



Notice of Meeting

Notice is hereby given that the Annual General Meeting of members of Equity Trustees Limited will be held at the offices of Deloitte Touche Tohmatsu, Level 10, 550 Bourke Street, Melbourne on Friday, 28 October 2011 at 11:00am.

Ordinary Business

1. To receive and consider the financial statements and the reports of the directors and auditor for the year ended 30 June 2011.
2. To adopt the remuneration report for year ended 30 June 2011.
3. To consider the election of directors:
 - a) Mr David Frederick Groves retires in accordance with Rule 49 of the company's Constitution and, being an eligible person, offers himself for re-election.
 - b) The Hon Jeffrey Gibb Kennett AC retires in accordance with Rule 49 of the company's Constitution and, being an eligible person, offers himself for re-election.

Special Business

4. To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"That approval is given for the grant to the Managing Director, Mr Robin Burns, of an Award to receive shares in the company as described in the Explanatory Notes to the notice convening this meeting."

575 Bourke Street
Melbourne
28 September 2011

By Order of the Board
Terry Ryan
Company Secretary

Eligibility to Vote

For the purpose of voting at the Annual General Meeting, the Directors have determined that all shares in the Company are taken to be held by the persons who are registered as holding them at 7.00 pm (Melbourne time) on 26 October 2011.

The entitlement of shareholders to vote at the Annual General Meeting will be determined by reference to that time.

Voting Exclusions

The *Corporations Act 2001* (Cth) (**Corporations Act**) and the ASX Listing Rules require that certain persons must not vote, and the Company must disregard any votes cast by such persons, on two of the resolutions to be considered at the Annual General Meeting. These voting exclusions are described below:

Item 2 ('Adoption of the Remuneration Report')

Except to the extent otherwise permitted by law, the following persons may not vote, and the Company will disregard any votes cast by the following persons, on the resolution proposed in item 2 (**Resolution 2**):

- A member of the key management personnel for the EQT consolidated group (each a **KMP**) whose remuneration details are included in the Remuneration Report (or a closely related party of any such KMP), unless:
 - that person does so as a proxy appointed by writing that specifies how the proxy is to vote on Resolution 2; and
 - the vote is not cast on behalf of a KMP whose remuneration details are included in the Remuneration Report (or a closely related party of any such KMP).
- A KMP (or a closely related party of any such KMP) that is appointed as a proxy where the proxy appointment does not specify the way the proxy is to vote on Resolution 2, unless:
 - the proxy is the Chairman of the meeting at which Resolution 2 is voted on; and
 - the proxy appointment expressly authorises the Chairman to exercise the proxy even if Resolution 2 is connected directly or indirectly with the remuneration of a KMP.

Item 4 ('Re-Approval of Award for Managing Director')

The following persons may not vote, and the Company will disregard any votes cast by the following persons, on the resolution proposed in item 4 (**Resolution 4**):

- Mr Robin Burns and any of his associates. However, the Company need not disregard a vote if:
 - it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
 - it is cast by the Chairman of the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.
- A KMP (or a closely related party of any KMP), on the basis of their appointment as a proxy, where the proxy appointment does not specify the way the proxy is to vote on Resolution 4, unless:
 - the proxy is the Chairman of the meeting at which Resolution 4 is voted on; and
 - the proxy appointment expressly authorises the Chairman to exercise the proxy even if Resolution 4 is connected directly or indirectly with the remuneration of a KMP.

For the purposes of these voting exclusions:

The '**key management personnel for the EQT consolidated group**' (or **KMPs**) are those persons having authority and responsibility for planning, directing and controlling the activities of the EQT consolidated group either directly or indirectly. It includes all Directors (Executive and Non-Executive). The KMPs during the year ended 30 June 2011 are listed in the Remuneration Report contained in the Directors' Report for the year ended 30 June 2011.

A '**closely related party**' of a KMP means:

- a spouse or child of the KMP; or
- a child of the KMP's spouse; or
- a dependant of the KMP or of the KMP's spouse; or
- anyone else who is one of the KMP's family and may be expected to influence the KMP, or be influenced by the KMP, in the KMP's dealings with the EQT consolidated group; or
- a company the KMP controls.

The Company will also apply these voting exclusions, on an equivalent basis, to persons appointed as attorney by a shareholder to attend and vote at the Annual General Meeting under a power of attorney.



Proxies

A member of the company entitled to attend and vote at the Annual General Meeting has the right to appoint a Proxy. The Proxy Form must be signed by the member or by an attorney of the member.

A Proxy need not be a member of the company. If the member is entitled to cast two or more votes at the meeting, the member may appoint two Proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints two proxies and the appointment does not specify the proportion or number of the member's votes each Proxy may exercise, each Proxy may exercise half the votes.

A Proxy Form accompanies this Notice of Meeting. For the appointment of a proxy to be effective for the meeting, the Proxy Form must be received at least 48 hours before the meeting by the Share Registry of the company, by mail (reply paid envelope enclosed): Computershare Investor Services Pty Limited, GPO Box 242, Melbourne Victoria 3001, by hand: Computershare Investor Services Pty Limited, located at Yarra Falls, 452 Johnston Street, Abbotsford, Victoria, 3067, or the company's Registered Office at Level 2, 575 Bourke Street, Melbourne, or by fax on (within Australia) 1800 783 447 or (outside Australia) +61 3 9473 2555.

Explanatory Notes

Item 3 Election of Directors

Messrs Groves and Kennett retire by rotation and offer themselves for re-election.

A brief biographical description of each retiring director is included in the 2011 Annual Report.

The Board, other than the directors concerned, have reviewed the performance of the directors standing for re-election. The Board believes that Messrs Groves and Kennett have performed well and continue to make valuable contributions to the Board. Mr Groves has Chaired the Audit & Compliance Committee since 2003 during a period of high growth for the group, with the committee providing valuable oversight of audit and compliance issues. Mr Kennett has been a key member of the Remuneration & Human Resources Committee since 2008, including a period as Acting Chairman. The committee has been active in aligning remuneration arrangements with group financial results. The Board concluded that Messrs Groves and Kennett should be proposed for re-election and accordingly recommend that you vote in favour of their re-election. The Chairman intends (subject to the instructions on how to complete the proxy form) to vote undirected proxies "For" the re-election of Messrs Groves and Kennett.

Item 4 Long-Term Incentive Award for the Managing Director, Mr Robin Burns

In 1999, Shareholders approved the establishment of the Equity Trustees Limited Executive Performance Share Plan 1999 (the Plan). In broad terms, the Plan provides for the company to grant certain rights (Awards) to eligible executives and to be issued ordinary shares in the company if certain performance criteria are satisfied. The purpose of the Plan is to attract, retain and reward well performed executives. The terms and conditions of issue of Awards are at the complete discretion of the Board.

The purpose of this resolution is to seek the approval of shareholders to grant an Award under the Plan to the Managing Director, Mr Robin Burns, in accordance with the terms and conditions of the Plan, which are broadly outlined hereunder. This Award is the 2011/12 series, with a commencement date of 1 July 2011.

The structure of executive compensation at Equity Trustees is a combination of:

- a fixed annual remuneration;
- a short term incentive (STI) payable annually in cash, based on the achievement of certain corporate and personal objectives relative to the company's annual business plan and strategic goals; and
- a long term incentive (LTI) payable in shares if pre-agreed targets are achieved over a three year period.

The intention is to structure executive compensation such that, depending on seniority, up to 55% of total remuneration is 'at risk' and dependent on corporate and personal performance. The underlying principle is that executive rewards should flow as and when commensurate rewards flow to shareholders.

The Managing Director's fixed annual remuneration is currently \$450,000.

The components of 'at risk' compensation for the Managing Director are as follows:

- STI – up to 60% of fixed annual remuneration, payable in cash, and
- LTI – up to 54% of fixed annual remuneration, convertible to shares.

For the purposes of the STI, the objectives will be expressed in terms of the business plan parameters, including profitability, revenue growth, leadership, culture, etc and documented as part of the annual business planning cycle.

For the purposes of the LTI, the Award is determined by targets based on two components:

- 50% Total Shareholder Return (TSR)
- 50% Earnings per Share Growth (EPS)

The key components of the Award proposed to be granted to Mr Burns are as follows:

- The grant date for this Award is 28 October 2011, with the Award being conditional upon approval by shareholders at this meeting. If approved, the Award will be issued to Mr Burns on 2 November 2011.
- The Award covers a 3 year period, commencing 1 July 2011.
- At the commencement of the 3 year period, the dollar value of the Award is determined – ie, 54% (or such other percentage determined by the Board) multiplied by the Managing Director's fixed annual remuneration.
- The dollar value of the Award is then divided by the volume weighted average price (VWAP) of EQT shares traded on the ASX during the 3 months prior to the commencement of the 3 year period applicable to the Award to give the number of EQT shares subject to the Award for the 3 year period.
- The maximum number of shares subject to this Award is 16,508.
- EQT shares are only issued if TSR and/or EPS criteria (as described below) have been met at the completion of the 3 year period.
- There is no price paid or payable if shares are issued.
- Once shares are issued, they are subject to a disposal restriction period for up to a further four years, after which they are released to the individual.
- During the disposal restriction period, dividends paid or reinvested are owned by the Managing Director.
- Any increase in share price over the 3 year period, as well as the four year disposal restriction period, is to the benefit of the Managing Director.
- The Managing Director is responsible for his personal taxation obligations in relation to ownership, sale or dividends received.
- Resignation during the 3 year measurement period terminates the Award and the value to the Managing Director is nil.
- Details of shares issued under the Plan are recorded in the Annual Report in respect of the period during which the shares are issued.
- Apart from the Managing Director, shareholder approval is currently not required in respect of participants under the Plan.

50% of the Award will be subject to a TSR condition. The achievement of the TSR target is determined by reference to the increase in EQT share price plus dividends reinvested over the 3 year period compared to a suitable Comparator Group, and linked to the following vesting scale:

- If the EQT TSR is less than the 50th percentile, then: nil share allocation
- If EQT TSR is equal to the 50th percentile, then: 50% share allocation
- If EQT TSR is equal to the 75th percentile, then: 100% share allocation
- If between the 50th and 75th percentile, then: Prorata share allocation

50% of the Award will be subject to an EPS condition. The achievement of the EPS target is determined by reference to the growth in normalised EPS over the 3 year period. Normalised EPS is based on pre-tax profit excluding profit/losses on sale of investments and based on the reported weighted average shares on issue during each year. The vesting scale is as follows:

- If growth in EQT EPS is less than 5% pa, then: nil share allocation
- If growth in EQT EPS is 5% pa, then: 25% share allocation
- If growth in EQT EPS is 15% pa, then: 100% share allocation
- If growth in EQT EPS is between 5% pa and 15% pa, then: Prorata share allocation

For each component of the Award, the performance assessment is after each 3 year period. If necessary, where the full TSR component of the Award is not granted after the 3 year period the final re-assessment for TSR can be made either at the half year, or at the end of the fourth year. If the full TSR component of the Award is not achieved at that time, the non-achieved balance of the TSR component of the Award lapses.

Once shares are issued they fully vest to the Managing Director, subject to the 4 year disposal restriction period.

LTI Awards may be made annually at the discretion of the Board. In some years there may be no Awards made.

The extent of participation in both the STI and LTI arrangements, within the above limits, will be at the discretion of the Board, having regard to corporate results and the personal performance of the Managing Director. Each Award under the LTI will be subject to its own TSR and EPS three year target.

In relation to the prior year Award (2010/2011), as approved by shareholders at the Annual General Meeting on 29 October 2010, 16,088 Awards were issued to Mr Burns on 10 November 2010.



Equity Trustees Limited

ABN 46 004 031 298

Lodge your vote:



By Mail:

Computershare Investor Services Pty Limited
GPO Box 242 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For Intermediary Online subscribers only
(custodians) www.intermediaryonline.com

For all enquiries call:

(within Australia) 1300 850 505
(outside Australia) +61 3 9415 4000

000001 000 EQT
MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Proxy Form

 **For your vote to be effective it must be received by 11:00am Wednesday 26 October 2011**

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote as they choose. If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

Signing Instructions

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the information tab, "Downloadable Forms".

Comments & Questions: If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

Turn over to complete the form ➔



View your securityholder information, 24 hours a day, 7 days a week:

www.investorcentre.com



Review your securityholding



Update your securityholding

Your secure access information is:

SRN/HIN: I9999999999



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030



Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

Proxy Form

Please mark ☒ to indicate your directions

STEP 1

Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Equity Trustees Limited hereby appoint

☐

the Chairman
of the meeting OR



PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Equity Trustees Limited to be held at the offices of Deloitte Touche Tohmatsu, Level 10, 550 Bourke Street, Melbourne on Friday, 28 October 2011 at 11:00am and at any adjournment of that meeting.

Chairman to vote undirected proxies in favour: I/we acknowledge that the Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

Direction to Chairman for Remuneration Report: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman of the Meeting becomes my/our proxy by default) in relation to Item 2 (to adopt the remuneration report for the year ended 30 June 2011) but I/we have not marked any of the boxes opposite that item below, I/we nevertheless hereby direct the Chairman of the Meeting to vote in favour of the resolution on that item.

Chairman authorised to exercise proxies on remuneration related matters: If I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman of the Meeting becomes my/our proxy by default), I/we expressly authorise the Chairman of the Meeting to exercise my/our proxy in respect of Items 2 and 4 even though the Chairman is, and those items are connected directly or indirectly with the remuneration of, a member of key management personnel for the Equity Trustees Limited consolidated group.

STEP 2

Items of Business

ORDINARY BUSINESS

	For	Against	Abstain
Item 2 To adopt the remuneration report for year ended 30 June 2011*	☐	☐	☐
Item 3a Re-election of Director - Mr David Frederick Groves	☐	☐	☐
Item 3b Re-election of Director - The Hon Jeffrey Gibb Kennett AC	☐	☐	☐
Item 4 Approval is given for the grant of shares in the company to Mr Robin Burns	☐	☐	☐



PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

***PLEASE NOTE:** If you have appointed the Chairman of the Meeting as your proxy (or the Chairman of the Meeting becomes your proxy by default), you can direct the Chairman of the Meeting to vote for or against, or to abstain from voting on, the resolution on Item 2 (to adopt the remuneration report for year ended 30 June 2011) by marking the appropriate box opposite Item 2. However, note that under STEP 1, if the Chairman of the Meeting is your proxy and you do not mark any of the boxes opposite Item 2, you are directing the Chairman to vote in favour of the resolution on that item.

SIGN

Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact
Name

Contact
Daytime
Telephone

Date / /

EQT

1 3 6 8 1 6 A

Computershare +

Annual Report 2011



Board of Directors

J A (Tony) Killen OAM,
BA, FAICD, FAIM
(Chairman, Non-executive)

Robin B O Burns,
DipAcc, FAICD
(Managing Director)

David F Groves,
BCom, MCom, CA, FAICD
(Deputy Chairman, Non-executive)

John R McConnell,
BCom, FAICD, FAIM, F Fin
(Non-executive)

Alice J M Williams,
BCom, FCPA, FAICD, ASFA AIF, CFA
(Non-executive)

The Hon Jeffrey G Kennett AC,
HonDBus (Ballarat)
(Non-executive)

Anne M O'Donnell,
BA (Bkg & Fin), MBA, FAICD, F Fin
(Non-executive)

**Company Secretary/
Chief Financial Officer**

Terry Ryan, BBus, FCA, F Fin

Joint Company Secretary

Philip B Maddox, LLB, BA,
GDipAppFin (Finsia)

Auditor

Deloitte Touche Tohmatsu
550 Bourke Street
Melbourne, Victoria 3000

Share Registry

Computershare Investor Services Pty Ltd
Yarra Falls, 452 Johnston Street
Abbotsford, Victoria 3067

Registered Office

Level 2, 575 Bourke Street
Melbourne, Victoria 3000
Telephone: (03) 8623 5000
Facsimile: (03) 8623 5200
Email: equity@eqt.com.au

Annual General Meeting

11.00am, Friday 28 October 2011
Deloitte, Level 10
550 Bourke Street, Melbourne

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Directors' Report

for the Financial Year Ended 30 June 2011



The directors of Equity Trustees Limited (EQT, or the Company) submit herewith the annual financial report for the financial year ended 30 June 2011. In order to comply with the provisions of the *Corporations Act 2001*, the directors report as follows:

The names of directors of the Company during or since the end of the financial year are:

J A (Tony) Killen OAM, Chairman

Robin B O Burns, Managing Director

David F Groves, Deputy Chairman

John R McConnell

Alice J M Williams

The Hon Jeffrey G Kennett AC

Anne M O'Donnell (appointed 8 September 2010)

Barry J Jackson (retired on 29 October 2010)

Details of directorships and experience are summarised in the Board of Directors' Profiles, following this report.

Company secretaries

Mr Terry Ryan, Chartered Accountant, held the office of joint Company Secretary during and since the end of the financial year. Mr Ryan joined Equity Trustees Limited in 2003 and previously held senior finance, administration and secretarial roles in the financial services industry and is a fellow of the Institute of Chartered Accountants and the Financial Services Institute of Australasia.

Mr Philip B Maddox, Lawyer, held the office of joint Company Secretary during and since the end of the financial year. Mr Maddox joined Equity Trustees Limited in 2001 and previously held senior managerial and operational roles in the trustee industry. He is a member of the Law Institute of Victoria and currently holds a Legal Corporate Practising certificate.

Principal activities

The principal activities of the Equity Trustees Limited Group (the Group) during the course of the financial year involved the provision of a range of financial services to clients of our Private Clients, Corporate Fiduciary & Financial Services (CFFS) and Superannuation business units. During the year, the Funds Management and Fund Services business units were combined, resulting in the CFFS business unit. Further details pertaining to the activities of the business units is summarised below.

Review of operations

For the year ended 30 June 2011, the Group earned a profit after tax of \$8,228,812 (2010: \$8,045,224). Apart from the creation of the CFFS business unit, as noted above, there was no change to the strategic operation of the business units during the 2011 financial year.

The three business units, their function and 2011 revenue performance is summarised as follows:

Business unit	Key functions	2011 performance
Private Clients	The provision of personal asset management services – including wealth management, trust management, estate planning, executorial, taxation and philanthropic services. The team is supported by an in-house asset management team providing investment advice to all private clients.	Operating revenue up 12.2% to \$9.6m (2010: \$8.5m) Assets under management up 4.0% to \$1,312m (2010: \$1,261m)
Corporate Fiduciary & Financial Services	Management and coordination of the distribution and marketing for Equity Trustees co-branded retail and wholesale funds managed by external specialist investment managers. Overall responsibility for the risk management of Corporate Trust and Responsible Entity businesses.	Operating revenue up 6.4% to \$17.2m (2010: \$16.2m) Funds under management/administration up 20.5% to \$19,485m (2010: \$16,171m)
Superannuation	A full service trustee, administration and investment business which manages employer superannuation funds through its 'fund of funds' Master Trust primarily servicing small-to-medium sized enterprises. The Master Trust also offers tax effective pension accounts to individuals.	Operating revenue up 34.9% to \$11.2m (2010: \$8.3m) Funds under management up 56.9% to \$979m (2010: \$624m)

Changes in the state of affairs

During the financial year, there was no significant change in the state of affairs of the Group other than that referred to in the financial statements or notes thereto.

Subsequent events

Effective 1 August 2011, the Group acquired an advisory business specialising in the aged care sector, known as Lifetime Planning and Tender Living Care at a cost of \$1.38m.

Since 30 June 2011, Australian and international investment markets have experienced a period of significant volatility. The Group earns a major portion of its revenue from fees based on funds under management/administration, with such fees fluctuating in line with investment market volatility.

Apart from the above, there has not been any matter or circumstance that has arisen since the end of the financial year, that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

Future developments

Disclosure of information regarding likely developments in the operations of the Group in future financial years and the expected results of those operations is likely to result in unreasonable prejudice to the Group. Accordingly, this information has not been disclosed in this report.

Dividends

In respect of the financial year ended 30 June 2010:

- i. An interim dividend of 50 cents per share, franked to 100% at 30% corporate income tax rate, was paid to holders of fully paid ordinary shares on 16 April 2010.

- ii. A final dividend of 60 cents per share, franked to 100% at 30% corporate income tax rate, was paid to holders of fully paid ordinary shares on 14 October 2010.

In respect of the financial year ended 30 June 2011:

- iii. An interim dividend of 50 cents per share, franked to 100% at 30% corporate income tax rate, was paid to holders of fully paid ordinary shares on 15 April 2011.
- iv. Subsequent to 30 June 2011, the directors declared a final dividend of 50 cents per share, franked to 100% at 30% corporate income tax rate, payable to holders of fully paid ordinary shares on 14 October 2011.

Indemnification of directors, officers and auditors

During the financial year, the Company paid a premium in respect of a contract insuring the directors, company secretaries and officers of the Group against a liability incurred as a director, secretary or officer to the extent permitted by the *Corporations Act 2001*. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

The Company has not otherwise, during or since the financial year, indemnified or agreed to indemnify a director, a company secretary, an officer or auditor of the Company or any related body corporate against a liability incurred as such a director, company secretary, officer or auditor.

Directors' meetings

The following table sets out the number of directors' meetings (including meetings of committees of directors) held during the financial year and the number of meetings attended by each director (while they were a director or committee member). During the financial year, 16 Board meetings, 13 Committee of the Board meetings, 4 Remuneration & Human Resources Committee meetings and 13 Audit & Compliance Committee (A&CC) meetings were held.

Directors in attendance	Board meetings		Committee of the Board meetings ¹		Remuneration and Human Resources Committee meetings		Audit & Compliance Committee meetings	
	Eligible to attend ²	Attended	Eligible to attend ²	Attended	Eligible to attend ²	Attended	Eligible to attend ²	Attended
J A (Tony) Killen	16	16	6	6	4	4	-	-
R B O Burns	16	16	13	13	-	-	-	-
D F Groves	16	16	11	11	-	-	13	13
J R McConnell	16	16	11	11	-	-	13	12
A J M Williams ³	10	10	6	6	-	-	5	5
J G Kennett	16	15	5	5	4	4	-	-
A M O'Donnell ⁴	13	11	5	5	-	-	5	5
B J Jackson ⁵	5	5	2	2	2	2	-	-

1 Committee of the Board meetings are constituted by at least any two directors acting pursuant to the authority of the full Board.

2 Meetings held that the director was eligible to attend whilst holding office.

3 Ms A J M Williams was granted Leave of Absence from the Board from 8 September 2010 to 22 February 2011 and from 8 September 2010 to 10 March 2011 for the A&CC.

4 Ms A M O'Donnell was appointed as a director on 8 September 2010.

5 Mr B J Jackson retired as a director on 29 October 2010.

Directors' shareholding

The following table sets out each director's relevant interest in shares. All shares are fully paid ordinary shares.

Director	Number of shares held as at 30 June 2011
D F Groves	597,190
J R McConnell	20,097
J G Kennett	16,119
J A Killen	7,107
R B O Burns	1,000
A J M Williams	381
A M O'Donnell	339

Remuneration report

The Board's policy on executive remuneration is designed to attract and retain high calibre staff and to reward executives for achieving financial and other business goals, which in turn, increases shareholder wealth.

Executive remuneration is structured in a manner that:

- aligns with short- and long-term business targets of the Group;
- aligns the interests of executives and shareholders by providing rewards to executives for creating shareholder value; and
- is market competitive in order to attract and retain high calibre executives.

Remuneration of all executives is reviewed on an annual basis by the Remuneration & Human Resources Committee and determined with regard to current market rates, Group performance and executive performance.

Executive remuneration packages contain the following key elements:

- Salary – This fixed remuneration component is set annually based on the level of responsibility and market competitiveness for individual executives;
- Short-Term Performance Incentives (STiP) – This annual at-risk component is based on the achievement of key performance criteria. Achievement of company and business unit prerequisite measures is required for any incentive amount to be awarded. Maximum cash awards are capped at up to 60% of Total Employment Cost (TEC) for each executive;
- Non-monetary – includes eligible salary sacrificed items and fringe benefits tax. This includes any sacrificed amounts into EQT shares, as noted under vii, below;
- Termination benefits – includes leave entitlements on termination;
- Post employment – includes superannuation guarantee charge (SGC), and other superannuation payments;

- Other long-term employee benefits – includes the movement in accrual for long service leave; and
- Share-based payments – Long-Term Incentive Plan (LTiP) and Employee Share Acquisition Plan (ESAP):

- The LTiP awards (Awards) may be granted each year to selected executives under the Executive Performance Share Plan 1999. Maximum annual share-based awards are capped at up to 60% of TEC for each executive.
- The ESAP may be granted each year and if granted provides for eligible employees to receive up to \$1,000 of EQT shares per annum. These shares are held in escrow for three years, or until cessation of employment, if earlier than three years. Eligible employees are those with over three months service and who have satisfactorily completed their probation as at 30 June 2011. No ESAP awards were made for the 2010/11 year.
- Commencing for the 2010/11 year employees were able to sacrifice up to \$5,000 of salary per annum into EQT shares. The sacrificed amount is included in non-monetary items, as per iii above.

In summary, the EQT executive remuneration structure comprises fixed salary and short- and long-term variable components. Executive package components are reviewed and structured annually to focus individuals on, and to reward achievement of, specific measures and targets with both short- and medium-term horizons.

Details of incentive plans

Short-term performance incentives

These are calculated by reference to agreed key performance indicators for the year ended 30 June 2011. These include group profitability, revenue growth, expense control, and other performance criteria specific to the respective executive's responsibilities. These performance criteria were chosen so as to provide a suitable incentive for improved executive performance for the benefit of shareholders and other stakeholders. The measurement of criteria is assessed by adopting a balanced scorecard approach, with each criterion given a threshold representing the minimum incentive and a stretch threshold representing an excellent achievement, for which the maximum incentive is paid. In all cases the Remuneration & Human Resources Committee confirms the appropriateness of the criteria, appropriate thresholds and, at the conclusion of the measurement period, confirms the level of achievement.

The maximum short-term incentive opportunity is in the range of 15% to 60%.

Based on 2010/11 criteria, when compared to actual 2010/11 performance, approximately 33% of the maximum short-term incentive opportunity has been awarded to eligible employees.

The grant date for the 2011 short-term performance incentive arrangements was 3 August 2010 and there were no alterations to terms or conditions since that date. Apart from normal staff attrition, there was no forfeiture of short-term performance incentives during the year.

For the year ended 30 June 2011 the key performance thresholds being group profitability and revenue were partially achieved. Accordingly, short-term executive performance incentives were accrued or paid.

Long-term performance incentives

These are offered to executives via the grant of Awards which confer the right to acquire shares at no cost subject to meeting prescribed performance hurdles. The details of these incentives are outlined on page 10 under the heading, Executive Share Performance Plan.

The accounting cost of long-term performance incentives is spread over the measurement (vesting) period, with a cost of \$84,909 accrued for the year to 30 June 2011 (2010: \$165,872).

The maximum share based long-term performance incentive is in the range of 15% to 50% of TEC.

The Board believes that the operational and financial performance of the Group over the last five years has been strong, relative to economic conditions, and it is of the view that the remuneration policy has enabled the Group to attract and retain high quality management, and that financial rewards to executives are consistent with the Group's performance.

The table below provides summary information about the Group earnings and movements in shareholder wealth for the five years to 30 June 2011:

	30 June 2011 \$'000	30 June 2010 \$'000	30 June 2009 \$'000	30 June 2008 \$'000	30 June 2007 \$'000
Revenue	39,865	35,277	34,501	39,631	33,063
Net profit before tax	11,484	11,477	11,250	14,755	11,807
Net profit after tax	8,229	8,045	8,012	10,565	8,144

	30 June 2011	30 June 2010	30 June 2009	30 June 2008	30 June 2007
Share price at start of year	\$15.20	\$14.50	\$21.80	\$33.00	\$18.50
Share price at end of year	\$13.90	\$15.20	\$14.50	\$21.80	\$33.00
Interim dividend ¹	50cps	50cps	50cps	50cps	30cps
Final dividend ^{1,2}	50cps	60cps	60cps	60cps	45cps
Total dividend	100cps	110cps	110cps	110cps	75cps
Basic earnings per share	97.01cps	96.60cps	98.45cps	133.35cps	105.18cps
Diluted earnings per share	96.34cps	96.02cps	97.93cps	131.79cps	104.28cps

¹ All dividends are franked to 100% at 30% corporate income tax rate.

