarship commitments in 2013.

3 Current assets - Cash and cash equivalents

	2013	2012
	\$	\$
Cash on hand	200	200
Cash at bank	1,171,648	1,222,000
	1,171,848	1,222,200

4 Current assets - Trade and other receivables

	2013	2012
	\$	\$
Trade receivables	436	133
Other receivables	91,370	36,307
Prepayments	13,180	15,303
	104,986	51,743

5 Current assets – Investments

During 2013, investments consisted of various managed investment funds and shares in listed companies. The aggregate market values of tradeable investments and those listed on prescribed stock exchange are:

	2013 \$	2012 \$
Marketable securities (market value)		
Shares in listed companies	2,076,949	1,674,130
Units in managed share funds	21,322,442	14,655,482
	23,399,391	16,329,612

	2013 \$	2012 \$
Marketable securities (at cost)		
Shares in listed companies	1,562,793	1,562,793
Units in managed share funds	18,541,154	13,906,706
	20,103,947	15,469,499

6 Current liabilities - Trade and other payables

	2013 \$	2012 \$
Trade payables and accruals	47,482	46,818
	47,482	46,818

7 Current liabilities - Provisions

	2013 \$	2012 \$
Employee benefits	17,022	7,931
	17,022	7,931

Amounts not expected to be settled within 12 months

The current provision for employee benefits includes accrued annual leave and long service leave. For long service leave it covers all unconditional entitlements where employees have completed the required period of service and also those where employees are entitled to pro-rata payments in certain circumstances. The entire amount of the provision is presented as current, since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

8 Non-current liabilities - Provisions

	2013 \$	2012 \$
Employee benefits	10,902	7,459
	10,902	7,459

9 Non-current assets - Property, plant and equipment

Premises occupied by the Foundation and leased since 1980 for 45 years from the National Trust.

The premises and leasehold improvements have been valued at \$6,185,000. The valuation is based on an independent insurance valuation by AON during September 2013. This valuation was on the basis of Reinstatement with New Value for insurance purposes and is performed periodically every two years.

All other property, plant and equipment items relate to general fixtures and fittings which are expensed upon acquisition.

10 Remuneration of auditors

	2013	2012
	\$	\$
(a) PwC Australia		
<i>(i) Audit and other assurance services</i>		
Audit and review of financial statements	20,910	20,000
Other assurance services:		
Assistance in preparation of financial statements	-	-
Total remuneration for audit and other assurance services	20,910	20,000

11 Commitments

Expenditure commitments which have not been provided for in the financial statements include:

	2013	2012
	\$	\$
<i>Grants: Institutions</i>		
Payable:		
Within one year	225,000	225,000
Later than one year but not later than two years	-	-
	225,000	225,000
<i>Grants: Scholarships and other educational</i>		
Payable:		
Within one year -	433,600	356,700
Later than one year but not later than two years	106,500	175,200
	540,100	531,900

Until 31 December 2012, the Sir Robert Menzies Memorial Trust in the United Kingdom held responsibility for payment of scholarships undertaken in the United Kingdom. On 1 January 2013 a Deed of Accession came into effect which transferred ownership of the funds to the Sir Robert Menzies Memorial Foundation Limited. This fund of GBP989,985 will provide support for the formal UK scholarship commitments for 2014 and 2015.

The above includes the Foundation's formal commitment to institutions and scholarship holders as approved by the Board. However, the above information excludes any future costs associated with the scholarships or institutional grants which may subsequently be approved and committed by the Board.

12 Accumulated surplus

Movements in accumulated surplus were as follows:

	2013	2012
	\$	\$
Balance 1 January	17,541,347	14,989,246
Surplus for the year	7,059,472	2,552,101
Balance 31 December	<u>24,600,819</u>	<u>17,541,347</u>

13 Dividends

No dividends have been paid or declared during the year and no dividends are proposed. The Foundation is prohibited by its Memorandum and Articles of Association from making any distribution to its members.

14 Related party transactions

(a) Directors

The names of persons who were directors of the Foundation at any time during the financial year are as follows: The Hon Sir Guy Green, Mr BJ Doyle, Mr B Jamieson, Mr CPH Kiefel, Professor S Maddocks, Mr RA Illingworth, Professor JD Mathews, Professor RE O'Hehir, Mr NB Callinan, Ms DL Menzies, Associate Professor L Laakso, Ms D De Sousa, Ms S Mackenzie and Dr AB McCallum.

(b) Remuneration of directors

Save for payment of \$65,506 (2012: \$134,048) to the Executive Director, there was no payment made to the directors during the year.