² Declared after balance date and not reflected in the financial statements as at 30 June.

Refer to comments later in this report in relation to the link between profit outcomes and executive remuneration.

Directors' remuneration

The following table discloses the directors of Equity Trustees Limited during the year, together with remuneration entitlements. There has been no change to the fixed remuneration since 2008.

Directors	Short-term benefits			Post-employment benefits		Long-term employee benefits	Share-based payments	Total
	Fee/salary \$	Bonus \$	Non-monetary ² \$	Superannuation ³ \$	DRA ⁴ \$	\$	Share awards \$	\$
Non-Executive Directors								
J A (Tony) Killen, Chairman								
2011	104,000	-	-	31,160	4,769	-	-	139,929
2010	118,917	-	-	16,243	1,440	-	-	136,600
D F Groves, Deputy Chairman								
2011	75,000	-	5,000	7,200	12,729	-	-	99,929
2010	80,000	-	-	7,200	2,544	-	-	89,744
J R McConnell								
2011	56,875	-	-	22,150	10,453	-	-	89,478
2010	54,375	-	-	24,650	1,793	-	-	80,818
A J M Williams								
2011	72,500	-	-	6,525	-	-	-	79,025
2010	72,500	-	-	6,525	-	-	-	79,025
J G Kennett								
2011	59,667	-	5,000	5,820	-	-	-	70,487
2010	64,000	-	-	5,760	-	-	-	69,760
A M O'Donnell ¹								
2011	51,142	-	5,000	5,053	-	-	-	61,195
2010	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
B J Jackson ⁵								
2011	22,000	-	-	52,877	-	-	-	74,877
2010	49,500	-	-	22,440	2,753	-	-	74,693
Total – Non-Executive Directors								
2011	441,184	-	15,000	130,785	27,951	-	-	614,920
2010	439,292	-	-	82,818	8,530	-	-	530,640
Executive Directors								
R B O Burns, ⁶ Managing Director								
2011	402,402	86,700	7,399	15,199	-	1,573	63,682	576,955
2010	134,839	50,000	2,008	4,820	-	354	-	192,021
P J Williams, ^{7,8} Managing Director								
2010	224,836	234,000	5,008	33,200	-	(26,407)	25,479	496,116

1 Ms A M O'Donnell was appointed a Director on 8 September 2010.

2 Non-monetary amounts relate to the sacrifice of directors fees into EQT shares in accordance with the EQT Salary Sacrifice Share Plan, parking costs and fringe benefits tax.

3 Superannuation includes the superannuation guarantee charge (SGC) and, in some cases, additional superannuation payments that have been sacrificed from directors fees and entitlements.

4 Directors Retiring Allowance (DRA) represents the movement in the accrual for directors' retiring allowance and is calculated in accordance with the accounting policy as outlined in note 3.8 to the financial statements. The DRA for each director was frozen as at 31 December 2005, however the frozen amounts are inflation adjusted annually for the movement in CPI.

5 Mr B J Jackson retired as a Director on 29 October 2010 and was entitled to a DRA of \$50,897, which was paid as superannuation.

6 Mr R B O Burns was appointed Managing Director on 1 March 2010. He received a one-off payment of \$50,000 in part recompense of benefits foregone on leaving his previous employer.

7 Mr P J Williams retired as Managing Director on 28 February 2010 and was paid \$234,000 as a retiring allowance.

8 The negative figure for Long-term Employee Benefits reflects the reversal of previously accrued long service leave entitlements not payable due to retirement.

na Not Applicable.

Executive remuneration

The following table discloses remuneration entitlements of the key management personnel of the Group during the year:

Executives	Short-term benefits		Post employment benefits	Total Salary	Bonus / incentive	Long-term employee benefits	Share based payments ⁶	Total
	Salary \$	Non-monetary ⁴ \$	Superannuation ⁵ \$	\$	\$	\$	\$	\$
T Ryan, CFO & Company Secretary ¹								
2011	225,731	9,570	49,699	285,000	42,465	7,922	19,020	354,407
2010	222,931	17,608	14,461	255,000	5,000	5,817	34,864	300,681
H H Kalman, Head of Corporate Fiduciary & Financial Services ¹								
2011	260,745	9,056	15,199	285,000	34,343	8,650	19,020	347,013
2010	233,830	6,709	14,461	255,000	5,000	2,668	34,864	297,532
S R Manuell, Head of Asset Management ¹								
2011	223,041	6,760	15,199	245,000	36,646	6,262	15,804	303,712
2010	217,539	-	14,461	232,000	20,356	73	31,850	284,279
A D Young, Managing Director, Equity Trustees Superannuation Limited ¹								
2011	185,539	9,939	49,522	245,000	47,653	8,493	-	301,146
2010	171,620	10,380	50,000	232,000	5,000	1,135	3,414	241,549
P B Maddox, Head of Legal, Risk Management & Compliance ¹								
2011	211,009	-	18,991	230,000	25,576	7,519	14,739	277,834
2010	201,835	-	18,165	220,000	5,000	2,032	27,874	254,906
L D Wraith, Head of Personal Estates & Trusts ¹								
2011	194,954	-	17,546	212,500	33,660	2,758	10,373	259,291
2010	174,312	-	15,688	190,000	5,000	1,292	24,727	221,019
P J Gallagher, Head of Wealth Management ^{1,2}								
2011	144,021	8,266	12,962	165,249	22,260	359	-	187,868
2010	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
M S F Godfrey ^{3,7}								
2010	131,822	-	9,340	141,162	-	(9,535)	(26,360)	105,267
Total – Executives								
2011	1,445,040	43,591	179,118	1,667,749	242,603	41,963	78,956	2,031,271
2010	1,353,889	34,697	136,576	1,525,162	45,356	3,482	131,233	1,705,233

1 Key management personnel of the Group.

2 Mr P J Gallagher became a key management person effective 14 July 2010. Therefore, comparative figures are not applicable.

3 Mr M S F Godfrey was a key management person of the Group prior to his resignation on 19 February 2010.

4 Non-monetary items include eligible salary sacrificed items and fringe benefits tax. This includes any sacrificed amounts into EQT shares in accordance with the EQT salary sacrifice share plan.

5 Superannuation includes the superannuation guarantee charge (SGC) and, in some cases, additional superannuation payments that have been sacrificed from salary.

Notes continued overleaf

- 6 Share-based payments include the value of LTIP share awards and shares issued under the Employee Share Acquisition Plan. The value attributable to LTIP share awards is based on the accounting cost, using the fair value at grant date. For the earnings per share (EPS) criterion an assessment is made of the likely achievement of performance hurdles over the three year measurement period and the accounting cost is adjusted accordingly. The EPS criterion was not achieved for the 2008/09 series ended on 30 June 2011. For the total shareholder return (TSR) criterion the accounting standard requires the accounting cost to be spread over the measurement period regardless of the extent of achievement of the criterion. The TSR for the 2008/09 Series ended on 30 June 2011 was not achieved, however a 4th year test will be undertaken at 31 December 2011 and 30 June 2012. Regardless of the outcome of the 4th year testing, 100% of the accounting cost is charged against executive remuneration packages, even though the executive may receive a lesser award when measures are finalised. Under the Employee Share Acquisition Plan (ESAP), each eligible staff member is given shares up to a value of \$1,000. There were no ESAP awards for the year ended 30 June 2011. Eligible key management personnel received shares to the value of \$1,000 for the year ended 30 June 2010.
- 7 The negative figures for Long-term Employee Benefits and Share Based Payments reflects the reversal of previously accrued amounts not payable due to resignation.
- na Not Applicable.

Apart from the payment made to Mr Jackson upon his retirement, there were no termination payments made during the year ended 30 June 2011 (2010: \$234,000).

Link between profit outcomes and executive remuneration

Consistent with financial results outlined in Table 1, and in line with the short-term incentive criteria, short-term incentives and sales related bonuses, were earned by members of the executive team. Based on 2010/11 criteria, when compared to actual 2010/11 performance, approximately 33% of the maximum short-term incentive opportunity has been awarded to eligible employees. Individual awards were in the range of 23.8% to 39.6% of maximum possible short-term incentives. The 2008/9 Series long-term incentives which ended 30 June 2011 were not earned, however 4th year testing in relation to the TSR criterion is still to be assessed.

Employment agreements

The employment agreements for the Managing Director and key management personnel are ongoing, permanent full time agreements which do not have a stipulated fixed term. The designated notice period for the Managing Director is six months. Otherwise, notice periods are based on minimum statutory standards.

Executive Share Performance Plan (LTiP)

Long-term incentives (Awards) are offered to executives under the Equity Trustees Limited Executive Performance Share Plan 1999 (the Plan). The first issue of Awards commenced with the 2005/06 Series and has continued in each subsequent year.

Two Awards were granted in 2008/09 (i.e. Awards for 2008/09 were granted in July 2008 and for 2009/2010 were granted in June 2009) so the Company could better manage expected changes proposed to employee share schemes with effect from 1 July 2009. New Awards have been made during the 2010/11 financial year.

The structure of the Plan approved by the Equity Trustees Limited Board Remuneration & Human Resources Committee (Remuneration Committee) forms part of the remuneration structure of eligible executives, in particular, the long-term incentive (LTI) component of remuneration.

The following is an overview of the key features of the Plan as determined by the Remuneration Committee and approved by the Board:

- the Remuneration Committee will consider and approve participants under the Plan.
- the value of the Award is determined by the Remuneration Committee.
- the number of share entitlements issued to each participant for a particular Series is calculated by dividing the value of the Award by the weighted average share price of Equity Trustees Limited shares traded during the three month period to 30 June of each year.
- the performance criteria are based on:
 - Total Shareholder Return (TSR) for the Managing Director only; and
 - Earnings per Share (EPS) for all participants.
- the criteria are selected as they are aligned to long-term growth in shareholder value.
- TSR is defined as the increase in share price over the three year measurement period, plus dividends reinvested over the three year period. This is compared to a Comparator Group based on the ASX200 Index and a vesting scale applied.
- the vesting scale for live TSR Awards is:
 - for Series 2008/09:
 - a TSR ranking of 50th percentile achieves 40% of the available Award
 - a TSR ranking of 85th percentile achieves 100% of the available Award

- for Series 2010/11:
 - a TSR ranking of 50th percentile achieves 50% of the available Award
 - a TSR ranking of 75th percentile achieves 100% of the available Award
- EPS is based on normalised operating profit before tax, which excludes approved non-operating items, such as profits/losses on the sale of investments. The EPS is compared to the base year and a vesting scale applied to calculate earned entitlements.
- the vesting scale for live EPS Awards is:
 - growth in pretax operating earnings per share of 5% p.a. over the three year measurement period achieves 25% of the available Award
 - growth in pretax operating earnings per share of 15% p.a. over the three year measurement period achieves 100% of the available Award
- the term of each Award series is a three year period, with additional performance assessments during the 4th year, if applicable. In relation to Awards aligned to the TSR criterion, if the full Award is not achieved after the initial three year period, a 4th year measurement period is undertaken. There is no 4th year EPS performance assessment, regardless of the outcome after the initial three year period.
- each share entitlement converts to one ordinary share of Equity Trustees Limited on exercise.
- no amounts are paid or payable by participants on receipt of the share entitlements.
- the share entitlements carry neither rights to dividends nor voting rights.
- the number of share entitlements on issue is adjusted for any capital reconstructions during the measurement period.
- holders of share entitlements do not have a right, by virtue of the entitlements held, to participate in any new share issue of the Company.
- the participant must be employed within the Group for the duration of the measurement period to exercise any share entitlements.
- shares are subject to forfeiture conditions during the three year measurement period.
- shares can be assigned disposal restrictions of between zero and four years which will apply to shares issued following the three year measurement period.
- dividends vest to the participant after date of issue.
- the use of hedging or derivative techniques is not permitted until shares are released from the forfeiture condition. If hedging or derivative techniques are used during the period when there is still a forfeiture condition in place, then the shares are forfeited.
- the EQT Securities Dealing Policy also makes reference to the ban on hedging or derivative techniques and applies to all EQT employees.

In accordance with the Plan, variations to the above features may apply, where approved by the Board.

In relation to the 2008/09 Series, the EPS and TSR criteria were not achieved at the conclusion of the three year measurement period ended 30 June 2011. This has resulted in the forfeiture of 14,092 EPS awards. There are 4,697 TSR awards which will be subject to a fourth year re-test during the year ending 30 June 2012.

The following LTI share-based payment arrangements were in existence during the period:

Award Series	Number at 30 June 2011	Grant date	Expiry date	Exercise price	Fair value at Grant date	Total maximum future accounting value of Grant*
				\$	\$	\$
2010/11 Series	54,622	**	30/06/2013	nil	12.27	446,939
2009/10 Series	42,161	23/06/2009	30/06/2012	nil	12.12	425,828
2008/09 Series	4,697	30/07/2008	30/06/2011	nil	15.04	-

* The minimum future accounting value of each Grant is nil.

** The Grant date for executives was 3 August 2010 and for the Managing Director, 29 October 2010.

The share entitlements were valued by PricewaterhouseCoopers using an adjusted form of the Black-Scholes Option Pricing Model that incorporates a Monte Carlo simulation analysis. The model has been modified (for Award Series prior to the 2010/11 Series) to incorporate an estimate of the probability of achieving the TSR hurdle and the number of share entitlements vesting.

Inputs into the model	2010/11 Series		2009/10 Series	2008/09 Series
	Managing Director	Other participants		
Grant date share price	\$15.85	\$14.74	\$13.45	\$23.00
Exercise price	Nil	Nil	Nil	Nil
Expected volatility	35%	35%	35%	35%
Share entitlement life*	3 years	3 years	3 years	3 years
Dividend yield	6.0%	6.0%	3.5%	3.5%
Risk-free interest rate	4.87%	4.56%	4.51%	6.2%

* In accordance with the Plan, the measurement of performance criteria is at the end of the three year period ending 30 June, however if the TSR performance criterion is not fully achieved, further assessments during the 4th year may apply.

The following reconciles the outstanding share entitlements granted under the Plan at the beginning and end of the financial year:

	2011	2010
	Number of share entitlements	Number of share entitlements
Balance of Awards not vested at beginning of the financial year	64,322	142,605
New Awards granted during the financial year	54,622	-
Awards exercised into shares during the financial year	-	(30,753)
Awards vested during the financial year (net movement)	-	(4,190)
Awards forfeited during the year	(17,464)	(43,340)
Balance of Awards not vested at end of the financial year ¹	101,480	64,322
Vested and Exercisable Awards – Balance at end of the financial year ¹	44,888	53,189

¹ Balance at end of the financial year:

The share entitlements outstanding at the end of the financial year had an exercise price of nil. The share entitlements outstanding at the end of the financial year, excluding the share entitlements exercisable at the end of financial year, had a weighted average remaining contractual life of 572 days (2010: 618 days). A further 365 days may be available if the performance criteria is not achieved at the end of the three year measurement period.

The following is a summary of movements in Awards in respect of key management personnel:

2011	Balance of Awards at 1 July 2010 No.	Awards granted as compensation No.	Awards exercised into Shares No.	Awards forfeited No.	Balance of Awards at 30 June 2011 No.	Awards Vested & Exercisable* No.	Balance of Awards Not Vested at 30 June 2011 ² No.	Vested during 2011 year No.
R B O Burns ¹	-	16,088	-	-	16,088	-	16,088	-
T Ryan	24,437	7,192	-	(3,825)	27,804	(11,708)	16,096	-
H H Kalman	24,437	7,192	-	(3,825)	27,804	(11,708)	16,096	-
S R Manuell	22,683	6,183	-	(3,486)	25,380	(11,097)	14,283	-
P B Maddox	21,024	5,804	-	(2,968)	23,860	(10,375)	13,485	-
L D Wraith	5,873	5,363	-	-	11,236	-	11,236	-
A D Young	342	-	-	(342)	-	-	-	-

* Excluding those already exercised.

¹ Mr R B O Burns was appointed Managing Director on 1 March 2010. Participation in long-term incentive awards was approved by shareholders at the 2010 AGM, held on 29 October 2010.

² The balance of Awards not vested at 30 June 2011 does not necessarily represent Awards that will be vested in the future. The balance will remain until the respective measurement periods have been completed and a final assessment is made.

2010	Balance of Awards at 1 July 2009 No.	Awards granted as compensation No.	Awards exercised into Shares No.	Awards forfeited No.	Balance of Awards at 30 June 2010 No.	Awards Vested & Exercisable* No.	Balance of Awards Not Vested at 30 June 2010 ³ No.	Vested during 2010 year No.
P J Williams ¹	35,036	-	(26,003)	(9,033)	-	-	-	10,813
T Ryan	27,967	-	-	(3,530)	24,437	(11,708)	12,729	4,657
H H Kalman	27,967	-	-	(3,530)	24,437	(11,708)	12,729	4,657
S R Manuell	25,940	-	-	(3,257)	22,683	(11,097)	11,586	4,346
P B Maddox	23,081	-	-	(2,057)	21,024	(10,375)	10,649	4,056
M S F Godfrey ²	17,432	-	(4,750)	(12,682)	-	-	-	3,104
L D Wraith	5,873	-	-	-	5,873	-	5,873	-
A D Young	1,369	-	-	(1,027)	342	-	342	-

* Excluding those already exercised.

1 Mr P J Williams retired during the year ended 30 June 2010 and his vested awards were exercised into shares.

2 Mr M S F Godfrey resigned during the year ended 30 June 2010 and his vested awards were exercised into shares.

3 The balance of Awards not vested at 30 June 2010 does not necessarily represent Awards that will be vested in the future. The balance will remain until the respective measurement periods have been completed and a final assessment is made.

Non-audit services

The directors are satisfied that the provision of non-audit services, during the year, by the auditor (or by another person or firm on the auditor's behalf) is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*.

Details of amounts paid or payable to the auditor for non-audit services provided during the year by the auditor are outlined in note 11 to the financial statements.

Auditor's independence declaration

The auditor's independence declaration is included on page 16 of the financial report.

Statutory trustee

Equity Trustees Limited is authorised by the law of the state of Victoria to take in its name a Grant of Probate of the will of a deceased person. Assets and liabilities of trusts, estates and agencies for which the Company acts as trustee, executor or agent, are not included in the Company's financial statements.

On behalf of the directors



Mr Robin B O Burns
Managing Director
Dated 25 August 2011

Board of Directors' Profiles



The qualifications and experience of the Board of Directors of Equity Trustees Limited, before, during and since the year ended 30 June 2011 is as follows:

J A (Tony) Killen OAM – Chairman

BA, FAICD, FAIM

Chairman since August 2007

Non-Executive Director since September 2002

Member of Equity Trustees' Remuneration & HR Committee since September 2004

Tony is Chairman of CCI Investment Management Ltd and Sisters of Charity Community Care Ltd. He is also a non-executive director of listed company Templeton Global Growth Fund Ltd and Catholic Church Insurances Ltd.

Tony is a former Group Managing Director and Chief Executive Officer of AXA Asia Pacific Holdings Ltd, having had a 36 year career with the National Mutual/ AXA group. He was also Chairman of Australia's largest not-for-profit health services provider, Sisters of Charity Health Service Ltd. Tony was also a non-executive director of listed company IRESS Market Technology Ltd.

In 2010, Mr Killen was awarded the Medal of the Order of Australia.

Robin B O Burns – Managing Director

DipAcc, FAICD

Executive Director since March 2010

Robin was appointed Managing Director of Equity Trustees on 1 March 2010. Before joining Equity Trustees he was, from 2002, Chief Executive Officer of Equisuper Pty Ltd, the trustee company for the Equisuper multi-employer superannuation fund. Robin is a non-executive director of the Financial Services Council.

Robin previously worked for AXA Asia Pacific, where he held the positions of General Manager, Corporate Affairs and Chief Executive, Risk Insurance and for the stockbroking firm Prudential-Bache Securities (Australia), where he was Managing Director, having joined the firm as Chief Financial Officer.

Robin has 26 years of experience in the financial services industry. He gained his initial professional qualification as a chartered accountant in the UK in 1981.

David F Groves – Deputy Chairman

BCom, MCom, CA, FAICD

Deputy Chairman since December 2007

Non-Executive Director since November 2000

Chairman of Equity Trustees' Audit & Compliance Committee since January 2003

David is a director of Tassal Group Ltd, Penrice Soda Holdings Limited, Pipers Brook Vineyard Pty Ltd and Kambala, a leading Australian girls' school in Sydney. He is a member of MIR Management Limited Advisory Council and also an executive director of a number of private companies involved in viticulture and investment.

David is a former director of GrainCorp Limited, Mason Stewart Publishing, and Camelot Resources NL, and a former executive with Macquarie Bank Limited and its antecedent, Hill Samuel Australia.

John R McConnell – Director

BCom, FAICD, FAIM, F Fin

Non-Executive Director since January 2002

Member of Equity Trustees' Audit & Compliance Committee since January 2003

John has had more than 35 years experience in banking and finance with the ANZ Banking Group in Australia, New Zealand and the United Kingdom, where his roles included Managing Director of Corporate Banking and Retail Banking, and Deputy Managing Director of Esanda Finance Corporation Ltd.

John is a director of ASG Group Ltd. John was previously a chairman of Guilford Investments Ltd, director of Housewares International Ltd and Kew East Financial Services Ltd. He was a founding director of Family Business Australia Ltd and the Melbourne Community Foundation, and is a past member of the Epworth Medical Foundation.

Alice J M Williams – Director

BCom, FCPA, FAICD, ASFA AIF, CFA

Non-Executive Director since September 2007

Member of Equity Trustees' Audit & Compliance Committee since September 2007

Member of Equity Trustees' Remuneration & HR Committee since July 2011. Appointed Chairman in August 2011

Alice has over 25 years of senior management and Board level experience in the corporate and Government sectors specialising in investment management, corporate advisory and equity fundraising.

Other non-executive directorships include: Djerriwarrh Investments Ltd, Defence Health, Guild Group Holdings Limited and Strategic Analytics (Australia) Pty Ltd. Alice is also a council member at the Cancer Council of Victoria.

Alice was formerly a director of Victorian Funds Management Corporation, Avion Technology Pty Ltd, State Trustees, NM Rothschild and Sons (Australia) Limited, Director of Strategy and Planning for Ansett Australia Holdings Limited and a Vice President at JP Morgan Australia.

The Hon Jeffrey G Kennett AC – Director

HonDBus (Ballarat)

Non-Executive Director since September 2008

Member of Equity Trustees' Remuneration & HR Committee since September 2008

The Hon Jeffrey Kennett AC was an Officer in the Royal Australian Regiment, serving at home and overseas. He was a Member of the Victorian Parliament for 23 years, and was Premier of Victoria from 1992 to 1999.

Mr Kennett is currently Chairman of Open Windows Australia Proprietary Limited, CT Management Group Pty Ltd and beyondblue, the national depression initiative. He is also Chairman of the Board of Management of PFD Food Services Pty Ltd and a Director of Jumbuck Entertainment Limited.

He is President of the Hawthorn Football Club and patron of a number of community organisations.

In 2005, Mr Kennett was awarded the Companion of the Order of Australia.

Anne M O'Donnell – Director

BA (Bkg & Fin), MBA, FAICD, F Fin

Non-Executive Director since September 2010

Member of Equity Trustees' Audit & Compliance Committee since December 2010

Anne has some 30 years experience in the finance sector. She is an experienced executive and non-executive director in the listed, not-for-profit, and mutual sectors.

Anne is the former Managing Director of Australian Ethical Investment Ltd. Anne was formerly a director of the Financial Services Council, The Centre for Australian Ethical Research Pty Ltd, and the ANZ Staff Superannuation Fund.

Current directorships include: Community CPS Australia Ltd, Eastwoods Pty Ltd and The Grain Growers Association Ltd. Anne is also an external member of the UBS Global Asset Management (Australia) Ltd Compliance Committee and a member of IP Australia Audit and Evaluation Committee.

Auditor's Independence Declaration

Deloitte.

The Board of Directors
Equity Trustees Limited
Level 2, 575 Bourke Street
MELBOURNE VIC 3000

Deloitte Touche Tohmatsu
ABN 74 490 121 060

550 Bourke Street
Melbourne VIC 3000
GPO Box 78
Melbourne VIC 3001 Australia

DX: 111
Tel : +61 3 9671 7000
Fax: +61 3 9671 7001
www.deloitte.com.au

25 August 2011

Dear Board Members

Equity Trustees Limited

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Equity Trustees Limited.

As lead audit partner for the audit of the financial statements of Equity Trustees Limited for the financial year ended 30 June 2011, 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.

Yours sincerely



DELOITTE TOUCHE TOHMATSU



G J McLean
Partner
Chartered Accountants

Liability limited by a scheme approved under Professional Standards Legislation.
Member of Deloitte Touche Tohmatsu Limited

Corporate Governance Statement

Equity Trustees Limited's ('EQT' or the 'Company') approach to corporate governance aims to achieve long-term prosperity while meeting stakeholders' expectations of sound corporate governance practices by determining and adopting the most appropriate corporate governance arrangements.

EQT holds Registrable Superannuation Entity ('RSE') Licence L0003094 which enables it to act as trustee of registered superannuation funds, and as such, is regulated by the Australian Prudential Regulation Authority ('APRA'). EQT also holds Australian Financial Services Licence 240975 which in broad terms enables it to provide financial advice, deal in securities, act as responsible entity of registered managed investment schemes and also undertake a number of other associated services. As such it is licensed by the Australian Securities & Investments Commission ('ASIC'). EQT is listed on the Australian Securities Exchange ('ASX'). EQT's governance obligations include various APRA Governance Standards, ASX Listing Rules, the ASX Corporate Governance Council's Principles and Australian corporate law requirements.

The directors are responsible for the corporate governance practices of the Company. This statement sets out the main corporate governance practices that were in operation throughout the financial year, except where otherwise indicated.

ASX best practice recommendations

The ASX Listing Rules require listed entities to include in their annual report, a statement disclosing the extent to which they have followed the best practice recommendations issued by the ASX Corporate Governance Council. Listed entities must identify the Principles which have not been followed and provide reasons for the decision.

As detailed in this Corporate Governance Statement, EQT considers its governance practices comply with all but one of the ASX Corporate Governance Council – Principles of Good Corporate Governance and Best Practice Recommendations (2nd Edition). The Principles suggest that the Company should establish a nomination committee (Principle 2); however EQT believes that the full Board itself, rather than a committee, can adequately perform this task.

Principle 1 – Lay solid foundations for management and oversight

The Board's Charter details the composition and role and responsibilities of the Board, and its relationship with management to accomplish the Board's primary role of promoting the long-term health and prosperity of EQT.

A copy of the Board Charter is available on EQT's website.

As set out in the Board Charter, the Board has delegated specific authorities to the Managing Director and various Board and Management Committees. The Management Committees operate under approved Charters with specific authorities delegated by the Board. Under the delegated authorities, the Board has reserved a number of discretions for itself or a Board Committee. These discretions include oversight of the Company, appointing and removing the Managing Director, ratifying the appointment of senior executives, providing input to and approval of corporate strategy, reviewing and monitoring risk and compliance systems, monitoring of senior executives' performance and implementation of strategy, reviewing and fixing executive remuneration, capital management, and monitoring and approval of financial reporting.

The Management Committees are as follows:

Investment Management Committee

The primary functions of this committee include overseeing the Company's asset management activities and developing its investment style and process, developing appropriate asset allocation frameworks, and assessing and reviewing external investment markets and investment managers. This committee also monitors EQT's investment portfolio.

Asset Review Committee

The primary functions of this committee include monitoring the performance and portfolios of the various trusts and estates administered by the Company where it acts as agent, executor or trustee having regard to the Company's 'prudent person' responsibilities under the Trustee Act; and the superannuation portfolios for which the Company acts as trustee in light of its investment strategy responsibilities under the *Superannuation Industry (Supervision) Act*.

Due Diligence Committee

The primary functions of this committee include monitoring due diligence across the Company, reviewing disclosure documents, considering proposed changes to compliance plans, constitutions and trust deeds for registered managed investment schemes and RSE's for which the Company acts as responsible entity or trustee, and reviewing new business proposals for appointment as trustee or responsible entity, for recommendation to the Board.

Superannuation Compliance Committee

The primary function of this committee is to monitor the operation of RSEs for which EQT acts as RSE licensee. The committee monitors RSE funds' investment strategies, insurance claims and payments, and financial hardship requests and payments. This committee works in conjunction with other committees in undertaking some of its functions, for example with the Due Diligence Committee, which reviews superannuation product disclosure statements.

Funds Review Committee

The primary functions of this committee include monitoring asset allocations for internally managed funds as well as nominated company funds, within approved parameters. The committee also considers and approves new mortgage loans for the EQT Mortgage Wholesale Income Fund and develops proposals for new investment products.

Trust Review Committee

The primary function of this committee is to formalise and monitor the decision making process for the exercise of discretion or application of power by the Company, where it acts in its capacity as an agent, executor or trustee. The committee seeks to formalise the decision making process and individual levels of authority within an appropriately constituted and accountable committee.

Executive performance evaluation and remuneration

Each executive (including the Managing Director) has business performance objectives which are linked to Company objectives. Each executive (other than the Managing Director) is assessed against these objectives by the Managing Director. The assessment of the Managing Director is conducted by the Chairman after consultation with the Board. The performance criteria for each executive is set at the beginning of the year. Performance against financial criteria is reviewed monthly with a formal performance review undertaken half yearly and at the end of the period.

Executive remuneration packages include both fixed and incentive arrangements. The object of the Company's executive remuneration policy is to reflect both short-term and long-term performance objectives and to align executive rewards with shareholder value. Please see the Remuneration Report on page 6 for further information on executives' remuneration.

There is currently a short-term share-based payment plan for employees, known as the Employee Share Acquisition Plan ('ESAP'). ESAP may be activated by the Board after considering the financial performance of the group for the preceding year. If activated, employees receive an annual allocation of no more than \$1,000 worth of shares in the Company at no cost. Long-term executive remuneration is based on a share plan in accordance with the Executive Performance Share Plan 1999 (the Plan). This plan was approved at the 1999 Annual General Meeting of the Company. Executive participation is approved by the Board via the Remuneration and Human Resources Committee each year.

Each of the reviews mentioned above has been completed during the period in accordance with the process.

Please refer to Principle 8 and the Directors' Report for details of directors' remuneration.

Principle 2 – Structure the Board to add value

As at the date of the Directors' Report, the Board comprises seven directors, six of whom are independent Non-Executive Directors and one Executive Director. Details of the skills, experience, relevant expertise and terms of office of the directors are set out in the Directors' Report. The Board carries out its responsibilities according to the following mandate:

- at least two-thirds of the Board should be made up of independent Non-Executive Directors;
- the chairman of the Board should be an independent Non-Executive Director;
- the directors should possess a broad range of skills, qualifications and experience;
- the Board should meet at least on a monthly basis; and
- all available information in connection with items to be discussed at a meeting of the Board shall be provided to each director prior to that meeting.

Skills, experience and expertise

The Board seeks to maintain a broad range of relevant skills, experience and expertise. Amongst other things, these skills, experience and expertise include relevant financial services industry experience, and management experience and expertise. These requirements are considered on the appointment of any new director. To meet these requirements, an independent external agency is appointed to identify an appropriate candidate.

The skills, experience and expertise of each director is included in the Directors' Report.

Independent directors

EQT recognises that independent directors are important in providing assurance to shareholders that the Board is properly fulfilling its responsibilities. The Company considers all relevant circumstances in determining whether a director is independent, including the following:

- Company shares owned directly or indirectly by the director;
- employment by the Company (or its associates) of the director (or a family member) either currently, or in the past;
- business relationships between the Company (or associates) and the director, a family member or business entity associated with the director or with service providers in whom the director has an interest;
- any material contractual relationship with the Company or its associates other than as a director; and
- any other interest or relationship which could interfere with the director's ability to act in the best interests of the Company.

Following consideration of the above, the Board considers all Non-Executive Directors to be independent.

Relationships

At each Board meeting, directors are required to disclose any matters that may give rise to a potential or actual conflict of interest in relation to the business being considered by the Board. Any matters that are declared by a director are recorded. Depending on the interest declared, the Chairman may direct that the relevant director should temporarily leave the meeting, or remain and either participate in, or abstain from any discussion or decision on the relevant business.

The Board encourages directors to acquire shares in EQT. It believes that this assists in aligning the interests of directors with other shareholders.

As at 30 June 2011, Mr David Groves, through related entities, held 6.97% of Equity Trustees Limited. The Board has considered the current Shareholder Register, including other substantial shareholdings and considers that Mr Groves' holding would not place him in a position of conflict nor would it enable Mr Groves to unduly influence the Board.

Other than remuneration paid to the Managing Director, director's fees and entitlements paid to Non-Executive Directors, there are no other material relationships between the Company and any director.

Independent professional advice

With the prior approval of the Chairman, each director has the right to seek reasonable independent legal and other professional advice at the Company's expense concerning any aspect of EQT's operations or undertakings, in order to properly fulfil their duties and responsibilities as a director.

Period of office

Please see the Directors' Report for the date of appointment of each director.

Nomination Committee

Following consideration of Principle 2, the Board has not constituted a Nomination Committee. Rather, the Board has determined that, given its current size and experience, the tasks normally undertaken by a Nomination Committee are better performed by the full Board itself.

Skills and diversity

The Board maintains a broad mix of skills that are relevant to the Company's business. In addition to its core businesses, the Board seeks to also maintain a diverse range of views and opinions as it believes that diversity will be beneficial to its performance and the Company's businesses.

The Company's Diversity Policy is available from its website (www.eqt.com.au).

Board performance

On a triennial basis, the Board submits itself to formal review by an external governance expert. The most recent review took place in the March quarter of 2010 and was conducted by Baker & Baptist Pty Ltd. The review concluded, *The EQT Board continues to perform strongly against the ASX's Corporate Governance Principles and Recommendations*.

In addition to the triennial review, the Board monitors its performance and composition on an ongoing basis as well as the performance of its committees, individual independent directors and the Managing Director. The Chairman is responsible for monitoring, and providing feedback to, individual directors. Each director is also subject to peer review by fellow directors before endorsement to stand for re-election.

The Board also keeps under review succession planning for the ongoing development of the Board. The Board has a current succession plan to provide for orderly renewal of the Board as retirements take place in the normal course in coming years. This ensures that there is an appropriate mix of skills and experience. In relation to the possible appointment of new directors, focus is placed on the particular skills and experience which are most appropriate to the Company's objectives. Any appointee must meet appropriate ethical and reputation standards.

Principle 3 – Promote ethical and responsible decision making

Code of conduct

EQT is committed to maintaining high standards of integrity and conducting its business in accordance with high standards of ethical behaviour. As part of this commitment, the Board has an established code of conduct and practice through its policies and procedures.

The code of conduct and practice has the following broad objectives:

- high professional and ethical expectations;
- promoting disclosure of relevant and useful information to customers so as to allow them to make an informed choice; and
- promoting the delivery of trustworthy, high quality and efficient trustee and investment services.

The code of conduct and practice covers such matters as:

- acting with honesty and integrity, and in the best interests of customers;
- operating the business in a professional manner, acting at all times with the due care, skill and diligence required of a licensed trustee company;
- observing sound business practices and ensuring, amongst other things, that the Company has regard to relevant industry standards/policies, and has adequate and properly documented plans, controls and maintenance mechanisms which are implemented at all levels of business;
- respecting and preserving the privacy of customers and confidentiality of their affairs;
- providing clearly expressed terms and conditions to a customer;
- making full disclosure of any fee charged or commission to be received by the Company. Statements detailing account transactions are sent to clients at least every 12 months, or at any shorter intervals required by legislation; and
- having an internal dispute resolution process which provides for a fair and timely method of handling disputes, utilising appropriate external dispute resolution processes such as those prescribed under legislation (where relevant), and utilising external, impartial mediation when complaints may be otherwise unresolved.

Dealing in Company's securities

EQT has implemented a Securities Dealing Policy ('Policy') which provides guidance for directors and employees regarding the acquisition and disposal of EQT securities. Whilst directors and employees are encouraged to be long-term holders of EQT's securities, it is important that care is taken in the timing of any acquisition or disposal of securities in EQT.

In particular the Policy notes that the only appropriate time for directors and employees (and their immediate family members and any person or entity over which they have a degree of control or influence) to acquire, dispose of, or engage in other dealings in EQT's securities is when they are not in possession of price sensitive information which is not generally available to the market.

In addition, to avoid any adverse inference being drawn as to unfair dealing, the Policy provides that directors and employees should not deal in EQT's securities during the following periods (Prohibited Periods), being the two months immediately before the release of EQT's half-yearly or yearly results, and the two weeks immediately before EQT's Annual General Meeting.

All dealings in shares of the Company by directors are promptly notified to the ASX.

A copy of EQT's Securities Dealing Policy has been lodged with the ASX.

Using Company securities as collateral

Under the Policy, directors and employees of EQT are required to exercise care if borrowing monies to purchase EQT securities, or offering EQT securities held by them as collateral, to ensure that their obligations under the borrowing arrangements do not, and cannot, conflict with their obligations under the Policy. In particular, unless a particular arrangement has been approved by the EQT Board, directors and employees are not permitted to enter into arrangements such as margin loans or arrangements involving EQT securities being provided as collateral to secure repayment of a loan, where the lender is granted a right to sell, or compel the sale of, the person's EQT securities at any time when the Policy may prohibit the person from dealing in the securities.

Under the Policy, EQT directors and employees are required to advise the Company Secretary of any arrangements to which they, or a connected person are a party, involving EQT securities being used as collateral to secure repayment of a loan or other financial accommodation.

If a particular arrangement has been approved by the EQT Board, and the EQT securities held as collateral to secure a loan represent 5% or more of EQT's issued share capital, then a notice is to be issued to the ASX outlining the arrangements.

Principle 4 – Safeguard integrity in financial reporting

Board Audit & Compliance Committee

The Board operates an Audit & Compliance Committee which, consistent with this Principle, consists of at least three directors, each of whom is an independent Non-Executive Director. The chairman of the Audit & Compliance Committee is independent and not chairman of the Board. The current members of the Audit & Compliance Committee are:

- David F Groves, Chairman (Appointed to Committee 1 January 2002, appointed Chairman 30 January 2003);
- John R McConnell (Appointed 30 January 2003);
- Alice J M Williams (Appointed 12 September 2007); and
- Anne M O'Donnell (Appointed 1 December 2010).

Details of the qualifications of members and the number of meetings of the Audit & Compliance Committee attended are set out in the Directors' Report.

The Audit & Compliance Committee operates under a formal charter which sets out various matters including its objectives, duties and responsibilities, and membership requirements. This Committee provides a forum for the effective communication between the Board and external auditors. The Audit & Compliance Committee reviews matters including:

- the annual and half-year financial statements prior to their approval by the Board;
- the effectiveness of processes and systems of internal control;
- the appointment of external auditors;
- the efficiency and effectiveness of the internal and external audit functions, including a review of the respective audit plans; and
- compliance by EQT with compliance plans developed for registered managed investment schemes for which the Company acts as responsible entity.

The Audit & Compliance Committee generally invites the Managing Director, Compliance Manager, Chief Financial Officer, relevant responsible managers, and the internal and external auditors to attend its meetings. The Audit & Compliance Committee also meets with and receives regular reports from the internal and external auditors and Compliance Manager concerning any matters that arise in connection with the performance of their respective roles, including the adequacy of internal controls.

Principle 5 – Make timely and balanced disclosure

The Company has in place effective external disclosure procedures including a market disclosure policy which seeks to ensure that:

- there is equal and timely disclosure of the Company's activities to shareholders and the market in accordance with the Company's legal and regulatory obligations; and
- all stakeholders (including shareholders, the market and other interested parties) have an equal opportunity to receive and obtain externally available information issued by the Company.

The Company provides regular updates on its financial position and performance to the market, via the ASX. It regularly reviews the Shareholder Register and provides relevant shareholder information in its Annual Report.

The Company maintains and periodically updates corporate governance information on its website.

In making information available, EQT seeks to do so with a balanced approach. This includes providing all factual information in a manner that will not mislead the reader.

The Board and the executive group of the Company are fully aware of the obligation to comply with the ASX Listing Rules.

Principle 6 – Respect the rights of shareholders **Communication to shareholders and the market**

The Board is committed to effective communication with its shareholders and the market and believes that shareholders should be fully informed in a timely manner of all major business events that may influence the Company and its businesses.

Shareholders have the right to attend the Company's annual general meeting and are encouraged to participate effectively at these meetings.

The Company's external auditor attends the annual general meeting and is available to answer shareholder questions about the conduct of the audit and the preparation and content of the auditor's report.

Principle 7 – Recognise and manage risk **Risk management**

The Board is responsible for the Company's system of internal controls. It monitors the operational and financial aspects of the Company's activities and, through the Audit & Compliance Committee, considers the recommendations and advice of external and internal auditors and other external advisers on operational and financial risks that face the Company. An internal audit program is approved annually by the Audit & Compliance Committee. The program is risk based, with the Board, through the Audit & Compliance Committee receiving regular reports on the Company's internal control systems.

The Board ensures that recommendations made by the external and internal auditors and other external advisers are investigated and, where necessary, immediate action is taken to ensure that the Company has an appropriate internal control environment in place to manage the key risks identified.

In addition, the Board investigates ways of enhancing existing risk management strategies, including appropriate segregation of duties, the employment and training of suitably qualified and experienced personnel and, in conjunction with the recommendations of the Audit & Compliance Committee, the scope and program of the internal audit function.

Financial reporting

To support the Company's 2011 financial reports, the Managing Director and Chief Financial Officer have confirmed in writing to the Board that the Company's financial reports present a true and fair view, in all material respects, of the Company's financial condition and that operational results are in accordance with relevant accounting standards. In addition they confirm to the Board in writing that:

- the statements are founded on a sound system of risk management and internal compliance and control which implements the policies adopted by the Board; and
- the Company's risk management and internal compliance and control system is operating efficiently and effectively in all material respects.

External auditors

The Audit & Compliance Committee reviews the adequacy of the external audit arrangements including the scope and quality of the audit. Where appropriate, the Audit & Compliance Committee makes a recommendation to the Board that tenders be obtained from recognised and well-regarded accounting and auditing firms to conduct future audits.

Audit independence policy

To reflect recent legislative developments, report recommendations, and accounting and audit practices, the Board has implemented an audit independence policy regarding the use of external auditors. The Company will not use external auditors for:

- book-keeping services;
- complete outsourcing of the internal audit function;
- asset or liability valuation services where material to the Company's financial statements;
- any service which requires the auditors to act as an officer of the Company and/or be in a decision making role;
- litigation services where the auditor would be required to act as an advocate of the Company or where the amounts involved are material to the financial statements; and
- any service prohibited by the *Corporations Act 2001*.

The Audit & Compliance Committee approves the provision of any non-audit services to the Company or its funds where fees for the services exceed \$50,000.

Principle 8 – Remunerate fairly and responsibly

This Principle relates to directors' remuneration.

The Board has established a Remuneration & Human Resources Committee that reviews the remuneration of all non-executive directors, within the limits approved by shareholders at an Annual General Meeting, and reviews the remuneration of the Managing Director and executives on an annual basis. The Board approves all changes to director and executive remuneration.

In determining remuneration, the Board has regard to prevailing market levels, including remuneration surveys, to attract and retain directors and executives of high calibre to facilitate the efficient and effective management of the Company's operations.

Particulars concerning directors' and executives' remuneration are set out in the Financial Statements and Remuneration Report. Currently directors are only entitled to their director's fee and superannuation allowance. However, some directors have an entitlement to a retirement allowance which is no longer made available by the Company. Full details of the retiring allowance is contained in the Financial Statements and Remuneration Report. Non-Executive Directors are not eligible for incentive based remuneration.

The independent non-executive members of the Remuneration & Human Resources Committee are:

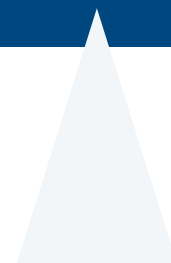
Barry J Jackson (Retired)	Appointed 8 September 2004, appointed Chairman 4 December 2007 to 29 October 2010
J A (Tony) Killen	Appointed 8 September 2004
The Hon Jeffrey G Kennett AC	Appointed 1 September 2008
Alice J M Williams	Appointed 29 July 2011, appointed Chairman 12 August 2011

As a result of Mr Jackson's retirement, the Board appointed Mr Kennett as Acting Chairman for meetings of the committee held between Mr Jackson's retirement and Ms Williams' appointment as Chairman.

Attendance at meetings, and qualifications and experience of the members of the committee are contained in the Directors' Report.

Non-Executive Directors' fees are determined by the Board within limits approved by shareholders. At the general meeting of the Company held 31 October 2008, shareholders approved an aggregate limit of fees of \$750,000.

Directors' Declaration



Equity Trustees Limited
ABN 46 004 031 298

Directors' Declaration for the financial year ended 30 June 2011

The directors declare that:

- a) 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;
- b) the attached financial statements are in compliance with International Financial Reporting Standards, as stated in note 3 to the financial statements;
- c) in the directors' opinion, the attached financial statements and notes thereto are in accordance with the *Corporations Act 2001*, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the Company and the Group; and
- d) the directors have received from the Managing Director and the Chief Financial Officer the declarations required by section 295A of the *Corporations Act 2001*.

Signed in accordance with a resolution of the directors made pursuant to section 295(5) of the *Corporations Act 2001*.

On behalf of the directors

Mr Robin B O Burns
Managing Director

Dated 25 August 2011





Financial Report 2011

Income Statement

for the Financial Year Ended 30 June 2011



	Note	Consolidated		Company	
		2011 \$	2010 \$	2011 \$	2010 \$
Revenue	6	38,558,142	33,608,383	27,427,387	25,368,853
Other revenue	6	1,306,406	1,668,735	4,211,694	3,228,233
Total revenue	6	39,864,548	35,277,118	31,639,081	28,597,086
Employee benefits expenses	8	18,826,516	16,010,971	13,621,350	12,113,314
Other employment and consulting expenses		1,595,474	1,045,797	1,303,437	800,192
Audit and tax advice expenses		481,106	351,696	429,782	290,448
Depreciation and amortisation expenses	8	912,781	914,236	708,370	728,522
Management rights amortisation	8	197,271	197,271	-	-
Insurance expenses		528,996	486,613	425,990	410,261
Financial, legal and regulatory expenses		403,041	114,512	244,621	107,239
Marketing expenses		1,089,854	831,884	988,819	725,738
Information technology expenses		1,360,443	1,262,468	1,176,183	1,108,535
Occupancy expenses		1,414,878	1,285,516	898,324	908,662
Other expenses		1,570,463	1,298,809	800,966	1,050,506
Total expenses		28,380,823	23,799,773	20,597,842	18,243,417
Profit before income tax expense		11,483,725	11,477,345	11,041,239	10,353,669
Income tax expense	9	3,254,913	3,432,121	2,143,394	2,536,248
Profit from continuing operations		8,228,812	8,045,224	8,897,845	7,817,421
Profit for the year		8,228,812	8,045,224	8,897,845	7,817,421
Attributable to:					
Owners of the Company		8,228,812	8,045,224	8,897,845	7,817,421
Non-controlling interests		-	-	-	-
		8,228,812	8,045,224	8,897,845	7,817,421
Earnings per share					
- Basic (cents per share)	28	97.01	96.60		
- Diluted (cents per share)	28	96.34	96.02		

The above statement should be read in conjunction with the accompanying notes to the financial statements.

Statement of Financial Position

at 30 June 2011



	Note	Consolidated		Company	
		2011 \$	2010 \$	2011 \$	2010 \$
Current assets					
Cash and cash equivalents	37	6,252,593	4,975,762	5,441,905	4,708,012
Trade and other receivables	12	3,814,936	3,788,522	3,894,588	3,840,352
Other current financial assets	37	-	4,932,618	-	4,750,618
Other	13	2,753,751	1,845,944	2,499,081	1,670,053
Total current assets		12,821,280	15,542,846	11,835,574	14,969,035
Non-current assets					
Trade and other receivables	14	209,194	132,167	209,194	132,167
Other financial assets	15	4,870,526	10,118,786	35,685,434	29,947,339
Property, plant and equipment	16	985,322	1,091,274	869,633	898,412
Intangible assets	17	33,133,855	22,305,570	3,722,229	3,054,298
Deferred tax assets	9	1,584,613	1,221,239	1,296,098	1,042,893
Goodwill	18	8,272,592	8,230,331	-	-
Total non-current assets		49,056,102	43,099,367	41,782,588	35,075,109
Total assets		61,877,382	58,642,213	53,618,162	50,044,144
Current liabilities					
Trade and other payables	19	359,729	518,497	167,018	308,824
Provisions	20	2,455,327	1,553,753	2,069,855	1,444,977
Other current liabilities	21	49,781	37,914	49,781	37,914
Current tax payable	9	1,312,219	857,736	1,312,219	857,736
Total current liabilities		4,177,056	2,967,900	3,598,873	2,649,451
Non-current liabilities					
Provisions	22	1,332,515	1,126,982	895,019	809,335
Other non-current liabilities	23	380,665	91,152	480,675	141,738
Deferred tax liabilities – investment revaluation	9	553,514	519,940	553,514	519,940
Total non-current liabilities		2,266,694	1,738,074	1,929,208	1,471,013
Total liabilities		6,443,750	4,705,974	5,528,081	4,120,464
Net assets		55,433,632	53,936,239	48,090,081	45,923,680
Equity					
Issued capital	25	43,489,257	40,955,514	43,489,257	40,955,514
Investment revaluation reserve	27	1,354,263	1,270,071	1,354,263	1,270,071
Other reserves	26	515,502	573,593	515,502	573,593
Retained earnings		10,074,585	11,137,061	2,731,059	3,124,502
Equity attributable to owners of the Company		55,433,607	53,936,239	48,090,081	45,923,680
Non-controlling interests	34	25	-	-	-
Total equity		55,433,632	53,936,239	48,090,081	45,923,680

The above statement should be read in conjunction with the accompanying notes to the financial statements.

Statement of Changes in Equity

for the Financial Year Ended 30 June 2011

Consolidated	Reserves					
	Fully paid ordinary shares \$	General & capital profit \$	Investment revaluation \$	Retained earnings \$	Equity settled employee benefits \$	Total equity \$
Balance at 1 July 2009	38,198,748	1,754,201	1,553,509	10,475,374	927,538	52,909,370
Profit for the period	-	-	-	8,045,224	-	8,045,224
Increase from revaluation of available-for-sale investments	-	-	301,418	-	-	301,418
Related income tax	-	-	(77,476)	-	-	(77,476)
Gain on sale of available-for-sale investments	-	-	(719,522)	-	-	(719,522)
Related income tax	-	-	212,142	-	-	212,142
Total comprehensive income for the period	-	-	(283,438)	8,045,224	-	7,761,786
Shares issued under dividend reinvestment plan	2,102,329	-	-	-	-	2,102,329
Shares issued under employee share acquisition scheme	151,847	-	-	-	(151,847)	-
Shares issued – executive share entitlements	512,817	-	-	-	(512,817)	-
Share issue costs	(14,610)	-	-	-	-	(14,610)
Related income tax	4,383	-	-	-	-	4,383
Provision for executive share entitlements	-	-	-	-	165,872	165,872
Provision for employee share acquisition plan shares	-	-	-	-	144,847	144,847
Payment of dividends	-	-	-	(9,137,738)	-	(9,137,738)
Transfer of reserves to retained earnings	-	(1,754,201)	-	1,754,201	-	-
Balance at 30 June 2010	40,955,514	-	1,270,071	11,137,061	573,593	53,936,239
Profit for the period	-	-	-	8,228,812	-	8,228,812
Increase from revaluation of available-for- sale investments	-	-	754,292	-	-	754,292
Related income tax	-	-	(218,407)	-	-	(218,407)
Gain on sale of available-for-sale investments	-	-	(636,526)	-	-	(636,526)
Related income tax	-	-	184,833	-	-	184,833
Total comprehensive income for the period	-	-	84,192	8,228,812	-	8,313,004
Shares issued under dividend reinvestment plan	2,385,422	-	-	-	-	2,385,422
Shares issued under employee share acquisition scheme	136,896	-	-	-	(136,896)	-
Shares issued – salary sacrifice	20,553	-	-	-	-	20,553
Share issue costs	(13,039)	-	-	-	-	(13,039)
Related income tax	3,911	-	-	-	-	3,911
Provision for executive share entitlements	-	-	-	-	84,909	84,909
Release of employee share acquisition plan provision	-	-	-	-	(6,104)	(6,104)
Payment of dividends	-	-	-	(9,291,288)	-	(9,291,288)
Balance at 30 June 2011	43,489,257	-	1,354,263	10,074,585	515,502	55,433,607

The above statement should be read in conjunction with the accompanying notes to the financial statements.

Company	Reserves					
	Fully paid ordinary shares \$	General & capital profit \$	Investment revaluation \$	Retained earnings \$	Equity settled employee benefits \$	Total equity \$
Balance at 1 July 2009	38,198,748	1,754,201	1,553,509	2,690,618	927,538	45,124,614
Profit for the period	-	-	-	7,817,421	-	7,817,421
Increase from revaluation of available-for-sale investments	-	-	301,418	-	-	301,418
Related income tax	-	-	(77,476)	-	-	(77,476)
Gain on sale of available-for-sale investments	-	-	(719,522)	-	-	(719,522)
Related income tax	-	-	212,142	-	-	212,142
Total comprehensive income for the period	-	-	(283,438)	7,817,421	-	7,533,983
Shares issued under dividend reinvestment plan	2,102,329	-	-	-	-	2,102,329
Shares issued under employee share acquisition scheme	151,847	-	-	-	(151,847)	-
Shares issued – executive share entitlements	512,817	-	-	-	(512,817)	-
Share issue costs	(14,610)	-	-	-	-	(14,610)
Related income tax	4,383	-	-	-	-	4,383
Provision for executive share entitlements	-	-	-	-	165,872	165,872
Provision for employee share acquisition plan shares	-	-	-	-	144,847	144,847
Payment of dividends	-	-	-	(9,137,738)	-	(9,137,738)
Transfer of reserves to retained earnings	-	(1,754,201)	-	1,754,201	-	-
Balance at 30 June 2010	40,955,514	-	1,270,071	3,124,502	573,593	45,923,680
Profit for the period	-	-	-	8,897,845	-	8,897,845
Increase from revaluation of available-for-sale investments	-	-	754,292	-	-	754,292
Related income tax	-	-	(218,407)	-	-	(218,407)
Gain on sale of available-for-sale investments	-	-	(636,526)	-	-	(636,526)
Related income tax	-	-	184,833	-	-	184,833
Total comprehensive income for the period	-	-	84,192	8,897,845	-	8,982,037
Shares issued under dividend reinvestment plan	2,385,422	-	-	-	-	2,385,422
Shares issued under employee share acquisition scheme	136,896	-	-	-	(136,896)	-
Shares issued – salary sacrifice	20,553	-	-	-	-	20,553
Share issue costs	(13,039)	-	-	-	-	(13,039)
Related income tax	3,911	-	-	-	-	3,911
Provision for executive share entitlements	-	-	-	-	84,909	84,909
Release of employee share acquisition plan provision	-	-	-	-	(6,104)	(6,104)
Payment of dividends	-	-	-	(9,291,288)	-	(9,291,288)
Balance at 30 June 2011	43,489,257	-	1,354,263	2,731,059	515,502	48,090,081

The above statement should be read in conjunction with the accompanying notes to the financial statements.