(c) Transactions with directors and director-related entities

Save for the director's remuneration disclosed in Note 14(b) there were no transactions with directors during the financial year.

On 2nd May 2013 at the recommendation of the Investment & Finance Committee the Board resolved to transfer the administration of the Foundation's portfolio to Colonial Nominees Pty Ltd (Excelsior Discretionary Trust) trading as Kingfisher Capital Partners (AFS Licence No.420237) "Kingfisher Capital Partners". A director of The Sir Robert Menzies Memorial Foundation Limited, Mr Ross Illingworth, is executive director and responsible officer of Kingfisher Capital Partners. Access to the portfolio administration service and share execution facility is available via Kingfisher Capital Partners agreements with Praemium Limited's V-Wrap platform, Cavendish Administration Pty Ltd (an AMP company), Pershing Securities Australia Pty Ltd (A Bank of New York Mellon Company & Affiliate of ASX) and Macquarie Bank Ltd's cash management account. Kingfisher receives remuneration from Macquarie Bank Limited on client cash management deposits of 0.275% p.a. (inclusive of GST). This is paid by Macquarie Bank Limited from their management fees at no cost to the Foundation.

A payment of \$3,454 was made to Kingfisher Capital Partners during the year for administration services. The administration service is available to the Foundation on terms and conditions no more favorable than those available, or which might reasonably be expected to be available on a similar administration service to non-director related entities on an arm's length basis.

15 Events occurring after the end of the reporting period

The directors are not aware of any other matters or circumstances not otherwise dealt with in the Directors' Report of the financial statements that has or may significantly affect the operations of the Foundation, the results of those operations or the state of affairs of the Foundation in subsequent financial years.

16 Capital

The company is limited by guarantee which means the Foundation was formed on the principle of having the liability of its members limited by the Memorandum of Association to the respective amounts that the members undertake to contribute to the property of the company if it is wound up.

17 Reconciliation of surplus from ordinary activities to net cash inflow from operating activities

	2013	2012
	\$	\$
Surplus from ordinary activities	7,059,472	2,549,994
Net (profit) on investments	(3,569,778)	(2,080,538)
Change in operating assets and liabilities		
(Increase) in receivables	(53,243)	(9,097)
(Decrease)/Increase in trade and other creditors	663	(42,576)
(Decrease)/Increase in employee benefits	12,534	(179,778)
Net cash inflow from operating activities	<u>3,449,648</u>	<u>238,005</u>

In the directors' opinion:

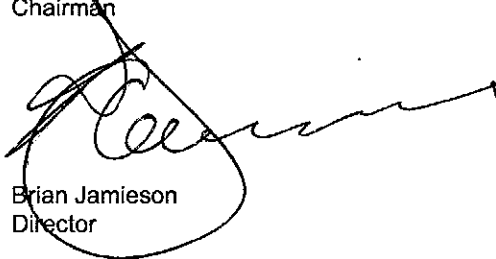
- (a) the financial statements and notes set out on pages 5 to 17 are in accordance with the *Corporations Act 2001*, including:
- (i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements, and
 - (ii) giving a true and fair view of the company's financial position as at 31 December 2013 and of its performance for the financial year ended on that date, and
- (b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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



Brian J Doyle, AM
Chairman

Melbourne
27.3.2014



Brian Jamieson
Director

Melbourne
27.3.2014



Independent auditor's report to the members of The Sir Robert Menzies Memorial Foundation Limited (A Company Limited by Guarantee)

Report on the financial report

We have audited the accompanying financial report of The Sir Robert Menzies Memorial Foundation Limited (A Company Limited by Guarantee), which comprises the statement of financial position as at 31 December 2013, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, a summary of significant accounting policies, other explanatory notes and the directors' declaration.

Directors' responsibility 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 – Reduced Disclosure Requirements 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 is free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

Our procedures include reading the other information in the Annual Report to determine whether it contains any material inconsistencies with the financial report.

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

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*.

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Liability limited by a scheme approved under Professional Standards Legislation.



Auditor's opinion

In our opinion, the financial report of The Sir Robert Menzies Memorial Foundation Limited (A Company Limited by Guarantee) is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the company's financial position as at 31 December 2013 and of its performance for the year ended on that date; and
- (b) complying with Australian Accounting Standards – Reduced Disclosure Requirements and the *Corporations Regulations 2001*.

PricewaterhouseCoopers

Sanjiv Jeraj
Partner

27 Melbourne
March 2014