Statement of Comprehensive Income

for the Financial Year Ended 30 June 2011

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Net profit after income tax expense from continuing operations	8,228,812	8,045,224	8,897,845	7,817,421
Other comprehensive income				
Realised (gain)/loss on sale of available-for-sale investments	(636,526)	(719,522)	(636,526)	(719,522)
Increase/(decrease) from revaluation of available-for-sale investments	754,292	301,418	754,292	301,418
Income tax relating to components of other comprehensive income	(33,574)	134,666	(33,574)	134,666
Total comprehensive income for the period	8,313,004	7,761,786	8,982,037	7,533,983
Attributable to:				
Owners of the Company	8,313,004	7,761,786	8,982,037	7,533,983
Non-controlling interests	-	-	-	-
	8,313,004	7,761,786	8,982,037	7,533,983

The above statement should be read in conjunction with the accompanying notes to the financial statements.

Statement of Cash Flows

for the Financial Year Ended 30 June 2011

	Note	Consolidated		Company	
		2011 \$	2010 \$	2011 \$	2010 \$
Cash flows from operating activities					
Receipts from customers		44,071,082	37,470,238	31,834,871	27,664,047
Payments to suppliers and employees		(32,398,084)	(25,821,877)	(23,335,271)	(19,072,333)
Income tax paid		(3,127,950)	(3,112,528)	(3,127,950)	(3,112,528)
Net cash provided by operating activities	37 (b)	8,545,048	8,535,833	5,371,650	5,479,186
Cash flows from investing activities					
Payment for investment securities		-	(5,254,343)	-	(5,254,343)
Proceeds on sale of investment securities		6,001,843	1,488,640	6,001,843	1,488,640
Interest received		557,563	619,326	522,852	599,329
Dividends received		158,162	178,854	158,162	178,854
Proceeds from repayment of related party loans		-	-	2,990,949	1,785,000
Payment for property, plant and equipment		(384,121)	(597,845)	(361,594)	(536,764)
Payment for intangible assets		(999,238)	(1,291,579)	(999,238)	(1,291,579)
Amounts advanced to related parties		-	-	(10,782,511)	-
Payment for businesses		(10,616,206)	-	-	-
Net cash provided by/(used in) investing activities		(5,281,997)	(4,856,947)	(2,469,537)	(3,030,863)
Cash flows from financing activities					
Dividend received from related party		-	-	-	1,550,000
Payment for share issue cost		(13,039)	(14,610)	(13,039)	(14,610)
Dividend paid to members of the parent entity (net of shares issued under dividend reinvestment plan)		(6,905,799)	(7,034,123)	(6,905,799)	(7,034,123)
Net cash provided by financing activities		(6,918,838)	(7,048,733)	(6,918,838)	(5,498,733)
Net (decrease)/ increase in cash held		(3,655,787)	(3,369,847)	(4,016,725)	(3,050,410)
Cash and cash equivalents at beginning of financial year		9,908,380	13,278,227	9,458,630	12,509,040
Cash and cash equivalents at end of financial year	37 (a)	6,252,593	9,908,380	5,441,905	9,458,630

The above statement should be read in conjunction with the accompanying notes to the financial statements.

Notes to the Financial Statements

for the Financial Year Ended 30 June 2011

1. General information

Equity Trustees Limited (the Company) is a public company listed on the Australian Securities Exchange (trading under the symbol 'EQT'), incorporated in Australia and operating solely in Australia.

Equity Trustees Limited's registered office and its principal place of business is Level 2, 575 Bourke St, Melbourne, Victoria 3000, Australia. Equity Trustees Limited and its subsidiaries (refer note 32) are referred to as 'the Group' in the following notes.

2. Application of new and revised Accounting Standards

2.1 Standards and Interpretations affecting amounts reported in the current period (and/or prior periods)

The following new and revised Standards and Interpretations have been adopted in the current period and have affected the amounts reported in these financial statements. Details of other Standards and Interpretations adopted in these financial statements but that have had no effect on the amounts reported are set out in section 2.2.

Standards affecting presentation and disclosure

There are no new or revised Standards and Interpretations that have been adopted in the current period and that have affected the amounts presented or disclosed in these financial statements.

Standards and Interpretations affecting the reported results or financial position

There were no new or revised Standards or Interpretations adopted in the current period that affected reported results or financial position.

2.2 Standards and Interpretations adopted with no effect on financial statements

The following new and revised Standards and Interpretations have also been adopted in these financial statements. Their adoption has not had any significant impact on the amounts reported in these financial statements or on the presentation and disclosure of amounts in the financial statements but may affect the accounting for future transactions or arrangements.

Amendments to AASB 107 'Statement of Cash Flows'	The amendments (part of AASB 2009-5 'Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project') specify that only expenditures that result in a recognised asset in the statement of financial position can be classified as investing activities in the statement of cash flows. Consequently, cash flows in respect of development costs that do not meet the criteria in AASB 138 'Intangible Assets' for capitalisation as part of an internally generated intangible asset (and, therefore, are recognised in profit or loss as incurred) are required to be reclassified from investing to operating activities in the statement of cash flows. The Group has not had any development costs that do not meet the criteria in AASB 138 Intangible Assets for capitalisation in the current or prior years and therefore this amendment has had no impact on the presentation or disclosures in the financial statements.
AASB 2009-5 'Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project'	The application of AASB 2009-5 has not had any material effect on amounts reported in the financial statements.
AASB 2009-8 'Amendments to Australian Accounting Standards – Group Cash-Settled Share based Payment Transactions'	The application of AASB 2009-8 makes amendments to AASB 2 'Share-based Payment' to clarify the scope of AASB 2, as well as the accounting for group cash-settled share-based payment transactions in the separate (or individual) financial statements of an entity receiving the goods or services when another group entity or shareholder has the obligation to settle the award. This has had no impact on the Group accounts.
AASB 2009-10 'Amendments to Australian Accounting Standards – Classification of Rights Issues'	The application of AASB 2009-10 makes amendments to AASB 132 'Financial Instruments: Presentation' to address the classification of certain rights issues denominated in a foreign currency as either an equity instrument or as a financial liability. To date, the Group has not entered into any arrangements that would fall within the scope of the amendments.

AASB 2010-3 'Amendments to Australian Accounting Standards arising from the Annual Improvements Project'	The application of AASB 2010-3 makes amendments to AASB 3(2008) 'Business Combinations' to clarify that the measurement choice regarding non-controlling interests at the date of acquisition is only available in respect of non-controlling interests that are present ownership interests and that entitle their holders to a proportionate share of the entity's net assets in the event of liquidation. All other types of non-controlling interests are measured at their acquisition-date fair value, unless another measurement basis is required by other Standards. In addition, the application of AASB 2010-3 makes amendments to AASB 3(2008) to give more guidance regarding the accounting for share-based payment awards held by the acquiree's employees. Specifically, the amendments specify that share-based payment transactions of the acquiree that are not replaced should be measured in accordance with AASB 2 'Share-based Payment' at the acquisition date ('market-based measure').
AASB 2010-4 'Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project'	The application of AASB 2010-4 has not had any material effect on amounts reported in the financial statements.
Interpretation 19 Extinguishing Financial Liabilities with Equity Instruments'	This Interpretation provides guidance regarding the accounting for the extinguishment of a financial liability by the issue of equity instruments. In particular, the equity instruments issued under such arrangements will be measured at their fair value, and any difference between the carrying amount of the financial liability extinguished and the fair value of equity instruments issued will be recognised in profit or loss. To date, the Group has not entered into transactions of this nature.

2.3 Standards and Interpretations in issue not yet adopted

At the date of authorisation of the financial statements, the Standards and Interpretations listed below were in issue but not yet effective.

Standard/Interpretation	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
AASB 124 'Related Party Disclosures' (revised December 2009), AASB 2009-12 'Amendments to Australian Accounting Standards'	1 January 2011	30 June 2012
AASB 9 'Financial Instruments', AASB 2009-11 'Amendments to Australian Accounting Standards arising from AASB 9' and AASB 2010-7 'Amendments to Australian Accounting Standards arising from AASB 9 (December 2010)'	1 January 2013	30 June 2014
AASB 2009-14 'Amendments to Australian Interpretation – Prepayments of a Minimum Funding Requirement'	1 January 2011	30 June 2012
AASB 2010-5 'Amendments to Australian Accounting Standards'	1 January 2011	30 June 2012
AASB 2010-6 'Amendments to Australian Accounting Standards – Disclosures on Transfers of Financial Assets'	1 July 2011	30 June 2012
AASB 2010-8 'Amendments to Australian Accounting Standards – Deferred Tax: Recovery of Underlying Assets'	1 January 2012	30 June 2013

A number of IASB Standards and IFRIC Interpretations (where an equivalent pronouncement has not been issued by the AASB) are in issue but are not effective for the current year end. The impact of these pronouncements on the existing accounting policies and therefore reported results and position of the Group, if any, has not yet been assessed. Adoption may result in changes to information currently disclosed in the financial statements. The Group does not at this stage intend to adopt any of these pronouncements before their effective dates.

Future changes in accounting policies

A number of Australian Accounting Standards and Interpretations are in issue but are not effective for the current year end. The following existing group accounting policies will change on adoption of these pronouncements:

AASB 9 'Financial Instruments' and its associated amending standards introduce new requirements for the classification and measurement of financial assets and financial liabilities.

AASB 9 requires all recognised financial assets that are within the scope of AASB 139 'Financial Instruments: Recognition and Measurement' to be subsequently measured at amortised cost or fair value. Under AASB 9 debt investments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost at the end of subsequent accounting periods. All other debt investments and equity investments are measured at their fair values at the end of subsequent accounting periods. Also under AASB 9,

2. Application of new and revised Accounting Standards (cont)

for financial liabilities that are designated as at fair value through profit or loss, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. Changes in fair value attributable to a financial liability's credit risk are not subsequently reclassified to profit or loss. Previously, under AASB 139, the entire amount of the change in the fair value of the financial liability designated as at fair value through profit or loss was recognised in profit or loss.

In relation to Equity Trustees, it is anticipated the main impact will be in relation to the classification and measurement of financial assets. In broad terms, the amendments require financial assets to be measured at fair value through profit and loss unless the criteria for amortised cost measurement are met or the entity qualifies and elects to recognise gains and losses on equity securities that are not held for trading directly in other comprehensive income. Currently, the Group's investments are designated as available-for-sale and any unrealised movements are taken to an investment revaluation reserve. Where an available-for-sale investment suffers a significant or prolonged impairment it must be written down through the profit and loss. However, any reversal of an unrealised impairment loss on equities is not taken to profit and loss but directly to reserves. On adoption of the Standard the non-equity investments in the portfolio will be measured at fair value through the profit and loss (if they do not qualify for amortised cost accounting) and all realised and unrealised gains and losses will be taken to the income statement in relation to investments measured at fair value through the profit and loss. The equity investments will either be measured at fair value through the profit and loss, or if an election is made, at fair value through the statement of other comprehensive income. In the latter case the realised and unrealised movements will be taken up through the statement of other comprehensive income.

The directors anticipate that AASB 9 that will be adopted in the Group's consolidated financial statements for the annual period beginning 1 July 2013 and that the application of the new Standard will have an impact on amounts reported in respect of the Groups' financial assets. However, it is not practicable to provide a reasonable estimate of that effect until a detailed review has been completed.

Other than as noted above, the adoption of the various Australian Accounting Standards and Interpretations in issue but not yet effective will not impact the Group's accounting policies. However, the pronouncements will result in changes to information currently disclosed in the financial statements. The Group does not intend to adopt any of these pronouncements before their effective dates.

3. Significant accounting policies

3.1 Statement of compliance

These financial statements are general purpose financial statements which have been prepared in accordance with the *Corporations Act 2001*, Accounting Standards and Interpretations, and comply with other requirements of the law. The financial statements includes the separate financial statements of the Company and the consolidated financial statements of the Group. Accounting Standards include Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements and notes of the Group and the Company comply with International Financial Reporting Standards ('IFRS').

The financial statements were authorised for issue by the directors on 25 August 2011.

3.2 Basis of preparation

The consolidated financial statements have been prepared on the basis of historical cost, except for the revaluation of certain financial instruments that are measured at fair value, as explained in the accounting policies below. Historical cost is generally based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars unless otherwise noted.

3.3 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities (including special purpose entities) controlled by the Company (its subsidiaries) (referred to as 'the Group' in these financial statements). Control is achieved where the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The income and expenses of subsidiaries acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the effective date of acquisition or up to the effective date of disposal, as appropriate. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the Group. All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. When assets of the subsidiary are carried at revalued amounts or fair values and the related cumulative gain or loss has been recognised in other comprehensive income and accumulated in equity, the amounts previously recognised in other comprehensive income and accumulated in equity are accounted for as if the Company had directly disposed of the relevant assets (i.e. reclassified to profit or loss or transferred directly to retained earnings as specified by applicable Standards). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under AASB 139 'Financial Instruments: Recognition and Measurement' or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

3.4 Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value which is calculated as the sum of the acquisition-date fair values of assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity instruments issued by the Group in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value at the acquisition date, except that:

- deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with AASB 112 'Income Taxes' and AASB 119 'Employee Benefits' respectively;
- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with AASB 2 'Share-based Payment' at the acquisition date; and
- assets (or disposal groups) that are classified as held for sale in accordance with AASB 5 'Noncurrent Assets Held for Sale and Discontinued Operations' are measured in accordance with that Standard.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the

acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another Standard.

Where the consideration transferred by the Group in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

The subsequent accounting for changes in the fair value of contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or liability is remeasured at subsequent reporting dates in accordance with AASB 139, or AASB 137 'Provisions, Contingent Liabilities and Contingent Assets', as appropriate, with the corresponding gain or loss being recognised in profit or loss.

Where a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date (i.e. the date when the Group attains control) and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed of.

3. Significant accounting policies (cont)

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date. Business combinations that took place prior to 1 July 2009 were accounted for in accordance with the previous version of AASB 3.

3.5 Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of the acquisition of the business (see 3.4 above) less accumulated impairment losses, if any. For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss in the consolidated income statement. An impairment loss recognised for goodwill is not reversed in subsequent periods. On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

3.6 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable on an accruals basis. Revenue is reduced for rebates and other similar allowances.

Fee and commission income

Fee and commission income is recognised when the related service has been performed. In relation to corpus commission a percentage of revenue is recognised on completion of each stage of the estate administration starting with the grant of probate and ending with the finalisation of the estate.

Dividend and interest revenue

Dividend and interest revenue are recognised when it is probable that the economic benefits will flow to the Group and the amount of revenue can be measured reliably. Dividend revenue from investments is recognised when the Group's right to receive payment has been established. Interest revenue is accrued on a time basis,

by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

3.7 Leased assets

Leases are classified as finance leases when the terms of the lease transfer substantially all the risks and rewards incidental to ownership of the leased asset to the lessee. All other leases are classified as operating leases.

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred. In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefits of incentives are recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

3.8 Employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave, long service leave, and directors' retiring allowance when it is probable that settlement will be required and they are capable of being measured reliably. The directors' retiring allowance was frozen as at 31 December 2005 except for an annual inflation adjustment in line with the movement in CPI.

Liabilities recognised in respect of short-term employee benefits, are measured at their nominal values using the remuneration rate expected to apply at the time of settlement. Liabilities recognised in respect of long-term employee benefits are measured as the present value of the estimated future cash outflows to be made by the Group in respect of services provided by employees up to reporting date.

Contributions to defined contribution superannuation plans are expensed when employees have rendered service entitling them to the contributions.

3.9 Share-based payments

Equity-settled share-based payments to employees are measured at the fair value of the equity instrument at the grant date. The Group has two types of equity settled share-based payments: the Long-Term Incentive Awards and the Employee Share Acquisition Plan.

Fair value of the Long-Term Incentive Plan Awards is measured by using an adjusted form of the Black-Scholes option pricing model that incorporates a Monte Carlo simulation analysis. The model has been modified to

incorporate an estimate of the probability of achieving the performance hurdle and the number of Awards vesting. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of shares that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

The policy described above is applied to all equity-settled share-based payments that were granted after 7 November 2003 and vested after 1 January 2006. No amounts have been recognised in the financial statements in respect of other equity-settled share-based payments.

Where equity-settled share-based payments are intended to be made but not granted at reporting date, a provision is made in the accounts for the expected cost in relation to the reporting period. Shares issued under the Employee Share Acquisition Plan are valued at fair value determined at the date of issue to employees and this amount is expensed in the income statement with a corresponding entry in issued capital.

3.10 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the consolidated income statement because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Tax consolidation

The Company and all its wholly-owned Australian resident entities are part of a tax-consolidated group under Australian taxation law. Equity Trustees Limited is the head entity in the tax-consolidated group and the other members are identified in note 32. Tax expense/income, deferred tax liabilities and deferred tax assets arising from temporary differences of the members of the tax-consolidated group are recognised in the separate financial statements of the members

3. Significant accounting policies (cont)

of the tax-consolidated group using the 'separate taxpayer within group' approach by reference to the carrying amounts in the separate financial statements of each entity and the tax values applying under tax consolidation. Current tax liabilities and assets and deferred tax assets arising from unused tax losses and tax credits of the members of the tax-consolidated group are recognised by the Company (as head entity in the tax-consolidated group).

Due to the existence of a tax funding arrangement between the entities in the tax-consolidated group, amounts are recognised as payable to or receivable by each member of the tax consolidated group in relation to the tax contribution amounts paid or payable between the parent entity and the other members of the tax-consolidated group in accordance with the arrangement.

Entities within the tax consolidated group have entered into a tax funding arrangement and a tax sharing agreement with the head entity. The Company and each of the entities in the tax consolidated group have agreed to pay a tax equivalent payment to or from the head entity, based on the current tax liability or current tax asset of the entity. The tax sharing agreement entered into between members of the tax consolidated group provides for the determination of the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations or if an entity should leave the tax consolidated group. The effect of the tax sharing agreement is that each member's liability for the tax payable by the tax consolidated group is limited to the amount payable to the head entity under the tax funding arrangement.

Investment in tax consolidated group

Under Australian tax law, the taxable profit made by a tax consolidated group in relation to an entity leaving the group depends on a range of factors, including the tax values and/or carrying values of assets and liabilities of the leaving entity, which vary in line with the transactions and events recognised in each entity. The taxable profit or loss ultimately made on any disposal of the investments within the tax consolidated group will therefore depend upon when each entity leaves the tax consolidated group and the assets and liabilities that the leaving entity holds at that time.

Because the consolidated entity has no current intention to dispose of any subsidiaries within the Group, a deferred tax liability has not been recognised in relation to investments within the tax consolidated group. Furthermore, temporary differences that might arise on disposal of the entities in the tax consolidated group cannot be reliably measured because of their inherent uncertainties surrounding the nature of any future disposal that might occur.

3.11 Cash and cash equivalents

Cash comprises cash on hand and demand deposits. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value and have a maturity of three months or less at the date of acquisition.

3.12 Plant, equipment and leasehold improvements

Plant, equipment and leasehold improvements are stated at cost less accumulated depreciation and accumulated impairment losses. Depreciation on plant and equipment is recognised so as to write off the cost or valuation of the assets less their residual values over their useful lives using the straight line method. Leasehold improvements are depreciated over the period of the lease or estimated useful life, whichever is the shorter, using the straight line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each annual reporting period, with the effect of any changes recognised on a prospective basis.

An item of plant, equipment or leasehold improvement is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. The gain or loss arising on disposal or retirement of an item of plant, equipment or leasehold improvement is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

The following useful lives are used in the calculation of depreciation:

Computer and telecommunication equipment	2 – 8 years
Office furniture and equipment	1 – 15 years
Leasehold improvements	3 – 6 years

3.13 Intangible assets

Intangible assets acquired separately

Intangible assets with finite lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Intangible assets acquired in a business combination

Intangible assets acquired in a business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost). Subsequent to initial recognition, intangible assets acquired in a business

combination are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Management rights

Management rights relating to the EquitySuper Master Trust business and the Apex business (refer note 33) (acquired in 2011 and transferred into the EquitySuper Master Trust business) are carried at cost as a non-current intangible asset. The asset has an indefinite useful life and is accordingly not amortised but is subject to an ongoing impairment test (refer note 3.14). Management rights relating to the Freedom of Choice, Equity Superannuation Management, and Holdfast Fund Services businesses are recorded at cost less accumulated amortisation and accumulated impairment. Amortisation is charged on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method is reviewed at the end of each annual reporting period, with any changes in these accounting estimates being accounted for on a prospective basis.

Useful lives of finite life intangible assets

The following useful lives are used in the calculation of amortisation expense:

Software	2 – 10 years
Management rights	5 – 12 years
Makegood asset	5 years

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in profit or loss when the asset is derecognised.

3.14 Impairment of tangible and intangible assets other than goodwill

At each reporting date, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually and whenever there is an indication that the asset may be impaired. Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at fair value, in which case the reversal of the impairment loss is treated as a revaluation increase.

3.15 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group 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 reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cashflows estimated to settle the present obligation, its carrying amount is the present value of those cashflows (where the effect of the time value of money is material). When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

3. Significant accounting policies (cont)

3.16 Financial instruments

Financial assets and financial liabilities are recognised when a Group entity becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

3.17 Financial assets

Financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss', 'held-to-maturity' investments, 'available-for-sale' financial assets and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition. The Group does not have any financial assets classified as at 'fair value through profit or loss' or 'held-to-maturity'. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or (where appropriate) a shorter period, to the net carrying amount on initial recognition. Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at fair value through profit or loss.

Available-for-sale financial assets

Australian listed shares, and investments in managed investment schemes held by the Group are classified as being available-for-sale and are stated at fair value. Fair value is determined in the manner described in note 39. Gains and losses arising from changes in fair value are recognised in other comprehensive income and accumulated in the investments revaluation reserve, with the exception of impairment losses, interest calculated using the effective interest method,

and foreign exchange gains and losses on monetary assets, which are recognised in profit or loss. Where the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously accumulated in the investments revaluation reserve is reclassified to profit or loss. Dividends on available-for-sale equity instruments are recognised in profit and loss when the Group's right to receive payments is established.

Loans and receivables

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method less impairment. Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

Impairment of financial assets

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at each reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

For equity instruments, including listed or unlisted shares, objective evidence of impairment includes information about significant changes with an adverse effect that have taken place in the technological, market, economic or legal environment in which the issuer operates, and indicates that the cost of the investment in the equity instrument may not be recovered. A significant or prolonged decline in the fair value of the security below its cost is considered to be objective evidence of impairment for unlisted shares classified as available-for-sale.

For all other financial assets objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation; or
- the disappearance of an active market for that financial asset because of financial difficulties.

For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost, the amount of the impairment loss is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment loss will not be reversed in subsequent periods.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables where the carrying amount is reduced through the use of an allowance account. When a trade receivable is uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

When an available-for-sale financial asset is considered to be impaired, cumulative gains or losses previously recognised in other comprehensive income are reclassified to profit or loss in the period. With the exception of available-for-sale equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised. In respect of available-for-sale equity instruments, impairment losses previously recognised in profit or loss are not reversed through profit or loss. Any increase in fair value subsequent to an impairment loss is recognised in other comprehensive income and accumulated in the investment revaluation reserve.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss.

On derecognition of a financial asset other than in its entirety (e.g. when the Group retains an option to repurchase part of a transferred asset or retains a residual interest that does not result in the retention of substantially all the risks and rewards of ownership and the Group retains control), the Group allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

3.18 Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments are classified as either liabilities or as equity in accordance with the substance of the contractual arrangement.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recorded at the proceeds received, net of direct issue costs. Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial guarantee contract liabilities

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contract liabilities are measured initially at their fair values and, if not designated fair value through the profit and loss, are subsequently at the higher of:

- the amount of the obligation under the contract, as determined under AASB 137 'Provisions, Contingent Liabilities and Contingent Assets'; and
- the amount initially recognised less, where appropriate, cumulative amortisation in accordance with AASB 118 Revenue.

3. Significant accounting policies (cont)

Other financial liabilities

The financial liabilities of the Group are classified as other financial liabilities. There are no financial liabilities classified as fair value through the profit and loss. Other financial liabilities are initially measured at fair value, net of transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

3.19 Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except:

- where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or
- for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables. Cash flows are included in the cash flow statement on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified as operating cash flows.

4. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described in note 3, the directors are required to make judgments, estimates, and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the critical judgements and key sources of estimation uncertainty used in the preparation of the financial statements that have a significant impact on the amounts recognised in the financial statement or that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Employee entitlements

Judgement is applied in determining the following key assumptions used in the calculation of long service leave at balance date:

- future increases in wages and salaries;
- future increases in on-costs; and
- experience of employee departures and probability of period of service being achieved.

Impairment of goodwill and indefinite life management rights

Determining whether goodwill or the indefinite life management rights are impaired requires an estimation of the value in use of the cash-generating units to which goodwill and the indefinite life management rights have been allocated. The value in use calculation requires the entity to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value.

The carrying amount of goodwill is \$8,272,592 and \$29,202,243 for the management rights at 30 June 2011 (2010: \$8,230,331 goodwill and \$19,149,514 management rights). No impairment has been identified (30 June 2010: nil).

Intangible assets

The useful lives of intangible assets with finite lives are reviewed annually. Any reassessment of useful lives in a particular year will affect the amortisation expense (either increasing or decreasing) through to the end of the reassessed useful life for both the current and future years.

Useful lives of plant, equipment and leasehold improvements

As described in note 3.12, the Group reviews the estimated useful lives of plant and equipment and leasehold improvements at the end of each annual reporting period. During this financial year, the directors have not determined any changes should be made to the useful lives of plant and equipment and leasehold improvements.

Provisions

As referred to in note 3.15, the amounts included in provisions represents the directors' best estimate of the future outflow of economic benefits that will be required to settle identified outstanding issues.

5. Discontinued operations

The Group did not have any discontinued operations (2010: nil).

6. Revenue

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
An analysis of the Group's revenue for the year is as follows:				
Revenue from service activities	38,558,142	33,608,383	27,427,387	25,368,853
Interest revenue:				
– Bank deposits	193,916	133,108	159,204	113,110
– Investments	99,964	397,678	99,964	397,678
Dividends from non-related companies	316,000	357,989	316,000	357,989
Dividends from wholly owned companies	-	-	3,000,000	1,639,496
Gain on sale of available-for-sale investments	636,526	719,522	636,526	719,522
Other revenue	60,000	60,438	-	438
	1,306,406	1,668,735	4,211,694	3,228,233
Total revenue	39,864,548	35,277,118	31,639,081	28,597,086
The following is an analysis of investment revenue earned on financial assets by category of asset:				
Available-for-sale financial assets	952,526	1,077,511	952,526	1,077,511
Loans and receivables (including cash and bank balances)	293,880	530,786	259,168	510,788
Total investment income for financial assets not designated as at fair value through the profit and loss	1,246,406	1,608,297	1,211,694	1,588,299

7. Finance cost

Neither the Group nor the Company have any borrowings. The finance cost for the year is nil (2010: nil).

8. Profit for the year

There is no profit attributable to non-controlling interests (2010: nil).

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Profit for the year has been arrived at after crediting/(charging) the following gains and (losses):				
Gain from disposal of available-for-sale investments	636,526	719,522	636,526	719,522
Loss on disposal of property, plant and equipment	(57,964)	(85,942)	(14,330)	(81,368)
	578,562	633,580	622,196	638,154
Profit for the year includes the following expenses:				
Depreciation and amortisation:				
Depreciation of non-current assets	469,056	489,475	324,354	354,636
Amortisation of non-current assets	443,725	424,761	384,016	373,886
	912,781	914,236	708,370	728,522
Amortisation of management rights	197,271	197,271	-	-
	1,110,052	1,111,507	708,370	728,522
Operating lease rental expenses:				
Minimum lease payments	1,177,681	1,151,080	813,671	846,611
Employee benefit expense:				
Post employment benefits:				
– Defined contribution plan (Superannuation)	1,281,289	1,112,351	903,741	820,865
Share-based payments:				
– Equity-settled share-based payments	78,805	310,719	78,805	310,719
Other employee benefits	17,466,422	14,587,901	12,638,804	10,981,730
	18,826,516	16,010,971	13,621,350	12,113,314

9. Income taxes

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Income tax expense comprises:				
Current income tax expense	3,396,100	3,247,845	2,205,933	2,350,737
Prior year tax adjustments recognised in the current year	9,875	(1,959)	10,299	(1,258)
Deferred tax expense relating to the origination and reversal of temporary differences	(335,895)	(25,907)	(257,671)	(25,373)
Deferred tax reclassified from equity to profit or loss	184,833	212,142	184,833	212,142
Total income tax expense	3,254,913	3,432,121	2,143,394	2,536,248
The income tax expense for the year can be reconciled to accounting profit as follows:				
Profit before tax from continuing operations	11,483,725	11,477,345	11,041,239	10,353,669
Income tax expense calculated at 30%	3,445,117	3,443,204	3,312,372	3,106,101
Non-deductible expenses	165,257	88,750	86,059	21,128
Non-assessable income	(319,553)	(3,144)	(1,219,553)	(494,993)
Tax concessions	-	(3,714)	-	(3,714)
Franked dividends	(45,783)	(91,016)	(45,783)	(91,016)
	3,245,038	3,434,080	2,133,095	2,537,506
Prior year tax adjustments	9,875	(1,959)	10,299	(1,258)
	3,254,913	3,432,121	2,143,394	2,536,248

The tax rate used in the above 2011 and 2010 reconciliations is the corporate tax rate of 30% payable by Australian corporate entities on taxable profits under Australian tax law. There has been no change in the corporate tax rate when compared with the previous reporting period.

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Income tax expense recognised directly in equity:				
Current tax:				
Share issue expenses deductible over 5 years	(10,070)	(24,704)	(10,070)	(24,704)
Deferred tax:				
Arising on transactions with equity participants:				
Share issue expenses deductible over 5 years	6,159	20,321	6,159	20,321
Total income tax recognised directly in equity	(3,911)	(4,383)	(3,911)	(4,383)
Income tax recognised in other comprehensive income				
Deferred tax:				
Increase/(decrease) revaluation of available-for-sale investments	(218,407)	(77,476)	(218,407)	(77,476)
	(218,407)	(77,476)	(218,407)	(77,476)
Reclassification from equity to profit and loss:				
Realised (gain)/loss on sale of available-for-sale investments	184,833	212,142	184,833	212,142
	(33,574)	134,666	(33,574)	134,666
Current tax liabilities:				
Income tax payable	1,312,219	857,736	1,312,219	857,736
Deferred tax balances are presented in the statement of financial position as follows:				
Deferred tax asset	1,584,613	1,221,239	1,296,098	1,042,893
Deferred tax liability – investment revaluation	553,514	519,940	553,514	519,940

Consolidated				
	Opening balance \$	Charged to income \$	Charged to equity \$	Closing balance \$
2011				
Gross deferred tax assets:				
Provisions	1,102,680	370,157	-	1,472,837
Expenditure deductible over 5 years	71,516	(6,083)	(6,159)	59,274
Property, plant and equipment	359,487	(216,991)	-	142,496
Intangible assets	(312,444)	222,450	-	(89,994)
	1,221,239	369,533	(6,159)	1,584,613
Gross deferred tax liabilities:				
Available-for-sale investments	(519,940)	184,833	(218,407)	(553,514)
2010				
Gross deferred tax assets:				
Provisions	1,069,423	33,257	-	1,102,680
Expenditure deductible over 5 years	94,171	(2,334)	(20,321)	71,516
Property, plant and equipment	107,344	252,143	-	359,487
Intangible assets	(77,184)	(235,260)	-	(312,444)
	1,193,754	47,806	(20,321)	1,221,239
Gross deferred tax liabilities:				
Available-for-sale investments	(654,606)	212,142	(77,476)	(519,940)

Company				
	Opening balance \$	Charged to income \$	Charged to equity \$	Closing balance \$
2011				
Gross deferred tax assets:				
Provisions	957,900	293,001	-	1,250,901
Expenditure deductible over 5 years	71,516	(6,083)	(6,159)	59,274
Property, plant and equipment	306,327	(239,024)	-	67,303
Intangible assets	(292,850)	211,470	-	(81,380)
	1,042,893	259,364	(6,159)	1,296,098
Gross deferred tax liabilities:				
Available-for-sale investments	(519,940)	184,833	(218,407)	(553,514)
2010				
Gross deferred tax assets:				
Provisions	931,522	26,378	-	957,900
Expenditure deductible over 5 years	94,171	(2,334)	(20,321)	71,516
Property, plant and equipment	76,580	229,747	-	306,327
Intangible assets	(66,219)	(226,631)	-	(292,850)
	1,036,054	27,160	(20,321)	1,042,893
Gross deferred tax liabilities:				
Available-for-sale investments	(654,606)	212,142	(77,476)	(519,940)

The Group has no unrecognised deferred tax balances.

Tax consolidation

For information regarding tax consolidation, tax funding and tax sharing arrangements refer to note 3.10.

10. Key management personnel remuneration

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
The aggregate compensation made to key management personnel of the Company and the Group is set out below:				
Short-term employee benefits	2,673,255	2,523,925	2,434,059	2,336,925
Post employment benefits (Superannuation)	335,766	257,414	282,309	207,414
Other long-term benefits	71,487	(14,041)	62,994	(15,176)
Share awards	142,638	150,712	142,638	148,298
Employee share acquisition plan	-	6,000	-	5,000
	3,223,146	2,924,010	2,922,000	2,682,461

Full details of the remuneration of key management personnel for the year ended 30 June 2011 are outlined in the Directors' Report.

The share awards of key management personnel for the year ended 30 June 2011 are outlined in the Directors' Report.

11. Auditor's remuneration

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Auditor – Deloitte Touche Tohmatsu				
Corporate entities				
<i>Audit & Assurance Services</i>				
Audit and review of the consolidated financial statements	226,162	214,720	191,430	181,000
Audit services in accordance with regulatory requirements	68,757	66,754	48,016	46,617
Other assurance services	-	215	-	215
	294,919	281,689	239,446	227,832
<i>Other services</i>				
Tax compliance services in respect of Group corporate entities	233,000	62,831	233,000	62,831
Other services	42,075	-	7,000	-
Total remuneration for corporate entities	569,994	344,520	479,446	290,663
Managed funds and superannuation funds*				
<i>Audit & Assurance Services</i>				
Audit and review of managed and superannuation funds	877,057	819,941	705,416	711,275
Audit services in accordance with regulatory requirements	277,773	271,290	221,514	216,670
	1,154,830	1,091,231	926,930	927,945
<i>Other services</i>				
Taxation compliance services and review of constitutions, disclosure documents and tax returns for the Group's managed funds	468,980	275,585	434,000	259,585
Total remuneration for managed funds and superannuation funds	1,623,810	1,366,816	1,360,930	1,187,530

The 'Other services' amounts paid to Deloitte Touche Tohmatsu are in accordance with the Company's auditor independence policy as outlined in the Corporate Governance Statement.

* These fees were paid by the individual managed funds and superannuation funds.

12. Current trade and other receivables

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Trade receivables	2,070,006	2,428,045	1,790,774	2,368,120
Allowance for doubtful debts	(10,747)	(10,646)	(10,747)	(10,646)
Other	1,755,677	1,371,123	2,114,561	1,482,878
	3,814,936	3,788,522	3,894,588	3,840,352

The trade receivables disclosed above are classified as loans and receivables and are therefore measured at amortised cost.

The terms of payment for all trade receivables is 14 days from invoice date. All accounts receivable outstanding more than 30 days are monitored and actively managed. No interest is charged on the trade receivables. An allowance has been made for estimated irrecoverable amounts relating to outstanding trade receivables as determined by a specific review of outstanding accounts. Factors considered in this review include the nature of the debtor, the relationship with the debtor, length of time the debt has been outstanding and knowledge of the reason for the delaying in payment.

Before accepting significant new clients the credit worthiness of these clients is assessed by either executive management or the Due Diligence Committee (DDC) or the Registrable Superannuation Entity Committee (SCC) depending on the type of client. Other new client credit worthiness is assessed by business managers as is appropriate to the size and nature of those clients and also whether the client has funds deposited with the Company/Group from which the Company/Group is permitted to withdraw payment of its fees.

Included within the Group's trade receivable balance are debtors with a carrying amount of \$731,522 (2010: \$383,711) which are past due at the reporting date but these have not been provided for as there has not been a significant change in credit quality and the amounts are considered recoverable. The Group does not hold any collateral over these balances.

Other receivables include corpus commission, dividends and interest receivable. These receivables are with Australian Securities Exchange listed companies, Australian banks, Australian managed investment schemes and client accounts administered by the Company. These amounts are all considered recoverable.

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Trade receivables ageing of past due but not impaired				
Under 30 days	628,530	241,538	349,298	181,612
30 – 60 days	78,909	21,075	78,909	21,075
Over 60 days	24,083	121,098	24,083	121,098
	731,522	383,711	452,290	323,785

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Movement in the allowance for doubtful debts				
Balance at beginning of the year	(10,646)	(22,142)	(10,646)	(22,142)
Impairment losses recognised on trade receivables	(3,099)	(16,656)	(3,099)	(16,656)
Amounts written off as uncollectible	500	1,820	500	1,820
Impairment losses reversed	2,498	26,332	2,498	26,332
Balance at end of year	(10,747)	(10,646)	(10,747)	(10,646)

In determining the recoverability of a trade receivable, the Group considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the reporting date. The concentration of credit risk is limited due to the customer base being large and unrelated. Accordingly, the directors believe that there is no further credit provision required in excess of the allowance for doubtful debts.

13. Other current assets

	Consolidated		Company	
	2011	2010	2011	2010
	\$	\$	\$	\$
Prepayments	523,700	508,050	464,499	472,160
Accrued income	2,230,051	1,337,894	2,034,582	1,197,893
	2,753,751	1,845,944	2,499,081	1,670,053

14. Non-current trade and other receivables

	Consolidated		Company	
	2011	2010	2011	2010
	\$	\$	\$	\$
Corpus commission earned but not collected	108,186	132,167	108,186	132,167
Other	101,008	-	101,008	-
	209,194	132,167	209,194	132,167

15. Other non-current financial assets

	Consolidated		Company	
	2011	2010	2011	2010
	\$	\$	\$	\$
Investment in subsidiaries at cost:				
Shares in subsidiaries	-	-	4,188,733	4,188,733
Available-for-sale investments carried at fair value:				
Australian equities, hybrid shares and managed investments schemes	4,870,526	10,118,786	4,870,526	10,118,786
Loans carried at amortised cost:				
Intercompany loans	-	-	26,626,175	15,639,820
Total	4,870,526	10,118,786	35,685,434	29,947,339

The intercompany loans are non-interest bearing.

16. Property, plant and equipment

Consolidated				
	Computer & telecom equipment at cost \$	Leasehold improvements at cost \$	Office furniture & equipment at cost \$	Total \$
Gross carrying amount				
Balance at 1 July 2009	1,576,191	923,936	479,551	2,979,678
Additions	463,162	6,963	41,020	511,145
Disposals	(301,075)	(12,415)	(1,524)	(315,014)
Balance at 1 July 2010	1,738,278	918,484	519,047	3,175,809
Additions	296,048	-	189,043	485,091
Disposals	(262,111)	(685)	(149,258)	(412,054)
Balance at 30 June 2011	1,772,215	917,799	558,832	3,248,846
Accumulated depreciation/amortisation and impairment				
Balance at 1 July 2009	856,254	713,002	304,827	1,874,083
Disposals	(266,571)	(11,144)	(1,308)	(279,023)
Depreciation expense	315,705	107,477	66,293	489,475
Balance at 1 July 2010	905,388	809,335	369,812	2,084,535
Disposals	(247,725)	(685)	(41,657)	(290,067)
Depreciation expense	315,963	66,112	86,981	469,056
Balance at 30 June 2011	973,626	874,762	415,136	2,263,524
Net book value				
As at 30 June 2010	832,890	109,149	149,235	1,091,274
As at 30 June 2011	798,589	43,037	143,696	985,322

Company				
	Computer & telecom equipment at cost \$	Leasehold improvements at cost \$	Office furniture & equipment at cost \$	Total \$
Gross carrying amount				
Balance at 1 July 2009	1,381,025	644,836	296,903	2,322,764
Additions	428,890	6,963	19,765	455,618
Disposals	(284,475)	(12,415)	(1,525)	(298,415)
Balance at 1 July 2010	1,525,440	639,384	315,143	2,479,967
Additions	288,664	-	20,220	308,884
Disposals	(246,213)	(685)	(19,296)	(266,194)
Balance at 30 June 2011	1,567,891	638,699	316,067	2,522,657
Accumulated depreciation/amortisation and impairment				
Balance at 1 July 2009	733,548	550,740	209,990	1,494,278
Disposals	(254,907)	(11,144)	(1,308)	(267,359)
Depreciation expense	273,080	51,622	29,934	354,636
Balance at 1 July 2010	751,721	591,218	238,616	1,581,555
Disposals	(233,753)	(685)	(18,447)	(252,885)
Depreciation expense	288,833	10,368	25,153	324,354
Balance at 30 June 2011	806,801	600,901	245,322	1,653,024
Net book value				
As at 30 June 2010	773,719	48,166	76,527	898,412
As at 30 June 2011	761,090	37,798	70,745	869,633

16. Property, plant and equipment (cont)

	Consolidated		Company	
Aggregate depreciation recognised as an expense during the year:	2011	2010	2011	2010
	\$	\$	\$	\$
Computer & telecom equipment	315,963	315,705	288,833	273,080
Leasehold improvements	66,112	107,477	10,368	51,622
Office furniture and equipment	86,981	66,293	25,153	29,934
	469,056	489,475	324,354	354,636

No depreciation was capitalised.

Depreciation expense is included in the line item 'depreciation and amortisation expenses' of the income statement.

17. Intangible assets

	Consolidated			
	Computer software	Leasehold makegood	Management rights	Total
	\$	\$	\$	\$
Gross carrying amount				
Balance at 1 July 2009	4,356,903	427,311	19,689,608	24,473,822
Additions	1,373,071	-	-	1,373,071
Disposals	(1,450,860)	(327,311)	-	(1,778,171)
Balance at 1 July 2010	4,279,114	100,000	19,689,608	24,068,722
Additions	1,195,281	24,000	10,250,000	11,469,281
Disposals	(7,386)	-	-	(7,386)
Balance at 30 June 2011	5,467,009	124,000	29,939,608	35,530,617
Accumulated amortisation and impairment				
Balance at 1 July 2009	2,140,355	381,453	342,823	2,864,631
Amortisation expense ⁽ⁱ⁾	398,903	25,858	197,271	622,032
Disposals	(1,396,200)	(327,311)	-	(1,723,511)
Balance at 1 July 2010	1,143,058	80,000	540,094	1,763,152
Amortisation expense ⁽ⁱ⁾	426,176	17,549	197,271	640,996
Disposals	(7,386)	-	-	(7,386)
Balance at 30 June 2011	1,561,848	97,549	737,365	2,396,762
Net book value				
As at 30 June 2010	3,136,056	20,000	19,149,514	22,305,570
As at 30 June 2011	3,905,161	26,451	29,202,243	33,133,855

(i) Amortisation expense is included in the line item 'depreciation and amortisation expenses' of the income statement.

	Company			
	Computer software \$	Leasehold makegood \$	Management rights \$	Total \$
Gross carrying amount				
Balance at 1 July 2009	4,181,106	327,311	-	4,508,417
Additions	1,373,071	-	-	1,373,071
Disposals	(1,450,860)	(327,311)	-	(1,778,171)
Balance at 1 July 2010	4,103,317	-	-	4,103,317
Additions	1,051,947	-	-	1,051,947
Disposals	(7,386)	-	-	(7,386)
Balance at 30 June 2011	5,147,878	-	-	5,147,878
Accumulated amortisation and impairment				
Balance at 1 July 2009	2,077,191	321,453	-	2,398,644
Amortisation expense ⁽ⁱ⁾	368,028	5,858	-	373,886
Disposals	(1,396,200)	(327,311)	-	(1,723,511)
Balance at 1 July 2010	1,049,019	-	-	1,049,019
Amortisation expense ⁽ⁱ⁾	384,016	-	-	384,016
Disposals	(7,386)	-	-	(7,386)
Balance at 30 June 2011	1,425,649	-	-	1,425,649
Net book value				
As at 30 June 2010	3,054,298	-	-	3,054,298
As at 30 June 2011	3,722,229	-	-	3,722,229

(i) Amortisation expense is included in the line item 'depreciation and amortisation expenses' of the income statement.

Significant intangible assets

The Group holds the following management rights. The EquitySuper Master Trust and Apex Superannuation management rights have an indefinite life and the other management rights have finite lives.

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
EquitySuper Master Trust	17,937,616	17,937,616	-	-
Apex Superannuation	10,250,000	-	-	-
Freedom of Choice	674,537	759,978	-	-
Equity Superannuation Management Pty Limited	165,483	205,199	-	-
Holdfast Fund Services Pty Limited	174,607	246,721	-	-
	29,202,243	19,149,514	-	-

The indefinite life management rights (EquitySuper and Apex) have been allocated for impairment testing purposes to the Equity Trustees Superannuation Limited Group (ETSL Group) cash-generating unit. The carrying amount of the indefinite life management rights allocated to the ETSL Group cash-generating unit is \$28,187,616. Refer note 33 for further information regarding Apex Superannuation management rights.

Details of the Equity Trustees Superannuation Limited Group cash generating unit, the value-in-use calculation of the recoverable amount and key assumptions are contained in note 18.

Management has reviewed the useful life of the indefinite life management rights and has determined that these management rights continue to have an indefinite life. In undertaking this review management has considered the economic, competitor and political environment in relation to the superannuation industry, the contractual rights and contractual relationships in relation to these management rights, and ability of the management rights to continue to have value into the foreseeable future.

18. Goodwill

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Cost	8,272,592	8,230,331	-	-
Accumulated impairment losses	-	-	-	-
	8,272,592	8,230,331	-	-
Balance at beginning of the financial year	8,230,331	8,230,331	-	-
Amounts recognised from business combinations occurring during the year	42,261	-	-	-
Balance at end of the financial year	8,272,592	8,230,331	-	-

There are no accumulated impairment losses (2010: nil).

During the financial year the Group assessed the recoverable amount of goodwill and determined that no impairment had occurred (2010: nil).

Allocation of goodwill to cash-generating units

Goodwill has been allocated for impairment testing purposes to the following cash-generating units:

- Equity Trustees Superannuation Limited Group (ETSL Group)
- Equity Trustees Limited – Corporate Fiduciary & Financial Services Segment (CFFS Segment)

The carrying amounts of goodwill allocated to the ETSL Group and CFFS Segment are significant in comparison with the total carrying amount of goodwill. The carrying amount of goodwill was allocated to the following cash-generating units.

	Consolidated	
	2011 \$	2010 \$
ETSL Group	4,592,849	4,550,588
CFFS Segment	3,679,743	3,679,743
	8,272,592	8,230,331

Group of cash-generating units

Equity Trustees Superannuation Limited Group (ETSL Group)

ETSL Group comprises of Equity Trustees Superannuation Limited (ETSL), Equity Superannuation Management Pty Limited (ESM), Equity Investment Management Limited (EIML), four non-trading subsidiaries and Simple Wrap Pty Ltd which has not traded since its formation in 2011. These companies effectively operate as a single business to provide superannuation services.

The recoverable amount of the ETSL Group is determined based on a value-in-use calculation which uses cash flow projections based on management's forecast covering a five year period, together with a further 25 year period based on a conservative rate of growth. These cashflows are discounted at an appropriate risk adjusted rate. Management believes that any reasonable possible change in the key assumptions on which recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the ETSL Group.

The key assumptions used in the value-in-use calculations are the growth rate of funds under management, basis point fee levels, and expense growth rate.

Equity Trustees Limited – Corporate Fiduciary & Financial Services Segment (CFFS Segment)

The goodwill relating to the Holdfast Fund Services business has been allocated to the CFFS segment due to synergistic benefits provided by the CFFS segment to the Holdfast Fund Services business. The recoverable amount of the CFFS segment is determined based on a value-in-use calculation which uses cash flow projections based on management's forecast covering a five year period, together with a further 25 year period based on a conservative rate of growth. These cashflows are discounted at an appropriate risk adjusted rate. Management believes that any reasonable possible change in the key assumptions on which recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the CFFS segment.

The key assumptions used in the value-in-use calculations are the growth rate of funds under management, basis point fee levels, and expense growth rate.

19. Current trade and other payables

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Trade payables ⁽ⁱ⁾	160,981	299,364	74,185	154,124
Goods and services tax payable	198,748	219,133	92,833	154,700
	359,729	518,497	167,018	308,824

(i) The Group's policy is to pay all invoices within 30 days of receipt. No interest charges have been incurred on trade payables.

20. Current provisions

Consolidated					
	Claims ⁽ⁱ⁾ \$	Equity Trustees Foundation donation ⁽ⁱⁱ⁾ \$	Employee benefits (note 24) \$	Other ⁽ⁱⁱⁱ⁾ \$	Total \$
Balance at 1 July 2010	200,000	110,000	924,308	319,445	1,553,753
Additional provisions recognised	136,240	110,000	-	337,416	583,656
Decrease arising from payments	-	(110,000)	-	(288,300)	(398,300)
Decrease arising from re-measurement or settlement without cost	(200,000)	-	-	(31,145)	(231,145)
Other movements	-	-	947,363	-	947,363
Balance at 30 June 2011	136,240	110,000	1,871,671	337,416	2,455,327

Company					
	Claims ⁽ⁱ⁾ \$	Equity Trustees Foundation donation ⁽ⁱⁱ⁾ \$	Employee benefits (note 24) \$	Other ⁽ⁱⁱⁱ⁾ \$	Total \$
Balance at 1 July 2010	200,000	110,000	819,533	315,444	1,444,977
Additional provisions recognised	136,240	110,000	-	334,416	580,656
Decrease arising from payments	-	(110,000)	-	(284,299)	(394,299)
Decrease arising from re-measurement or settlement without cost	(200,000)	-	-	(31,145)	(231,145)
Other movements	-	-	669,666	-	669,666
Balance at 30 June 2011	136,240	110,000	1,489,199	334,416	2,069,855

- (i) The claim provision represents the present value of the directors' best estimate of the future outflow of economic benefits that will be required to settle the current outstanding issues that have been provided for.
- (ii) The Equity Trustees Foundation donation provision is the directors' best estimate of the amount that will be donated to the Equity Trustees Foundation in accordance with the Group's policy of donating one percent of before tax operating profit (excluding profit on sale of investments and investment write-downs).
- (iii) Other provision includes the directors' best estimate of amounts required to meet fringe benefit tax and other trade payment obligations that are owing.

21. Other current liabilities

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
At amortised cost:				
Corpus commission collected but not earned	26,064	33,846	26,064	33,846
Other	23,717	4,068	23,717	4,068
	49,781	37,914	49,781	37,914

22. Non-current provisions

Consolidated			
	Makegood ⁽ⁱ⁾ \$	Employee Benefits (note 24) \$	Total \$
Balance at 1 July 2010	100,000	1,026,982	1,126,982
Additional provision recognised	24,000	-	24,000
Other movements	-	181,533	181,533
Balance at 30 June 2011	124,000	1,208,515	1,332,515

Company			
	Makegood ⁽ⁱ⁾ \$	Employee Benefits (note 24) \$	Total \$
Balance at 1 July 2010	-	809,335	809,335
Other movements	-	85,684	85,684
Balance at 30 June 2011	-	895,019	895,019

- (i) The makegood provision represents the present value of the directors' best estimate of the future outflow of economic benefits that will be required to settle the Group's obligations to makegood its leased premises at the end of the leases.

23. Other non-current liabilities

Consolidated		Company	
	2011 \$	2010 \$	2011 \$
Amounts owing to controlled entity	-	-	100,010
Lease related liabilities	345,670	56,157	345,670
Corpus commission collected but not earned	34,995	34,995	34,995
	380,665	91,152	480,675
			141,738

24. Employee benefits

Consolidated		Company	
The aggregate employee benefits liability recognised and included in the financial statements is as follows:	2011 \$	2010 \$	2011 \$
Provision for employee benefits:			
Current (note 20)			
– Annual leave	504,292	401,557	356,318
– Long service leave	36,652	31,835	27,154
– Bonus	1,238,980	440,569	1,013,980
– Directors' retiring allowance	91,747	50,347	91,747
	1,871,671	924,308	1,489,199
Non-current (note 22)			
– Annual leave	240,759	176,253	154,609
– Long service leave	803,506	622,683	576,160
– Directors' retiring allowance	164,250	228,046	164,250
	1,208,515	1,026,982	895,019
	3,080,186	1,951,290	2,384,218
			1,628,868

The above employee benefit provisions are the directors' best estimate of the future outflow of economic benefits that will be required to settle these future payment obligations.

25. Issued capital

	Consolidated		Company	
	2011	2010	2011	2010
	\$	\$	\$	\$
8,566,384 fully paid ordinary shares (2010: 8,398,724)	43,489,257	40,955,514	43,489,257	40,955,514

Changes to the then Corporations Law abolished the authorised capital and par value concept in relation to share capital from 1 July 1998. Therefore, the Company does not have a limited amount of authorised capital and issued shares do not have a par value.

	2011		2010	
Fully paid ordinary shares	No.	\$	No.	\$
Balance at beginning of financial year	8,398,724	40,955,514	8,235,771	38,198,748
Shares issued under employee share scheme	8,556	136,896	8,030	151,847
Shares issued under employee salary sacrifice	1,289	20,553	-	-
Shares issued – executive share entitlement	-	-	34,944	512,817
Shares issued under dividend reinvestment plan (DRP)	157,815	2,385,422	119,979	2,102,329
Share issue costs net of tax	-	(9,128)	-	(10,227)
Balance at end of financial year	8,566,384	43,489,257	8,398,724	40,955,514

Fully paid ordinary shares carry one vote per share and carry the right to dividends.

Share Awards

In accordance with the provisions of the Equity Trustees Limited Executive Performance Share Plan 1999 (the Plan), as at 30 June 2011, eligible executives have share entitlements over 101,480 ordinary shares (2010: 64,322), in aggregate. Further details of the Plan are contained in the remuneration report within the Directors' Report.

26. Other reserves

	Consolidated		Company	
	2011	2010	2011	2010
	\$	\$	\$	\$
Employee equity-settled benefits reserve ⁽ⁱ⁾	515,502	573,593	515,502	573,593

The movements in the above reserve account is shown in the statement of changes in equity.

(i) Employee equity-settled benefits reserve

The employee equity-settled benefits reserve arises on the granting of share entitlements to eligible employees under the Equity Trustees Limited Executive Performance Share Plan 1999 (the Plan) (refer Directors' Report) and on the provision for shares to be issued to staff under the Employee Share Acquisition Plan (ESAP). The ESAP is in place to allow eligible employees to participate in share allotments as approved by the Board on an on-going basis as deemed appropriate. The Board has not approved the issue of shares under the ESAP in relation to the financial year ended 30 June 2011 and there are no amounts provided for ESAP in 2011 (2010: \$143,000)

27. Investment revaluation reserve

The movement in the investment revaluation reserve account is shown in the statement of changes in equity.

The investment revaluation reserve arises on the revaluation of investment financial assets that are accounted for as available-for-sale (refer note 3.17). Where a revalued asset is sold, that part of the revaluation reserve that relates to the sold asset is transferred to the income statement and where a revalued asset is impaired, the portion of the reserve which exceeds the fair value of the impaired asset is transferred to the income statement.

28. Earnings per share

Consolidated		
	2011	2010
	Cents per share	Cents per share
Basic earnings per share	97.01	96.60
Diluted earnings per share	96.34	96.02

Basic earnings per share		
Consolidated		
The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:	2011	2010
	\$	\$
Earnings	8,228,812	8,045,224
	2011	2010
	No.	No.
Weighted average number of ordinary shares for the purposes of diluted earnings per share	8,482,765	8,327,986

Diluted earnings per share		
Consolidated		
The earnings and weighted average number of ordinary shares used in the calculation of diluted earnings per share are as follows:	2011	2010
	\$	\$
Earnings	8,228,812	8,045,224
	2011	2010
	No.	No.
Weighted average number of ordinary shares for the purposes of diluted earnings per share	8,541,706	8,378,335

There were no discontinued operations (2010: nil).

Consolidated		
The weighted average number of ordinary shares for the purposes of diluted earnings per share reconciles to the weighted average number of ordinary shares used in the calculation of basic earnings per share as follows:	2011	2010
	No.	No.
Weighted average number of ordinary shares used in the calculation of basic earnings per share	8,482,765	8,327,986
Shares deemed to be issued for no consideration in respect of employee share entitlements	58,941	50,349
Weighted average number of ordinary shares used in the calculation of diluted earnings per share	8,541,706	8,378,335

There have been no changes in accounting policies that have had an impact on earnings per share.

29. Dividends

2011		2010	
	Cents per share	\$	Cents per share
			\$
Recognised amounts			
Fully paid ordinary shares			
Interim dividend: Fully franked (Prior year: Fully franked)	50	4,246,920	50
Final dividend: Fully franked (Prior year: Fully franked)	60	5,044,368	60
		9,291,288	9,137,738
Unrecognised amounts			
Fully paid ordinary shares			
Final dividend: Fully franked (Prior year: Fully franked)	50	4,283,738	60
			5,039,234

	Company	
	2011 \$	2010 \$
Franking account balance at 1 July	7,172,628	7,838,604
Tax paid	3,127,950	3,112,528
Franking credits received	65,405	137,669
Franking credits attached to interim and final dividends	(3,981,980)	(3,916,173)
Franking account balance at 30 June	6,384,003	7,172,628
Franking credits that will arise from income tax payable at reporting date	1,312,219	857,736
Franking credits that will arise from receipt of dividends recognised as receivables at reporting date	4,560	5,347
Franking credits to be attached to dividends declared but not recognised	(1,835,888)	(2,159,672)
Net franking credits available	5,864,894	5,876,039

30. Commitments for expenditure

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Capital expenditure commitments				
Intangible Assets				
Not longer than 1 year	25,000	315,075	25,000	315,075
1 to 5 years	-	-	-	-
	25,000	315,075	25,000	315,075
Plant and equipment				
Not longer than 1 year	-	-	-	-

Operating lease commitments

There are three non-cancellable property leases with rent payable in advance as follows:

- Expiring 16 December 2015 with annual increase of a minimum of 3.25% p.a. and maximum of 5.25% p.a.
- Expiring 31 March 2013, with annual increase of 4.5% p.a.
- Expiring 30 June 2016, in relation to a controlled entity.

There is a printer lease with an expiry date of 30 April 2015 which covers a number of printers. These leases have minimum monthly lease payments and additional charges if usage exceeds a set number of monthly prints.

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Non-cancellable operating lease payments				
Not longer than 1 year	1,251,100	1,292,863	916,426	885,305
Longer than 1 year and not longer than 5 years	4,577,277	3,997,459	3,099,249	3,997,459
	5,828,377	5,290,322	4,015,675	4,882,764

In respect of non-cancellable operating leases the following liabilities have been recognised:

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Lease incentives				
Current	104,084	140,891	104,084	91,467
Non-current	359,461	408,468	359,461	408,468
	463,545	549,359	463,545	499,935

The Group has no onerous lease contracts.

There are no non-cancellable operating sub-leases (2010: no non-cancellable operating sub-lease).

31. Contingent liabilities and assets

Contingent liabilities exist in respect of certain trust and estate accounts that are overdrawn, however, these contingent liabilities are mitigated by the assets held by these trust and estate accounts which are considered ample to cover any contingent liability. This position is unchanged from 30 June 2010.

There are no contingent assets (2010: nil).

32. Subsidiaries

Name of entity	Country of incorporation	Ownership interest	
		2011	2010
Parent entity			
Equity Trustees Limited	Australia		
Subsidiaries			
Equity Nominees Limited	Australia	100%	100%
Equity Investment Management Limited	Australia	100%	100%
Equity Trustees Superannuation Limited	Australia	100%	100%
Equity Superannuation Management Pty Limited	Australia	100%	100%
Super.com. Pty Limited	Australia	100%	100%
Super.com.au Pty Limited	Australia	100%	100%
Holdfast Fund Services Pty Limited	Australia	100%	100%
Equity Superannuation Administration Pty Ltd	Australia	100%	-
Apex Super Limited	Australia	100%	-
Simple Wrap Pty Ltd (formerly Simple Wrap Superannuation Pty Ltd)	Australia	75%	-

Equity Trustees Limited is the head entity within the tax consolidated group.

All the above subsidiaries except for Simple Wrap Pty Ltd are members of the tax consolidated group.

Simple Wrap Pty Ltd was formed on 20 May 2011 and the Group owns 75% of the shares.

Refer to note 33 for details regarding subsidiaries acquired during the year.

33. Business combinations

Acquisition of businesses

Apex superannuation business

On 1 November 2010, the Group acquired a 100% interest in Equity Superannuation Administration Pty Ltd (formerly OAMPS Superannuation Management Pty Ltd) and Apex Super Limited (formerly OAMPS Superannuation Ltd) (the Apex companies).

These companies act as administrator and trustee respectively for a superannuation master fund (Apex fund). The objective of the acquisition was to undertake a successor fund transfer of the Apex fund into the existing EquitySuper Master Trust to achieve scale, improvements and efficiencies in the Group's master fund superannuation business. The successor fund transfer of the Apex fund was completed during the 2011 year. The Apex superannuation business continues as part of the EquitySuper Master Trust superannuation business with all the trustee and administration services being provided by the EquitySuper Master Trust's administrator and trustee (Equity Investment Management Limited and Equity Trustees Superannuation Limited respectively) resulting in efficiencies and savings. After the completion of the successor fund transfer the Apex companies became dormant.

Consideration	\$
Cash	10,782,509

Acquisition-related costs amounting to \$206,158 have been excluded from the consideration transferred and have been recognised as an expense in the period in the income statement.

Assets acquired and liabilities assumed at the date of acquisition		\$
Current assets		
Cash and cash equivalents		166,303
Trade and other receivables		211,784
Other current assets		25,680
Non-current assets		
Property, plant and equipment		129,961
Intangible assets		10,250,000
Deferred tax assets		31,945
Current liabilities		
Trade and other payables		(33,199)
Employee entitlements		(42,226)
		10,740,248

Trade receivables acquired with a fair value of \$211,784 had gross contractual amounts of \$211,784. The best estimate at acquisition date of the contractual cashflows not expected to be collected is nil.

Goodwill arising on acquisition		\$
Consideration		10,782,509
Less fair value of identifiable net assets acquired		(10,740,248)
Goodwill arising on acquisition		42,261

Goodwill arose in relation to the acquisition of the Apex companies superannuation business because the acquisition results in some synergy benefits that cannot be separately recognised from goodwill as they do not meet the recognition criteria for identifiable intangible assets. None of the goodwill arising in relation to this acquisition is expected to be tax deductible.

Net cash outflow arising on acquisition		\$
Consideration paid in cash		10,782,509
Less cash and cash equivalent balances acquired		(166,303)
		10,616,206

Impact of acquisition on the results of the Group

The directors of the Group consider that providing profit figures for the Apex business would not be in the best interests of the Group as this information is commercially sensitive. Therefore, no disclosure has been made.

The directors of the Group consider that providing proforma numbers representing an approximate measure of the performance of the combined Group on an annualised basis would not be in the best interests of the Group as this information is commercially sensitive. Therefore, no disclosure has been made.

Simple Wrap Pty Ltd

On 20 May 2011 a company, Simple Wrap Pty Ltd, was incorporated. The company is 75% owned by the Group and has not traded during the 2011 year. It is expected to begin trading in the 2012 year.

The Group has an option to purchase the 25% minority interest in Simple Wrap. As at 30 June 2011, the directors estimate the fair value of this option to be nil. The option will be fair valued at each reporting date.

34. Non-controlling interests

As disclosed in note 33 during the 2011 year a subsidiary, Simple Wrap Pty Ltd, was incorporated. The company is 75% owned by the Group and has not traded during the 2011 year.

	Consolidated	
	2011	2010
	\$	\$
Balance at beginning of the year	-	-
Non-controlling interest arising on issue of shares to minority	25	-
Share of profit for the year	-	-
Balance at end of year	25	-

35. Segment information

Information reported to the Group's Chief Executive Officer for the purpose of resource allocation and assessment of performance is focused on the categories of services provided to customers. The principal categories of services are Wealth Services and Corporate Fiduciary & Financial Services (formerly called Investment Fund services). The Group's reportable segments under AASB 8 are as follows:

Wealth Services

The provision of personal asset management services, including wealth management, trust management, estate planning, executorial, taxation, philanthropic services, and a full service trustee, administration and investment service to employer superannuation funds.

Corporate Fiduciary & Financial Services

A range of services to Australian managed investment schemes and corporate trusts including management, facilitation of distribution, responsible entity and trustees roles, compliance and risk management.

The following is an analysis of the Group's revenue and results from continuing operations by reportable segment. There were no discontinued operations (2010: nil).

	Consolidated	
	2011 \$	2010 \$
Segment revenue		
Wealth Services	23,028,617	19,204,491
Corporate Fiduciary & Financial Services	14,708,136	14,464,330
	37,736,753	33,668,821
Unallocated	2,127,795	1,608,297
Total revenue per income statement	39,864,548	35,277,118

The revenue reported above represents revenue generated from external customers. There were no inter-segment sales (2010: nil). No single customer accounts for 10% or more of the Group's revenue.

	Consolidated	
	2011 \$	2010 \$
Segment net profit before tax		
Wealth Services	7,987,682	7,145,104
Corporate Fiduciary & Financial Services	7,005,331	7,935,300
	14,993,013	15,080,404
Unallocated	(3,509,288)	(3,603,059)
Total net profit before tax per income statement	11,483,725	11,477,345

Segment profit represents the contribution earned by each segment without the allocation of central administration or support business unit costs, investment portfolio income, or income tax. This is the measure reported to the chief operating decision maker for the purpose of resource allocation and assessment of segment performance.

	Consolidated	
	2011 \$	2010 \$
Revenue by product and service		
Wealth management and administration services	11,803,151	10,904,523
Superannuation	11,225,466	8,299,968
Corporate Fiduciary & Financial Services	14,708,136	14,464,330
	37,736,753	33,668,821

Segment assets	Consolidated	
	2011 \$	2010 \$
Wealth Services	37,961,552	27,130,273
Corporate Fiduciary & Financial Services	7,012,559	6,184,876
Unallocated	16,903,271	25,327,064
Total assets per the statement of financial position	61,877,382	58,642,213

For the purpose of monitoring performance the chief operating decision maker reviews balance sheet items for the Group as a whole. The Group's assets and liabilities are not allocated to the reportable segments for management reporting purposes. The above segment assets are the assets directly attributable to each reportable segment. Shared assets have not been allocated to the reportable segments.

Geographic segment

The Group operates only in Australia which is treated as one geographic segment.

36. Related party disclosures

Equity interests in related parties

Details of the percentage of ordinary shares held in subsidiaries are disclosed in note 32 to the financial statements. The Company does not hold any interests in associates, joint ventures or other related parties.

Transactions with key management personnel

(a) Key management personnel remuneration

Details of key management personnel remuneration are disclosed in note 10 to the financial statements and in the Directors' Report.

(b) Loans to key management personnel

The Group had nil key management personnel loans as at 30 June 2011 (2010: nil).

(c) Director and key management personnel equity holdings

Director and key management personnel relevant interests in fully paid ordinary shares of Equity Trustees Limited are as follows:

Consolidated	Balance at 1 Jul 10	Net change	Balance at 30 Jun 11	Balance held nominally
2011	No.	No.	No.	No.
Directors				
D F Groves	584,322	12,868	597,190	-
J R McConnell	19,916	181	20,097	-
J G Kennett	14,860	1,259	16,119	-
B J Jackson (retired on 29 October 2010)	10,500	n/a	n/a	-
J A Killen	6,692	415	7,107	-
R B O Burns	700	300	1,000	-
A J M Williams	354	27	381	-
A M O'Donnell (appointed 26 November 2010)	-	339	339	-
Key management personnel				
T Ryan	14,350	1,293	15,643	-
P B Maddox	12,872	1,022	13,894	-
S R Manuell	12,446	479	12,925	-
H H Kalman	21,155	(8,603)	12,552	-
A D Young	1,100	62	1,162	-
L D Wraith	97	62	159	-

36. Related party disclosures (cont)

Consolidated	Balance at 1 Jul 09	Net change	Balance at 30 Jun 10	Balance held nominally
2010	No.	No.	No.	No.
Directors				
D F Groves	579,858	4,464	584,322	-
J R McConnell	20,108	(192)	19,916	-
J G Kennett	13,970	890	14,860	-
B J Jackson	10,500	-	10,500	-
J A Killen	6,356	336	6,692	-
R B O Burns (joined on 1 March 2010)	-	700	700	-
A J M Williams	333	21	354	-
P J Williams (retired on 28 February 2010)	20,997	n/a	n/a	-
Key management personnel				
H H Kalman	16,400	4,755	21,155	-
T Ryan	8,778	5,572	14,350	-
P B Maddox	7,991	4,881	12,872	-
S R Manuell	7,965	4,481	12,446	-
A D Young	1,045	55	1,100	-
L D Wraith (became a key management person on 1 July 2009)	42	55	97	-
M S F Godfrey (resigned on 19 February 2010)	2,181	n/a	n/a	-

In accordance with the 2007/08 Series of the Executive Performance Share Plan 1999, there were nil ordinary shares issued to key management personnel during the year ended 30 June 2011 (2010: 31,663).

(d) Entitlements to shares of Equity Trustees Limited issued under the Executive Performance Share Plan 1999

Details of entitlements to Equity Trustees Limited shares issued under the Executive Performance Share Plan 1999, are disclosed in the Directors' Report.

(e) Vested shares awards

Details of vested share awards are disclosed in the Directors' Report.

(f) Other transactions with key management personnel

Some directors, key management personnel and their associates have investments in managed investment schemes for which the Company acts as responsible entity. These investments are made at arms length and in the ordinary course of business. Some directors, key management personnel and their associates receive wealth management, superannuation and other financial services from the Group. These services are provided at arms length and in the ordinary course of business except the directors, key management personnel and their associates are entitled to receive the normal available staff discount or other customary discount available in relation to size of business.

A director of the Company was also a director of a company that acted as sponsor and investment manager for a managed investment scheme where the Company acted as responsible entity during the year. All transactions in relation to this managed investment scheme were on an arms length basis.

There were no other related party transactions between the Group or the parent entity and key management personnel or their related entities apart from the above (2010: nil).

Transactions with other related parties

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note. Details of transactions between the Group and other related parties are disclosed below.

The Company had an interest free intercompany account with each of its controlled entities. The amounts owed to the Company by its controlled entities are disclosed in note 15.

The Company and its controlled entities have entered into a tax sharing arrangement, as disclosed in note 3.10.

Controlled entities act as trustee and administrator for the EquitySuper Master Trust, the Public Eligible Rollover Fund, EquitySuper Pooled Superannuation Trust, Valvoline (Australia) Superannuation Fund, OAMPS Super Fund and OAMPS Pooled Superannuation Trust (prior to successor fund transfer) and the Freedom of Choice Superannuation Masterfund from which they receive trustee and administration fees. These fees are contractually agreed with members.

A controlled entity receives fees from the EquitySuper Master Trust and the Freedom of Choice Masterfund for work undertaken on behalf of the EquitySuper Master Trust. Another controlled entity is the Trustee of these Trusts.

A controlled entity receives commissions from the EquitySuper Master Trust and the Freedom of Choice Masterfund. Another controlled entity is the Trustee of these Trusts.

A controlled entity, Equity Investment Management Limited, receives administration and service charges from its subsidiary company, Equity Trustees Superannuation Limited.

All other transactions took place on normal commercial terms and conditions.

Parent entity

The parent entity of the Group is Equity Trustees Limited.

The ultimate Australian parent entity and ultimate parent entity is Equity Trustees Limited.

Investments in managed investment schemes

Included in the investment portfolio of the Company are investments in managed investment schemes where the Company acts as responsible entity. These investments are made on normal commercial terms and conditions.

37. Notes to the cash flow statement

(a) Reconciliation of cash and cash equivalents

For the purpose of the cash flow statement, cash includes cash on hand and in banks and investments in money market instruments, net of outstanding bank overdrafts. Cash at the end of the financial year as shown in the cash flow statement is reconciled to the related items in the consolidated statement of financial position as follows:

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Cash and cash equivalents	6,252,593	4,975,762	5,441,905	4,708,012
Other current financial assets – short-term deposits	-	4,932,618	-	4,750,618
	6,252,593	9,908,380	5,441,905	9,458,630

37. Notes to the cash flow statement (cont)**(b) Reconciliation of profit for the period to net cash flows from operating activities**

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Profit for the period	8,228,812	8,045,224	8,897,845	7,817,421
Income tax expense recognised in profit and loss	3,254,913	3,432,121	2,143,394	2,536,248
(Profit) / loss on sale of investments	(636,526)	(719,522)	(636,526)	(719,522)
Depreciation and amortisation of non-current assets	912,781	914,236	708,372	728,522
Amortisation of management rights	197,271	197,271	-	-
(Profit) / loss on sale of plant and equipment	57,964	85,942	14,330	81,368
Equity-settled share-based payments	78,805	310,719	78,805	310,719
Interest income received and receivable	(293,880)	(710,576)	(259,168)	(690,578)
Dividends received and receivable	(316,000)	(178,636)	(3,316,000)	(1,818,133)
	11,484,140	11,376,779	7,631,052	8,246,045
Movements in working capital				
(Increase)/decrease in current receivables	504,820	255,367	675,908	389,586
(Increase)/decrease in other current assets	(970,947)	(52,509)	(836,688)	(36,622)
(Increase)/decrease in non-current receivables	(1,146,845)	(182,376)	(1,579,334)	(991,510)
(Increase)/decrease in other non-current assets	114,696	169,855	131,464	169,855
Increase /(decrease) in current payables	(76,469)	161,583	(64,754)	(48,779)
Increase /(decrease) in current provisions	1,067,598	572,702	2,007,568	1,459,068
Increase /(decrease) in other current liabilities	415,126	(343,527)	415,126	(343,527)
Increase /(decrease) in non-current provisions	119,258	(196,068)	119,258	(196,068)
Increase/(decrease) in non-current liabilities	161,621	(113,445)	-	(56,334)
Cash generated from operations	11,672,998	11,648,361	8,499,600	8,591,714
Income taxes paid	(3,127,950)	(3,112,528)	(3,127,950)	(3,112,528)
Net cash generated by operating activities	8,545,048	8,535,833	5,371,650	5,479,186

(c) Non-cash financing activities

Non-cash financing activities during the year were dividend reinvestments of \$2,385,422 (2010: \$2,102,329).

(d) Business acquired

On 1 November 2010, the Group acquired a 100% interest in Equity Superannuation Administration Pty Ltd (formerly OAMPS Superannuation Management Pty Ltd) and Apex Super Limited (formerly OAMPS Superannuation Ltd). The amount paid was \$10,782,509.

38. Subsequent events

Effective 1 August 2011, the Group acquired an advisory business specialising in the aged care sector, known as Lifetime Planning and Tender Living Care at a cost of \$1.38m. As the acquisition accounting for this business has not yet been completed the directors do not believe it is appropriate to make disclosures in these financial statements. Disclosures will be included in the 31 December 2011 financial statements.

Since 30 June 2011, Australian and international investment markets have experienced a period of significant volatility. The group earns a major portion of its revenue from fees based on funds under management/administration, with such fees fluctuating in line with investment market volatility.

39. Financial instruments

(a) Capital risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as going concerns while balancing achieving shareholder returns with prudential management of resources, achieving its long-term strategy and meeting the net tangible asset (NTA) requirements imposed by regulatory authorities.

The Group's overall strategy remains unchanged from 2010. The Group has met its NTA requirements throughout the 2011 year as well as throughout the 2010 year.

The capital structure consist only of equity (refer note 25 for details regarding equity instruments issued). The Group operates only in Australia and is subject to a requirement under its RSE licence to maintain NTA of \$5m. There are no other externally imposed capital requirements (2010: nil).

Operating cashflows are used to maintain and expand the Group's financial services activities including providing funds for acquiring suitable businesses that align with the existing financial services activities of the Group. Operating cashflows are also used to fund routine payments of tax and dividends.

The Group's current policy is to fund its activities, including business acquisitions by using accumulated surplus operating cashflow and raising funds through the issue of ordinary shares in the head company, Equity Trustees Limited. This policy is periodically reviewed in light of the Group's long-term strategy, prudential management of resources, dividend policy, market conditions, and NTA requirements and achieving shareholder returns.

(b) Significant accounting policies

Details of the significant accounting policies and methods adopted (including the criteria for recognition, the bases of measurement and the bases for recognition of income and expenses) for each class of financial assets, financial liability and equity instrument are disclosed in note 3.

(c) Categories of financial instruments

	Consolidated		Company	
	2011 \$	2010 \$	2011 \$	2010 \$
Financial assets				
Cash and cash equivalents	6,252,593	4,975,762	5,441,905	4,708,012
Cash and cash equivalents – short-term deposits	-	4,932,618	-	4,750,618
Loans and receivables – trade debtors and other receivables	2,059,259	2,417,398	1,780,027	2,357,474
Available-for-sale financial assets	4,870,526	10,118,786	4,870,526	10,118,786
	13,182,378	22,444,564	12,092,458	21,934,890
Financial liabilities				
Amortised at cost	15,784	101,184	3,422	82,729

During the 2011 financial year there were no financial assets or liabilities designated as at fair value through profit or loss for either the Group or the Company (2010: nil). No financial assets have been pledged as collateral for either liabilities or contingent liabilities (2010: nil). No assets are held as collateral (2010: nil).

(d) Financial risk management objectives

The Group's and the Company's main financial instrument risk exposures relate to market risk (including price and interest rate risk), credit risk, and liquidity risk. Neither the Group nor the Company has any borrowings. The Group and the Company manage financial instrument risk through a combination of executive management monitoring key financial risks and the use of committees that manage and monitor particular activities and their related financial risks.

Both the executive management and committees report to the Board on a monthly basis regarding their activities and the related financial risks. The committees include a Due Diligence Committee (DDC) and an Investment Management Committee (IMC). The DDC reviews new business proposals including the credit risk associated with the counter parties. The IMC responsibilities include reviewing and managing the Group's investment portfolio and its associated financial risks.

The liquidity position of the Group and Company are continuously monitored by executive management and the impact on liquidity of any significant transaction, such as payment of a dividend, acquisition of a new business, and purchase of capital assets is considered prior to the transaction being approved.

39. Financial instruments (cont)

The Group does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes. The Group's investment policy is to hold financial instruments for the long-term to support capital and NTA requirements. The asset allocation of the portfolio is conservative and any changes to investments are approved by the Board. The Group does not use hedging to manage its financial risks.

(e) Market risk

The Group's and the Company's primary exposure in relation to financial instruments is to interest rate risk and price risk. These exposures primarily arise in relation to the Group's and Company's investment portfolio. Neither the Group nor the Company has any borrowings nor do they have any exposure to foreign currency risk in relation to their financial instruments. Neither the Group nor the Company uses derivatives to manage market risks as executive management do not believe these risks warrant the use of derivatives due to their nature and relative low level of risk.

At both the Group and Company level, market risks in relation to financial instruments are managed by executive management and IMC monitoring and review which includes sensitivity analysis. There has been no change from the previous period to the Group's or the Company's exposure to market risk or the manner in which these risks are managed and measured.

(f) Interest rate risk management

The Group and the Company are exposed to interest rate risk in relation to their financial instruments as they have funds invested in variable interest rate investments. Neither the Group nor the Company has any borrowings. The risk is primarily managed by maintaining prudent asset allocations within the investment portfolio, to minimise the impact of movements in interest rates on the overall portfolio whilst maintain acceptable levels of returns, and by continuously monitoring the quality and performance of the investments. These investment processes and reviews are managed by the IMC.

Interest rate sensitivity analysis

A sensitivity analysis in relation to the Group's and Company's exposure to interest rate movements is set out below. Management has assessed the reasonably possible change in interest rates to be plus/minus 100 basis points for 2011 (2010: plus/minus 100 basis points) based on a review of market conditions. This assumes both long- and short-term interest rates will have the same basis point movement.

The sensitivity analysis is calculated using the end of year balance of the financial instrument where this balance is representative of the balance throughout the year. If the end of year balance is not representative of the balance throughout the year, then the sensitivity analysis is calculated using the average balance (calculated on a quarterly basis) held throughout the year.

Consolidated	Carrying amount at 30 Jun 2011	Interest rate risk			
		-1%		+1%	
		Profit \$	Equity \$	Profit \$	Equity \$
2011	\$				
Cash and cash equivalents	6,252,593	(48,395)	n/a	48,395	n/a

Consolidated	Carrying amount at 30 Jun 2010	Interest rate risk			
		-1%		+1%	
		Profit \$	Equity \$	Profit \$	Equity \$
2010	\$				
Cash and cash equivalents	4,975,762	(36,947)	n/a	36,947	n/a
Cash and cash equivalents – short-term deposits	4,932,618	(64,498)	n/a	64,498	n/a
	9,908,380	(101,445)		101,445	

Company	Carrying amount at 30 Jun 2011	Interest rate risk			
		-1%		+1%	
		Profit \$	Equity \$	Profit \$	Equity \$
2011	\$	\$	\$	\$	\$
Cash and cash equivalents	5,441,905	(39,080)	n/a	39,080	n/a

Company	Carrying amount at 30 Jun 2010	Interest rate risk			
		-1%		+1%	
		Profit \$	Equity \$	Profit \$	Equity \$
2010	\$	\$	\$	\$	\$
Cash and cash equivalents	4,708,012	(31,222)	n/a	31,222	n/a
Cash and cash equivalents – short-term deposits	4,750,618	(62,696)	n/a	62,696	n/a
	9,458,630	(93,918)		93,918	

(g) Other price risk

The Group and the Company are exposed to other price risk from their investment in Australian equities and Australian managed investment schemes. These investments are held for long-term investment purposes and support the NTA requirement. These investments are not held for trading purposes and they are not actively traded.

The risk is primarily managed by maintaining prudent asset allocations within the investment portfolio, to minimise the impact of movements in equity prices on the overall portfolio whilst maintaining acceptable levels of returns, and by continuously monitoring the quality and performance of the investments. These investment processes and reviews are managed by the IMC.

Price sensitivity analysis

A sensitivity analysis in relation to the Group's and Company's exposure to other price movements is set out below. This sensitivity analysis has been determined based on the exposure to Australian equities and Australian managed investment schemes. Management has assessed the reasonably possible change in Australian equities to be plus/minus 10%, and Australian managed investment scheme plus/minus 5% or plus/minus 10% (depending on type of underlying assets) based on a review of market conditions.

The sensitivity analysis is calculated using the end of year balance of the financial instrument where this balance is representative of the balance throughout the year. If the end of year balance is not representative of the balance throughout the year, then the sensitivity analysis is calculated using the average balance (calculated on a quarterly basis) held throughout the year.

Consolidated	Carrying amount at 30 Jun 2011	Plus/minus impact	Other price risk			
			Minus impact		Plus impact	
			Profit \$	Equity \$	Profit \$	Equity \$
2011	\$	%				
Available-for-sale investments						
Australian equities	2,018,887	10	n/a	(267,571)	n/a	267,571
Managed investment schemes	2,851,639	+/-5 / +/-10	n/a	(361,762)	n/a	361,762
	4,870,526			(629,333)		629,333

Consolidated	Carrying amount at 30 Jun 2010	Plus/minus impact	Other price risk			
			Minus impact		Plus impact	
			Profit \$	Equity \$	Profit \$	Equity \$
2010	\$	%				
Available-for-sale investments						
Australian equities	3,729,215	10	n/a	(437,735)	n/a	437,735
Australian hybrid shares	341,538	5	n/a	(33,536)	n/a	33,536
Managed investment schemes	6,048,033	+/-5 / +/-10	n/a	(245,580)	n/a	245,580
	10,118,786			(716,851)		716,851

39. Financial instruments (cont)

Company	Carrying amount at 30-Jun-2011	Plus/minus impact	Other price risk			
			Minus impact		Plus impact	
			Profit \$	Equity \$	Profit \$	Equity \$
2011	\$	%				
Available-for-sale investments						
Australian equities	2,018,887	10	n/a	(267,571)	n/a	267,571
Managed investment schemes	2,851,639	+/-5 / +/-10	n/a	(361,762)	n/a	361,762
	4,870,526			(629,333)		629,333

Company	Carrying amount at 30-Jun-2010	Plus/minus impact	Other price risk			
			Minus impact		Plus impact	
			Profit \$	Equity \$	Profit \$	Equity \$
2010	\$	%				
Available-for-sale investments						
Australian equities	3,729,215	10	n/a	(437,735)	n/a	437,735
Australian hybrid shares	341,538	5	n/a	(33,536)	n/a	33,536
Managed investment schemes	6,048,033	+/-5 / +/-10	n/a	(245,580)	n/a	245,580
	10,118,786			(716,851)		716,851

(h) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group and the Company have adopted a policy of only dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The main source of credit risk in relation to financial instruments is from outstanding accounts receivables and investments with banks and managed investment schemes.

Executive management and where applicable the DDC reviews significant new clients before the take on of these clients is approved. The review process includes establishing the credit worthiness of the client. Other new clients are reviewed by business managers for credit worthiness as is appropriate to the size and nature of the client. The IMC reviews and monitors the investments with banks and managed investment schemes including any credit risk issues.

Accounts receivable consists of a large number of customers. Ongoing evaluation is performed on the financial condition of outstanding accounts receivables by the applicable business managers.

The Group does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The credit risk on liquid funds is limited because the Group holds its liquid funds with counterparties that are banks with high credit-ratings assigned by international credit-rating agencies and in managed investment schemes which have a low risk of default.

As outlined in note 36, included in the investment portfolio of the Company and Group are investments in managed investment schemes where the Company acts as responsible entity. Although the Company has a prima facie credit exposure from these investments, this risk is not significant due to the existence of suitable controls including monitoring by the IMC of the quality and security of these investments.

The carrying amount of financial assets recorded in the financial statements, net of any allowances for losses, represents the Company's and Group's maximum exposure to credit risk without taking account of any collateral obtained.

(i) Fair value of financial instruments

The directors consider that the carrying amount of financial assets and financial liabilities recorded in the financial statements approximates their fair values.

The fair values of financial assets and financial liabilities are determined as follows:

- the fair value of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices (Financial assets valued using quoted prices are Australian equities. Managed investment schemes are valued using daily published unit prices.); and
- the fair value of other financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

The Group's investment portfolio, classified as available-for-sale financial assets (refer note 3.17) is measured at fair value. Fair value is determined with reference to quoted market prices including transaction costs.

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into levels 1 to 3 based on the degree to which the fair value is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobserved inputs).

Consolidated		30 Jun 2011		
	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
Available-for-sale investments				
Australian equities	2,018,887	-	-	2,018,887
Managed investment schemes	2,134,873	716,766	-	2,851,639
	4,153,760	716,766	-	4,870,526

Consolidated		30 Jun 2010		
	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
Available-for-sale investments				
Australian equities	3,729,215	-	-	3,729,215
Australian hybrid shares	341,538	-	-	341,538
Managed investment schemes	4,876,400	1,171,633	-	6,048,033
	8,947,153	1,171,633	-	10,118,786

Company		30 Jun 2011		
	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
Available-for-sale investments				
Australian equities	2,018,887	-	-	2,018,887
Managed investment schemes	2,134,873	716,766	-	2,851,639
	4,153,760	716,766	-	4,870,526

Company		30 Jun 2010		
	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
Available-for-sale investments				
Australian equities	3,729,215	-	-	3,729,215
Australian hybrid shares	341,538	-	-	341,538
Managed investment schemes	4,876,400	1,171,633	-	6,048,033
	8,947,153	1,171,633	-	10,118,786

39. Financial instruments (cont)

(j) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the Board of Directors, who have put in place a suitable risk management framework to manage the Group's and Company's short, medium and long-term funding and liquidity management requirements.

The Group and Company manage liquidity risk by maintaining adequate reserves and banking facilities. The liquidity position of the Group and Company are continuously monitored by executive management and the impact on liquidity of any significant transaction, such as payment of a dividend, acquisition of a new business, and purchase of capital assets is considered prior to the transaction being approved.

Neither the Group nor the Company has any derivative financial instruments.

Liquidity and interest risk table

The following tables detail the Company's and the Group's remaining contractual maturity for its non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company/Group can be required to pay. None of the amounts in the table are interest bearing.

	Weighted average effective interest rate %	Less than 1 month \$	1-3 months \$	3 months to 1 year \$	1-5 years \$	5+ years \$
Consolidated						
2011						
Non-interest bearing – trade creditors	-	15,784	-	-	-	-
Financial guarantee contracts	-	-	-	-	-	-
		15,784	-	-	-	-
2010						
Non-interest bearing -trade creditors	-	101,184	-	-	-	-
Financial guarantee contracts	-	-	-	-	-	-
		101,184	-	-	-	-
Company						
2011						
Non-interest bearing – trade creditors	-	3,422	-	-	-	-
Financial guarantee contracts	-	-	-	-	-	-
		3,422	-	-	-	-
2010						
Non-interest bearing – trade creditors	-	82,729	-	-	-	-
Financial guarantee contracts	-	-	-	-	-	-
		82,729	-	-	-	-

At the year end it was not probable that the counterparty to the financial guarantee contract will claim under the contract. Consequently, the amount included above is nil (2010: nil). The maximum amount payable under these guarantees is \$5,717,142 (2010: \$666,227).

The following table details the Company's and the Group's expected maturity for its non-derivative financial assets. The table on page 71 has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets except where the Company/Group anticipates that the cash flow will occur in a different period.

	Weighted average effective interest rate %	Less than 1 month \$	1-3 months \$	3 months to 1 year \$	1-5 years \$	5+ years \$
Consolidated						
2011						
Cash and cash equivalents	4.72	6,252,593	-	-	-	-
Trade and other receivables	n/a	2,059,259	-	-	-	-
Australian equities	n/a	2,018,887	-	-	-	-
Managed investment schemes	n/a	2,134,873	-	716,766	-	-
		12,465,612	-	716,766	-	-
2010						
Cash and cash equivalents	3.96	4,975,762	-	-	-	-
Cash and cash equivalents – short-term deposits	6.03	4,932,618	-	-	-	-
Trade and other receivables	n/a	2,417,398	-	-	-	-
Australian equities and hybrid shares	n/a	4,070,753	-	-	-	-
Managed investment schemes	n/a	4,876,400	-	-	1,171,633	-
		21,272,931	-	-	1,171,633	-
Company						
2011						
Cash and cash equivalents	4.69	5,441,905	-	-	-	-
Trade and other receivables	n/a	1,780,027	-	-	-	-
Australian equities	n/a	2,018,887	-	-	-	-
Managed investment schemes	n/a	2,134,873	-	716,766	-	-
		11,375,692	-	716,766	-	-
2010						
Cash and cash equivalents	3.96	4,708,012	-	-	-	-
Cash and cash equivalents – short-term deposits	6.17	4,750,618	-	-	-	-
Trade and other receivables	n/a	2,357,474	-	-	-	-
Australian equities and hybrid shares	n/a	4,070,753	-	-	-	-
Managed investment schemes	n/a	4,876,400	-	-	1,171,633	-
		20,763,257	-	-	1,171,633	-

Independent Auditor's Report to the Members of Equity Trustees Limited

Deloitte.

Deloitte Touche Tohmatsu
ABN 74 490 121 060

550 Bourke Street
Melbourne VIC 3000
GPO Box 78
Melbourne VIC 3001 Australia

DX: 111
Tel : +61 3 9671 7000
Fax: +61 3 9671 7001
www.deloitte.com.au

Independent Auditor's Report to the Members of Equity Trustees Limited

Report on the Financial Report

We have audited the accompanying financial report of Equity Trustees Limited, which comprises the statement of financial position as at 30 June 2011, the income statement, the statement of comprehensive income, the statement of cash flows and the statement of changes in equity for the year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity, comprising the company and the entities it controlled at the year's end as set out on pages 23 to 71.

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 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. In Note 3, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with International Financial Reporting Standards.

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 of the financial report that gives a true and fair view, 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.

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

Liability limited by a scheme approved under Professional Standards Legislation.
Member of Deloitte Touche Tohmatsu Limited

Deloitte.

Auditor's Independence Declaration

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Equity Trustees Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

- (a) the financial report of Equity Trustees Limited is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the company's and consolidated entity's financial position as at 30 June 2011 and of their performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- (b) the financial statements also comply with International Financial Reporting Standards as disclosed in Note 3.

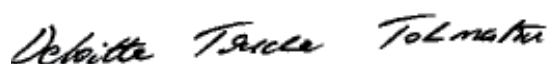
Report on Other Legal and Regulatory Requirements

Report on the Remuneration Report

We have audited the Remuneration Report included in pages 6 to 13 of the directors' report for the year ended 30 June 2011. 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.

Opinion

In our opinion the Remuneration Report of Equity Trustees Limited for the year ended 30 June 2011, complies with section 300A of the *Corporations Act 2001*.



DELOITTE TOUCHE TOHMATSU



G J McLean
Partner
Chartered Accountants
Melbourne, 25 August 2011

Statement of Shareholdings

The Company's shares are listed on the Australian Securities Exchange.

The issued capital of the Company as at 31 August 2011 comprising 8,567,475 fully paid ordinary shares is held by 1,617 shareholders as follows:

<i>Size of holding</i>	<i>Holders of ordinary shares</i>
1 – 1,000*	776
1,001 – 5,000	604
5,001 – 10,000	136
10,001 – 100,000	92
100,001 and over	9
	1,617

* Number of shareholders holding less than a marketable parcel (\$500) based on the market price of \$12.50 as at 31 August 2011 was 53.

<i>Twenty largest shareholders as at 31 August 2011</i>	<i>No. of shares</i>	<i>%</i>
1. Trust Company Fiduciary Services Limited	1,193,942	13.94
2. Australian Foundation Investment Company Limited	703,044	8.21
3. Equity Nominees Limited	308,829	3.60
4. Mirrabooka Investments Limited	299,312	3.49
5. Milton Corporation Limited	235,503	2.75
6. AMCIL Limited	208,967	2.44
7. Superdeck Pty Ltd	184,478	2.15
8. DB Management Pty Ltd	164,150	1.92
9. DB Management Pty Ltd	101,238	1.18
10. Mr Leonard Clive Keyte	97,246	1.14
11. National Nominees Limited	85,157	0.99
12. Charmof Nominees Pty Ltd	76,842	0.90
13. HSBC Custody Nominees (Australia) Limited	68,842	0.80
14. Mr Vernon Thomas Hauser	66,000	0.77
15. Cogent Nominees Pty Limited	64,543	0.75
16. Medical Research Foundation for Women and Babies	60,770	0.71
17. Mr Geoffrey Heeley & Mrs Dorothy Heeley	52,395	0.61
18. DB Management Pty Ltd	51,482	0.60
19. DB Management Pty Ltd	49,949	0.58
20. Mrs Margaret Crutch	45,653	0.53

Substantial shareholders

At 31 August 2011, substantial shareholder notices had been received from the following shareholders:

	<i>Shares held</i>
Trust Company Limited	1,161,567
Australian Foundation Investment Company Limited	624,260
DB Management Pty Ltd and associates	493,560

Equity Trustees Limited

ABN 46 004 031 298
Australian Financial Services
Licence No 240975

Level 2, 575 Bourke Street,
Melbourne, Victoria 3000

GPO Box 2307,
Melbourne, Victoria 3001

Telephone 03 8623 5000
or 1300 133 472
Facsimile 03 8623 5200
Email equity@eqt.com.au
Website www.eqt.com.au

Shareholder Review 2011



Company Profile

Where we started

Equity Trustees Limited was established as a trustee and executor service provider by a special Act of the Victorian Parliament in 1888. We are a publicly listed company on the Australian Securities Exchange.

What we do

We are a financial services institution offering a comprehensive range of financial products and services aimed at growing, managing and protecting wealth.

Our specialist services include providing estate management services, trustee services, legal, financial and taxation advice, personal investment advice – including superannuation – and responsible entity services for external fund managers.

We assist not-for-profit and charitable organisations with their services and financial product needs and offer philanthropy advice to families and individuals seeking to establish charitable trusts.

Where we're headed

We have come a long way in 123 years from our origins as a trustee company. Today we are a dynamic financial services institution, and will continue to grow the breadth and quality of the products and services we offer.

Board of Directors

J A (Tony) Killen OAM
BA, FAICD, FAIM
(Chairman, Non-executive)

Robin B O Burns
DipAcc, FAICD
(Managing Director)

David F Groves
BCom, MCom, CA, FAICD
(Deputy Chairman, Non-executive)

John R McConnell
BCom, FAICD, FAIM, F Fin
(Non-executive)

Alice J M Williams
BCom, FCPA, FAICD, AIF, CFA
(Non-executive)

The Hon Jeffrey G Kennett AC
HonDBus (Ballarat)
(Non-executive)

Anne M O'Donnell
BA (Bkg & Fin), MBA, FAICD, F Fin
(Non-executive)

Company Secretary/ Chief Financial Officer

Terry Ryan
BBus, FCA, F Fin

Joint Company Secretary

Philip B Maddox
LLB, BA, GDipAppFin (Finsia)

Auditor

Deloitte Touche Tohmatsu
550 Bourke Street
Melbourne, Victoria 3000

Share Registry

Computershare Investor Services Pty Ltd
Yarra Falls, 452 Johnston Street
Abbotsford, Victoria 3067

Registered Office

Level 2, 575 Bourke Street
Melbourne, Victoria 3000
Telephone: (03) 8623 5000 or 1300 133 472
Facsimile: (03) 8623 5200
Email: equity@eqt.com.au

Other Offices

Level 4, 124 Walker Street
North Sydney, New South Wales 2060

Level 14, 239 George Street
Brisbane, Queensland 4001

Equity Trustees Limited
ABN 46 004 031 298

Australian Financial Services
Licence No 240975

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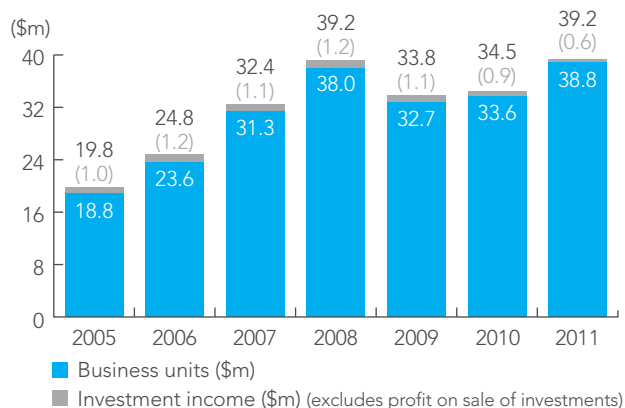
Results at a Glance

Overview of 2011 financial year

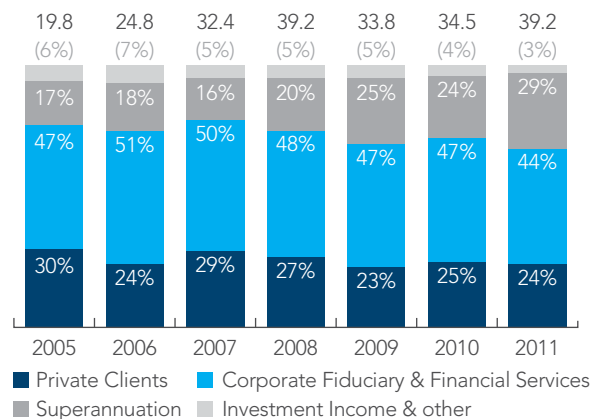
- Adverse business conditions in investment markets affected results, but profit increased.
- All revenue business units remain solidly profitable.
- Organic funds under management and revenue growth varied across business lines.
- Final dividend reduced to match circumstances and move closer to stated policy.
- Changes in business management structure to enhance focus on corporate client relationship management, risk management and compliance.
- Acquisition of Apex super master trust – integrated and EPS positive in 2011.
- Lifetime Planning and Tender Living Care acquired on 1 August 2011 – specialised, high quality advisory business in attractive aged care sector.
- Updated IT platform for trust administration – project completed, achieved scope, within budget.
- Strong new business flows and opportunities in some revenue lines – varies by sector.

Overview – Group results	2011 \$m	2010 \$m	Change
Operating revenue	39.2	34.5	14%
Operating expenses	(28.4)	(23.8)	(19%)
Operating profit before tax	10.8	10.7	1%
Income tax expense	(3.0)	(3.2)	
Operating profit after tax	7.8	7.5	3%
Net profit from sale of investments (net of tax)	0.4	0.5	
Net profit after tax	8.2	8.0	2%
Earnings per share (cents)	97.01¢	96.60¢	
Dividend per share (full year, fully franked)	100¢	110¢	
Operating margin (pre-tax, excluding gains on the sale of investments, including non-recurring costs)	27.5%	31.1%	

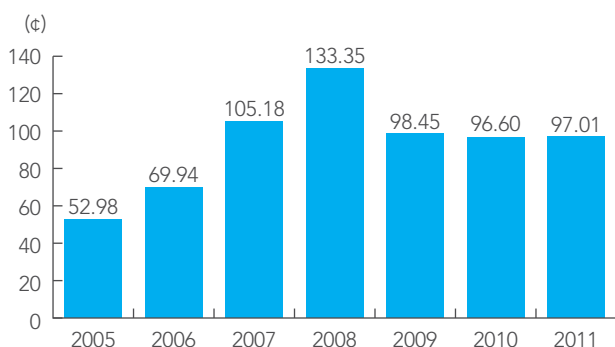
Operating revenue (\$m)



Operating revenue – composition (\$m)

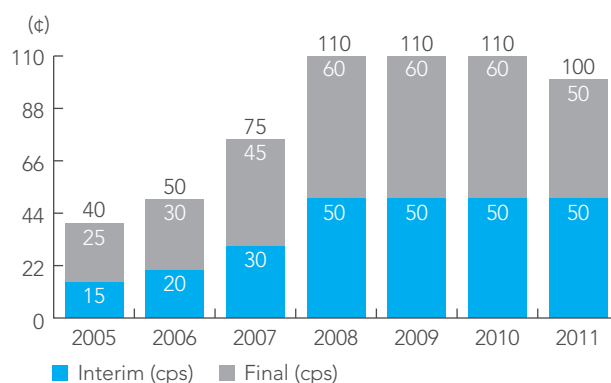


Earnings per share (¢ per share)



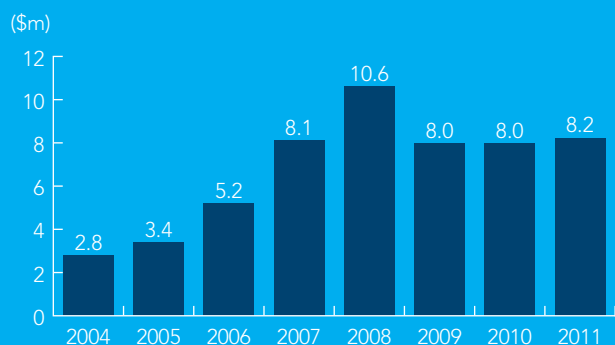
- 0.42% increase in earnings per share (97.01cps)

Dividend per share (¢ per share)



- 100¢ full-year, fully-franked dividend
- Reflecting attractive yield (before franking credits)

Operating profit (net profit after tax \$m)



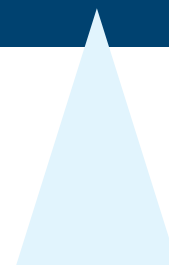
14%

Operating revenue (\$39.2m)

\$8.2m

Net profit after tax (includes profit on sale of investments)

Chairman's Review



J A (Tony) Killen OAM
CHAIRMAN

For the third year in succession I have opened my review by noting the turbulent, volatile and challenging conditions we experienced broadly in investment markets and many major economies during the reporting period. It appears likely that these conditions will continue to be with us for some time as a number of the world's largest and most important trading blocs struggle with low growth, high debt, and other weak economic and business fundamentals. As a result of these factors the 2011 financial year was a mixed one, punctuated by periods of volatility reflecting nervous markets and the concerns about these serious economic problems. Although there were signs of improvement in the first three quarters of the year, the investment markets then followed the pattern of the previous year and experienced a substantial reversal during the June quarter.

These testing business conditions inevitably affected our results but again Equity Trustees was able to demonstrate solid underlying performance with a 2% gain in profit after tax, strong cash flows and a robust, debt-free balance sheet.

However, despite the challenges of the investment markets, the year under review was an active and positive one for the company. Although we would naturally have been pleased to see more than a modest improvement in the result over the previous year, the business continued to move forward with its long-term strategic plans and pursue a good balance between short-term operational development and longer term structural positioning.

We successfully completed one acquisition and announced another (which was finalised after the year end) as well as undertaking some changes in the operational and management structure of the business. Equity Trustees' diversified business activities are well positioned to take advantage of the attractions of the financial services industry in Australia, which has a very positive long-term growth trajectory ahead of it. The Board is confident that the company has a sustainable and sound long-term strategic plan and therefore remains positive that the company will continue to deliver results that reflect the appropriate expectations of stakeholders.

As a result of the continuing uncertainty and the use of cash for acquisitions, the Board announced a reduction in the fully franked final dividend from 60 to 50 cps. Thus the dividend for the full year is 100 cents, fully franked, reflecting an attractive yield before franking credits.

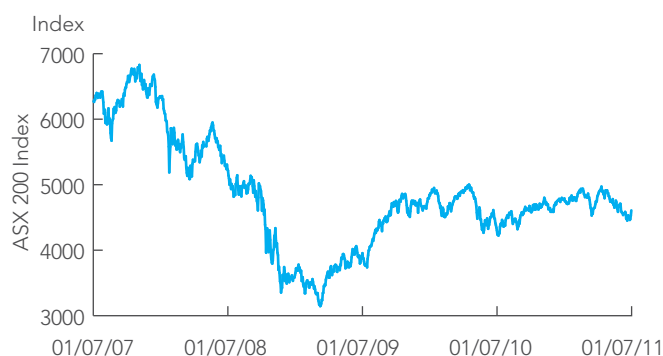
Financial overview

The table on page 4 provides an overview of financial performance for the 2011 financial year, compared to previous periods.

With hindsight, we can now see that the years leading to 2008 were indeed a very benign and conducive environment for the financial services industry and companies like Equity Trustees. Since then, as referred to in my general comments, we have experienced much more challenging conditions.

After growing by a modest 2.1% in 2010, operating revenue grew by a more satisfying 14.0% in 2011, noting that this includes the part-year contribution of the OAMPS superannuation master trust (since renamed Apex), which was acquired on 1 November 2010. Expenses grew at a faster rate, however, reflecting business growth, a number of one-off factors and a small reduction in our overall margin. Net profit after tax improved marginally from last year at \$8.2m. Earnings per share increased slightly to 97.01¢ (on a higher number of shares issued).

ASX 200



The graph above shows the performance of the ASX 200 Index over financial years 2008, 2009, 2010 and 2011. On a cumulative basis the index fell by 26.6% from the beginning of the 2008 year until the end of the 2011 year and by almost 54% from its peak to its trough during the same period.

In a number of our business lines revenue is directly linked to investment market values and, generally, market sentiment and investor activity has a further indirect impact on revenue through changes in overall funds under management and the relative attractiveness of different investment asset categories and products.

Returns to shareholders

The Board's decision to reduce the full year dividend to 100¢ per share has been noted above. This comprises a final dividend of 50¢ per share, following an interim dividend of 50¢ per share. As before, all dividends are fully franked.

This decision reflects the current economic environment and the use of a significant portion of our available cash for two acquisitions. The Board continues to be confident in the underlying fundamentals of the business: strong operating cash flow; debt-free balance sheet; good long-term growth prospects; and a considerable bank of franking credits.

The decision to pay a dividend above the target range and earnings per share in each of the previous two years reflected the conditions in those years and the stronger or more widespread view then that the after-effects of the credit crisis in 2008 would ameliorate more rapidly than we now know will happen.

The Board's longer term policy is to pay dividends representing 70 – 90% of after-tax profit (including profit on the sale of investments). The decision to retain a payout ratio above this range for 2011 does not imply that the above range will be exceeded on average throughout the business cycle.

Strategic direction

The company's strategic plan is built on the following pillars:

- A diversified business, with the advantage of having access to different revenue streams through three distinct operating units – Private Clients, Corporate Fiduciary & Financial Services (CFFS), and Superannuation;
- increasing integration of support business units across the revenue generating units to maximise efficiencies, enhance control, appropriate risk management and
- generating increased sales and strong client retention for organic growth; and
- expansion by acquisition for step growth or strategic transformation.

This strategic approach was first adopted in 2003 and shareholder returns since then are evidence of its success.

The Board, with management, regularly reviews the company's strategic plan, opportunities, challenges and objectives.

In addition to the economic and trading factors affecting our industry and business, we are facing a significant and possibly unprecedented wave of regulatory reform. Whilst a material part of this reform is not directly intended to affect trustee companies or activities it is inevitable that there will be indirect effects, through industry consolidation and other factors, and as a diversified business there are some parts of this reform programme that will directly affect us. In the Managing Director's Review you will read some more detailed comments on this.

The financial services industry is by some measures one of the largest industries in Australia. In the last decade the Australian financial services industry has grown from being approximately the 10th largest in the world (by assets) to now ranking at about 4th position. The flow of money from compulsory superannuation is expected to see our relative size increase further over the next decade or so.

The company's range of activities in this large and growing industry means that we are well placed to continue to be a successful, growing and profitable business, but the size of the industry and our national economic performance, which helps to attract investment and competitors from offshore, also brings challenges. In recent months we have seen examples of large companies growing further by acquisition to position themselves for the post-reform market. This trend is likely to continue and will result in a more markedly stratified industry, with a small number of very large companies controlling the most significant share of the market. As a smaller company it is incumbent on Equity Trustees to be focused and disciplined about what products and services we seek to offer, about where we can successfully compete and about extending our reach and resources beyond our capabilities.

In accordance with this discipline the Board assesses potential acquisitions against a number of key criteria and factors. We are being presented with a considerable number of potential acquisition opportunities, mostly in the financial advisory (or 'wealth management') sector as a result of the external forces I've noted earlier. This sector is of considerable interest to us because it represents a major and attractive profit opportunity, complementary products and services to our existing range, and the potential to expand the distribution scope for our traditional private client trustee business. The demographic forces that will see a historically unprecedented level of net wealth transitioned between generations over the next few decades, and lead many individuals to want high quality advice on wealth protection and transition, are well known and represent a very substantial opportunity for trustee companies.

Making the best of this opportunity will be our most important strategic focus in the medium- to long-term, at the same time as the efficient management and development of the considerable organic growth opportunities we have across our private client, corporate and superannuation business lines.

I have written before about our industry being a people-based one. The company's future success and profitability will be built on the skills, initiative and enthusiasm of our personnel. I would again like to acknowledge the contribution made by our staff during the last few challenging years. Despite the more difficult conditions since 2008 the executive team and staff have maintained the impetus of their ideas to take the business forward, and the consummation of two acquisition opportunities in just under 12 months is a clear sign of their ability to propel the company's development for the very long-term.

We completed the acquisition, transition and integration of the Apex super master trust into the existing EquitySuper master trust in a very efficient manner, to a tight deadline and within our project timetable and costs.

And, as recently announced, on 1 August 2011 the company completed the acquisition of a specialised advisory business known as Lifetime Planning and Tender Living Care. This business provides a number of services in the aged care advisory sector and will be a strong complement to our existing Wealth Management and Personal Estates & Trusts operations.

Balance sheet – capital management

The company's net asset base of \$55.4m (vs. \$53.9m in 2010) remains strong. The liquid asset base passes all our regulatory requirements and routine operational needs. The strength of our capital base and our cash flow should ensure that a capital raising for an appropriate acquisition or for additional capital backing would not be difficult.

Remuneration

Equity Trustees aims to implement a remuneration structure that helps attract and retain staff with the skills, experience and capability to deliver attractive returns to shareholders. In addition to their base remuneration, staff across all levels of the organisation are eligible for short-term incentives, while some staff are also eligible for long-term incentives (a share-based scheme).

All incentives are performance-based and payable only if the company or the relevant business unit meets pre-determined targets which are aligned with the interests of shareholders. In accordance with these parameters, incentive payments were made to eligible staff across the company for the year ended 30 June 2011.

In July 2010 we returned to an annual review of base pay for staff and executives, following the freeze which had applied previously. In performing this review we benchmarked our remuneration levels against peers and the industry generally, using the services of an independent remuneration consultant.

There were no increases to Directors' fees in the year under review. Fees paid to Directors have been unchanged now for three years. This being the case, a market-based review was completed recently and increases made to fees with effect from 1 July 2011. After allowing for these increases the total level of Directors' remuneration continues to be contained within the limit on fees previously approved by shareholders.

The Board

Every three years the Board undertakes a formal performance appraisal performed by an external governance expert. The most recent review was conducted by Baker & Baptist Pty Ltd in the March quarter, 2010. The review concluded, *'The EQT Board continues to perform strongly against the ASX's Corporate Governance Principles and Recommendations'*, and also provided a number of suggestions for improvement in the conduct of the Board's affairs into the future. Progress against these suggestions is regularly reviewed by the Board.

The Board also keeps under review succession planning for its own continuing development. There is a clear view of the skills needed and which we wish to maintain around the Board table, as well as a timetable for orderly renewal of the Board as we face retirements or resignations in the normal course of events. In accordance with this planning the membership of the various Board committees is also reviewed.

John McConnell has advised the Board of his decision to retire at the 2011 AGM after more than nine years of valuable and distinguished service. On behalf of all shareholders and my colleagues on the Board, I thank John for the very significant contribution he has made to our deliberations during a period of considerable success and development for the company.

Outlook

Following what is now known as the Global Financial Crisis, it appeared for a time that recovery might be relatively swifter and surer than the scale of the initial shocks seemed likely to indicate. However, it is now evident that the world faces a much longer period of uncertainty, volatility and weakness in general economic conditions.

This volatility continued to affect investment markets in the year to June 2011, and the early months of this current financial year are following a similar, if not even more marked, pattern. Significant swings in

equity market values appear to happen at times on a daily basis and statistics for the Australian financial services industry indicate that investor and consumer nervousness is being translated into very low or negative net flows to growth investment products and a higher level of household debt repayment than seen in Australia for a very long time.

Although Equity Trustees actually enjoyed positive growth across many of our funds under management and administration categories in 2011, the bulk of net external flows went into lower margin products. It is too early to tell if this pattern will also be evident for the whole of this year but the general conditions have a direct impact on our growth and revenue.

Nevertheless the company has demonstrated good resilience in profits and performance during the last few years and we are cautiously confident that Equity Trustees will continue to operate successfully and develop for the future despite continuing difficult market conditions. When a sustained recovery eventually emerges we believe that the company stands in an excellent position to benefit from it and quickly return to a high growth path.

The Board is confident that the company's overall strategic plan remains relevant and balanced for the conditions and our position. The Board, management and staff will continue to focus on delivering returns to shareholders, developing the company for the future and growing the business in a sustainable and measured way.

Company reporting

This Review is sent to all shareholders.

The financial report for the year ended 30 June 2011 is included in the 2011 Annual Report, which is only posted to shareholders who have previously elected to receive a hard copy. If you would like to request a hard copy you can do so by contacting our share registry, Computershare:

Phone: 1300 367 647 (within Australia) or
+61 3 9415 4299 (outside Australia)

Email: web.queries@computershare.com.au

All documents pertaining to our annual results can be viewed on our website www.eqt.com.au.



J A (Tony) Killen
Chairman

Managing Director's Review



Robin B O Burns
MANAGING DIRECTOR

The financial services industry experienced a mix of external forces and factors in the 2011 financial year that brought both positive and negative influences to bear on the company. I will discuss some of these in more detail later in this report, but the overall tone of business conditions for the year was undoubtedly a challenging one.

As in the previous period, investment markets around the world displayed a higher degree of volatility, nervousness and fear than in the happy conditions of the years leading up to the Global Financial Crisis. In overall terms our business is adversely affected by these sorts of market conditions, not just through direct links between investment market values and some of our revenue streams, but by the overall flow of money into the investment markets and the asset classes it goes into. In turn this affects related business activities, for example as fund managers are reluctant to introduce new products or sustain less well-performing ones through to more positive conditions.

There is no doubt that the short-term reflection is therefore one of operating during a difficult and challenging period, but taking a longer perspective to the industry as a whole brings a more positive view.

In accordance with these mixed themes we managed to grow net profit after tax at 2%, but this overall outcome partially obscured some more gratifying basic developments in the business.

It was a busy and active year for the company, with a number of major steps forward.

Despite the challenges, we managed to achieve organic revenue growth during the year, and added to this with a successful acquisition, but as a result of a higher growth rate in expenses, some competitive market pressure and growth in non-recurring expenses our operating margin (27.5%) was down slightly on the 2010 comparative (31.1%). Overall the business has demonstrated good performance through tough times and remains well placed to grow in the future. If non-recurring expenses are adjusted out of the overall operating margin, the 2011 year would have produced a margin of just under 30%. Given the conditions and the continuing investment we made in staff and systems for the long-term, we are happy that a margin of approximately 30% if attained year-on-year represents a solid and stable base of profitability for long-term returns.

The company's strategic direction and business plans are reviewed regularly. Although we have a core of business activity that remains essentially unchanged since the company commenced in 1888 (and will remain a core into the foreseeable future), we have in recent years developed complementary or associated lines of activity and revenue that bring welcome diversity and leverage to different sectors in the broad financial services industry. This general course of balanced and logical strategic extension and development has continued in our two latest acquisitions, one of which represents scale growth in an existing business and the other an extension into a complementary private client service and advice line.

The industry is undergoing what by any recent or normal standard is a huge amount of regulatory change. Significant legislation is directed at the financial planning sector and at the superannuation sector; trustee industry legislation changes took effect in 2010 with business impacts flowing from that; there are proposed changes to the capital backing regime for responsible entities; potential changes to the taxation of managed investment schemes; a review of the funding and provision of aged care; and a forthcoming national tax forum. In one way or another all these have potential impact on Equity Trustees and have to be monitored, built into planning or scenario development and assessed for positive or negative influences.

I wrote last year in my first report as Managing Director that I was delighted to have joined a company which places such a strong emphasis on looking after the interests of its clients, in the knowledge that over the long term this also delivers excellent results for shareholders and of course our staff.

Our long history of fiduciary responsibility, integrity and disciplined management will continue to provide a very solid base for sustained success in financial services, where these qualities should be paramount. My first full year with the company, whilst bringing of course challenges of various sizes, has positively reinforced those initial reactions and impressions. The company is fortunate to have a highly experienced, capable and commercially ambitious employee team and I have greatly enjoyed being part of it.

Operating performance

The details of our operating performance are shown in the tables and graphs on pages 4 to 5 of this Review. In summary, operating revenue rose by 14% to \$39.2m, while the company's operating expenses also rose during 2011 by 19% to \$28.4m (vs. \$23.8m in 2010). Both operating revenue and expenses include eight months of results from Apex. This acquisition was earnings accretive immediately and in fact produced a better result in the year than we had assumed in our pre-acquisition modelling. Organic revenue growth varied across the business lines and is noted in more detail later in this Review. Total funds under management (FUM)/funds under administration (FUA) at year end grew significantly from \$18.51b to \$21.78b. Although it must be noted that this increase is not directly related to revenue growth due to the different earning streams and timing of flows in and out, it gives an overall view of the scale of the business and its direction and trends.

The operating margin varies across our business units but in all cases is regarded as healthy and well-placed to support scope to invest in the business for future growth.

The most significant factor in expenses growth, other than the Apex addition, lay in the staff costs area. Employment costs account for approximately 66% of our total expense base (not an unusual ratio for our industry), and part of the cost increase in 2011 derived from the staff incentive schemes, which were more individually targeted than in previous years and resulted in a better total payout for staff than in the prior two years. The schemes are set with targets that are aligned with shareholder returns and business objectives as well as being relative to overall business conditions.

We added 21 new roles to the business in 2011. Twelve of these came with the Apex acquisition, five others were 'front office', or business development and growth-focused and four were in support business units, mostly to deal with increased transaction numbers or a conscious upgrading in resources.

Other costs were maintained at ratios largely similar to previous years.

Business unit performance

The company's strategic direction and revenue generation is based on our three core business units. Their key activities and performance data are summarised below:

Business unit	Key services	Target market/channel	2011 Revenue vs 2010	2011 FUM/FUA vs 2010
Private Clients	• Wealth Management • Personal Estates & Trusts • Asset Management • Philanthropy	• Private investors • Business to business referrals	\$9.6m +12.2%	\$1,312m +4%
Corporate Fiduciary & Financial Services	• Distribution • Product management for EQT co-branded funds (managed by external specialists) • Responsible Entity	• Platforms/IDPS • Financial planners • Investment managers	\$17.2m +6.4%	\$19,485m +20.5%
Superannuation	• Full service master trusts • Wealthpac • Freedom of Choice • Apex	• Small-medium size corporates • Members	\$11.2m +34.9%	\$979m +56.9%

Each of the business units recorded positive revenue growth for the year, building on growth in FUM and FUA. In addition, the Superannuation business unit recorded revenue and FUM growth as a result of the acquisition made on 1 November 2010. Each business unit is commented on in more detail later in this Review.

Support services

In addition to the revenue-generating business units the operating structure contains supporting services provided by the following units; Corporate Services; Legal, Risk Management & Compliance; Human Resources; Business Systems & Technology; Marketing; and Operations. A separate Internal Audit function is also in place. These support units are an integral part of the overall organisation and are of equal importance in the pursuit of our corporate goals. The head of each of these units is a member of the group senior executive team.

Business highlights

Operating highlights in the year under review:

- Acquisition of the Apex super master trust on 1 November 2010. The integration of this business was accomplished efficiently and was in all material respects complete by the end of the financial year. This acquisition will help build scale and efficiencies in the Superannuation unit and was a very complementary addition to the existing operation.
- Continued growth in the number of Wealth Management clients during a volatile period. Wealth Management again exceeded most targets for revenue, new clients, and new funds under management.
- Good new business results in estates and charitable trusts. The Personal Estates & Trusts area (part of Private Clients business unit) achieved good revenue growth despite the challenging markets affecting asset-based fees.
- In total the EQT co-branded funds achieved strong net inflows, in contrast to many funds management businesses, however, the inflows were again skewed heavily towards the lower margin asset classes.
- In the Responsible Entity (RE) area in CFFS we established new products for a number of international and local fund managers. Business enquiry and activity in this area remains positive and at 30 June Equity Trustees was RE for 123 funds on behalf of 51 managers (up from 113 funds and 41 managers at the previous year end). Funds under administration in RE grew by more than 20% but the growth here was also dominated by lower margin classes.
- The Superannuation business unit provides the administration and investment platform for a new flat-fee master trust product known as simpleWRAP, launched late in the period and offering a compelling fee advantage compared to many other master trusts or wrap platforms in the market. The product is distributed by our joint venture partner and is aimed at the independent advisory sector.
- On 1 January 2011 we implemented a partial management re-structure. A new group support business unit – Legal, Risk Management & Compliance – was created to oversee these critically important parts of our activities across all business units. Previously each business unit had been responsible for these functions itself but in the intensely and increasingly regulated field of financial services we now believe that a group-wide approach to these functions is a more appropriate model, particularly as we are in the process of implementing a review of risk management across all business units.
- On the same date we combined in one revenue business unit the corporate RE business and the funds distribution business. The clients in funds distribution are all RE clients and the staff involved in servicing both aspects need to be closely integrated in their activities and knowledge of the clients' operations, products and objectives. We also wanted to ensure that these important corporate clients had a single relationship management point within EQT to ensure that all aspects of the relationship are handled efficiently and given appropriate priority.
- We also implemented a revision of the internal management structure of the combined Private Clients unit. The Wealth Management and Asset Management arms of this unit were given separate reporting within the executive leadership team. The newly-acquired aged care advisory business (information on which is covered elsewhere in this Review) will form part of the Wealth Management arm in Private Clients.
- The project to implement a new information technology system for trustee activities was completed during the period. Although this project took longer than originally planned, it was delivered substantially on scope and budget. This new system will provide our administrative base for the future and has the potential to facilitate greater efficiencies in related parts of our transactional and reporting systems. These potential enhancements will be assessed and delivered as part of our normal annual information technology programme.
- It was announced that we had entered negotiations to acquire a specialist financial and service advisory business operating in the aged care sector. This acquisition was completed on 1 August 2011 and is now in the integration phase. This business, operating as Lifetime Planning and Tender Living Care, is highly regarded, profitable, comprises dedicated and experienced staff who display the same values and ethos for client service that we expect at Equity Trustees, and has considerable scope for expansion and development. It represents a logical extension to our existing wealth advisory and total care services and is well placed to participate in the impact of the aging of the Australian population on the need for specialised and trusted advice.

The financial services industry

In last year's report I mentioned the various federal government initiated reviews into parts of the financial services industry. At that time the Cooper Review (into superannuation, and now known as the Stronger Super proposals), Ripoll Inquiry (now subsumed into the *Future of Financial Advice* reforms, or FoFA, examining the retail financial planning sector), and the Henry Tax Review had released a series of recommendations, findings or proposals. To date only the first tranche of draft legislation for FoFA and some Henry Review recommendations have eventuated, although there has been some progress on aspects of the Cooper Review's proposals under examination by the 'Stronger Super Peak Consultative Group' formed to help draft a final position.

That each of the two main industry reviews (FoFA and Stronger Super) is undergoing such an extensive and intense discussion, consultation and negotiation process does indicate the breadth of the reform proposals and the significant impact each is expected to have. Equity Trustees contributes to these reviews or other government consultation requests as and when appropriate. In each of these two main reviews there are potential impacts on our activities and opportunities and therefore we are closely monitoring the unfolding of these initiatives. As referred to already in this Shareholder Review the FoFA changes in particular are very likely to result (there is already strong evidence of this) in increased consolidation in the financial advice (or 'wealth management') industry. The Chairman has already discussed in his report the impact this is having on potential acquisition opportunities and why we are strategically interested in this industry sector.

Naturally Equity Trustees is supportive of reforms which will clearly and demonstrably lead to better outcomes for investors and fund members.

The combined effect of such a significant wave of externally-imposed change with the nervous and volatile conditions in investment markets undoubtedly results in investors feeling less confident about the predictability of their long-term outcomes and financial plans, and hence a reduced propensity to save by investing. The industry also has to deal with a prolonged period of uncertainty whilst the recommendations go through an extended process to eventually emerge as legislation or regulations. This company is relatively unaffected by significant parts of these two reform programmes but as mentioned elsewhere has to maintain a close watching brief. Nevertheless we might reasonably expect that the move of the financial planning industry towards a model that more closely resembles the one that trustee companies have long applied could work in our favour over the medium to long term. It is also feasible that

the greater industry consolidation post-FoFA will in fact enlarge the relative opportunity for independent, high quality, high service wealth management businesses. It is this prospect that drives a number of potential acquisition opportunities in our direction.

Another area of potential impact to us now that we have completed our most recent acquisition is the August 2011 Productivity Commission Report, *Caring for Older Australians*. This report provides analysis of the aged care sector and detailed proposals for aged care reform. However, given the complexity of the financial considerations at a time when an individual first enters aged care, and the demographic forces at play, we believe that overall the report can only help draw attention to the need to plan properly and effectively for this stage of life and maintain a positive environment for our services in this sector.

The final regulatory matter I wish to discuss is ASIC's Consultation Paper 140, 'Responsible Entities: Financial Requirements', issued in September 2010. This paper canvasses proposals to review the required capital backing for REs of registered managed investment schemes. If brought into being as drafted, this could require Equity Trustees to source additional capital, held as liquid assets, to support our RE business activity. Inevitably this would have an impact on each competitor RE directly related to their own capital position at the time of full implementation, so at this stage it is not practical to try to anticipate the effect on revenue, margins or pricing. The paper is still in consultation stages and the company is directly involved in this process.

The business in 2012 and beyond

In recent years, Equity Trustees has sought to develop an active sales and marketing culture to drive long-term growth objectives without losing sight of our prime goal of maintaining high service standards for our clients and beneficiaries. This emphasis will continue in the current year with the objective of accelerating organic FUM/FUA and revenue growth across all business lines.

We will also continue the review and design of the most effective management and operating structure for the combined business activities for the long-term, ensuring that expertise and efficiencies are shared and achieved across all our business units rather than be concentrated in one place or be inconsistently pursued. Allied to this is the implementation of a revised approach to risk management across the group, which is under way.

Integration and then development of the aged care advisory business will be a focus in the early months of the current period. I am pleased to note that the very first results from this business were well in line with our expectations and that all the staff who work there have accepted an offer of their continuing role as part of Equity Trustees.

With the practical stages of the integration of Apex super master trust basically complete, the focus in the Superannuation business unit this period will turn to maximising efficiencies, client relationships and member retention. In addition we will aim to see the simpleWRAP product, and other potential alternative revenue avenues currently in consideration, develop momentum.

The diversified business units within Equity Trustees are well positioned to benefit from the overall positive financial services environment in Australia. We offer competitive specialised services to organisations who want to provide asset management expertise and products to local investors. We operate directly in the rapidly growing superannuation sector with products and services for both corporate clients and individuals. We have long provided personal financial advice and services and our trust and philanthropic services provide a steady base of activity in a field that will experience increasing interest and relevance as forecast demographic changes take effect in coming years.

Equity Trustees has an extensive history of providing advice and services to individuals wishing to manage their wealth – through transition between generations and subsequently helping the succeeding generations grow, protect, and transfer wealth. The ever-increasing complexity of financial markets, the size of the funds and wealth management industries, the expected scale of the wealth transfers between generations, and the need for truly independent, high quality, personalised advice will provide an environment in which Equity Trustees can thrive in the future as it has done for over 120 years.

The company's purpose

Equity Trustees' key stakeholders are our clients, our shareholders, and our staff, many of whom are also shareholders. Protecting, enhancing and nurturing the interests of each of these groups is not only our purpose but the core of the company's values and culture. Our first guiding principle has always been to put our clients' interests and needs first and by doing so guarantee the organisation's integrity, success and longevity.

Trustee companies occupy a special place in the industry and in fact in wider society, not just by legislation but by our long histories, consistent business activities, role and responsibilities. Our reputation for integrity, expertise, diligence and stability is to be envied and protected. In an industry where we manage and advise on substantial sums of money on behalf of others it is these qualities that should be the first qualification of entry.

I look forward to continuing to work with the Board, executives and staff to implement growth initiatives over coming years, to protect and nurture the company's culture and values, and to continue to put our clients' interests and needs first. I am very confident that the company has an exciting, prosperous future and that we can look forward with anticipation to capitalise on the many opportunities that will arise.



Robin B O Burns
Managing Director



'Our long history of fiduciary responsibility, integrity and disciplined management will continue to provide a very solid base for sustained success in financial services, where these qualities should be paramount.'

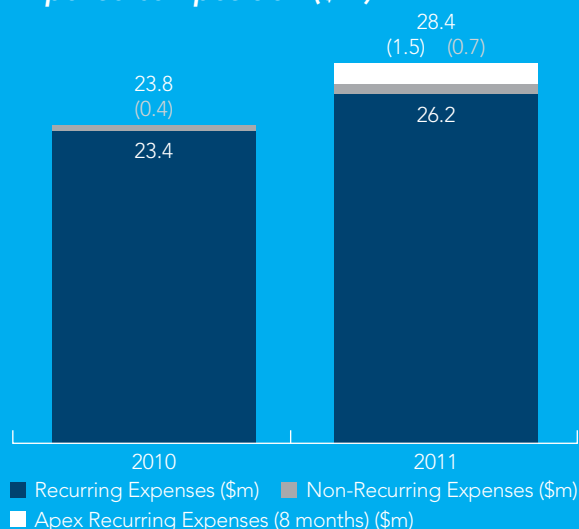
Additional Group Information

Operating margin



This chart illustrates the overall margin, being Operating Profit before Tax (2011 – \$10.8m) as a percentage of Operating Revenue (2011 – \$39.2m). Adjusting the result in 2011 by adding back non-recurring costs, which are included in Operating Profit before Tax, would result in a margin of 29.3%. A margin of 30% is regarded as a healthy, sustainable long-term position for the organisation. The margin in the years 2007 and 2008 reflected exceptionally positive operating conditions.

Expense composition (\$m)

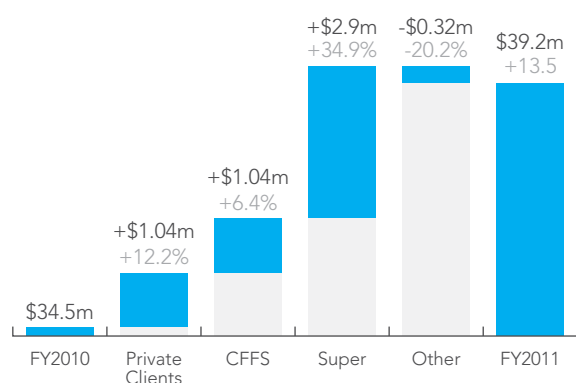


This chart illustrates the three main factors in the growth in operating expenses:

- the expenses incurred by the operations of the Apex super master trust for 8 months;
- an increase in non-recurring costs, which includes one-off items such as the external advisory and legal costs associated with acquisitions; and
- growth in the underlying expense base of 11.8%.

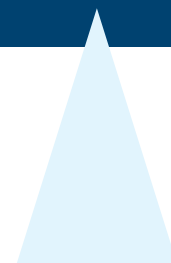
This last factor includes the cost of the new roles added to the group during the year, the remuneration review at 1 July 2010 which included some catch-up effect and the cost of staff incentive payments, which are triggered only if defined objectives are achieved, and are not necessarily incurred each year.

Operating revenue – change



The change in each business unit's contribution to total operating revenue relative to the previous year's base is shown in this chart. It demonstrates the good organic growth achieved in Private Clients and CFFS in 2011. Superannuation's strong growth in 2011 is substantially due to the acquisition of the Apex super master trust on 1 November 2010. The small decline in other revenue is due to the reduction in investment income following the disposal of liquid assets to fund acquisitions.

Business Unit Review



Private Clients

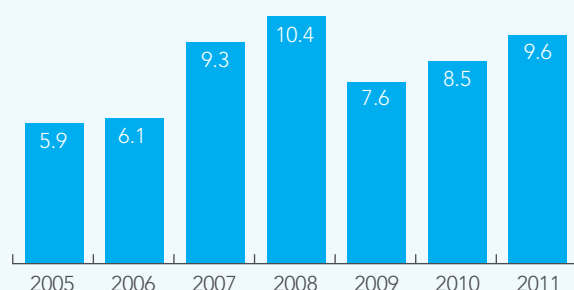
Function

The Private Clients unit comprises three operating arms:

- **Personal Estates & Trusts (PEAT):** estate planning, trustee, executor, taxation, and philanthropic services.
- **Wealth Management:** personalised portfolio management and support services.
- **Asset Management:** overseeing the investment process for internal and external clients and managing internal funds.

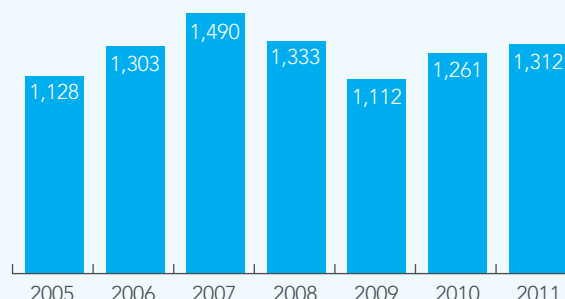
Performance

Operating revenue (\$m)



Operating revenue **up 12.2%** to \$9.6m

Assets under management (\$m)



FUM/FUA at 30 June 2011 **up 4%** to \$1,312m

Operational highlights

- Strong financial performance in PEAT: exceeded FY10 revenue by in excess of 15%.
- Number of new deceased estates in PEAT up 30%.
- Upgraded sales resources and marketing focus in PEAT, including new BDM, and business to business engagement successfully commenced.
- A record year for Wealth Management, with 68 new clients.
- First steps achieved in building Wealth Management client list in our Brisbane office, by marketing to existing and potential client lists.

- Five new perpetual charitable trusts established.
- Customer survey revealed high satisfaction levels, positive engagement and loyalty.

Outlook

- Pricing review in process, aimed at expanding PEAT's target market.
- Enhanced estate planning capability to drive future greenfield growth.
- Integration of Lifetime Planning and Tender Living Care to be earnings accretive immediately and to provide substantial opportunity for revenue synergies through cross-referrals and expansion into new locations.

Corporate Fiduciary & Financial Services

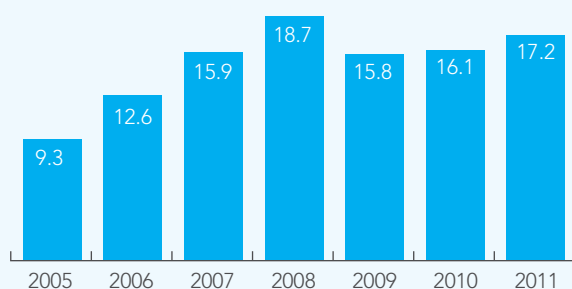
Function

The Corporate Fiduciary & Financial Services (CFFS) unit comprises:

- **Fiduciary services:** responsible entity for managed funds.
- **Funds distribution services:** management and coordination of distribution and marketing for the co-branded retail and wholesale funds.

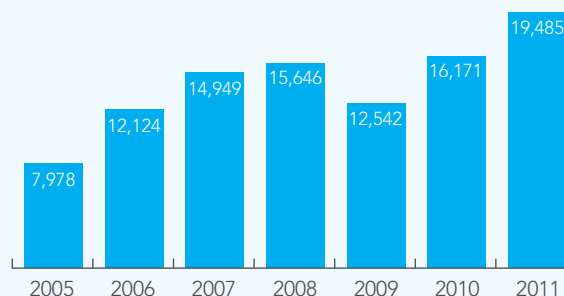
Performance

Operating revenue (\$m)



Operating revenue **up 6.4%** to \$17.2m

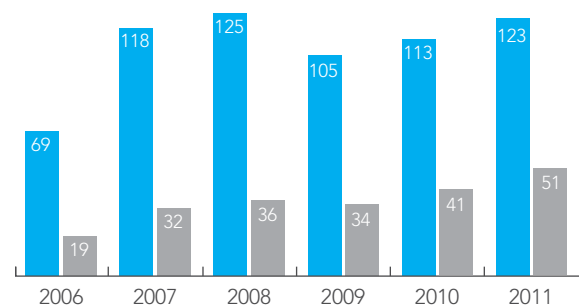
Funds under management and advice (\$m)



FUM/FUA at 30 June 2011 **up 20.5%** to \$19,485m

Operational highlights

Responsible Entity business



■ Number of funds ■ Number of managers

- Co-branded FUM generated strong net inflows – but skewed to defensive assets.
- In RE we added 10 new managers and 12 new funds, although several funds were closed. In total we are now RE for 51 managers and 123 funds.
- Equity Trustees nominated for 4th year in a row as S&P Product Distributor of the Year.
- PIMCO (RE and co-brand client) was nominated as S&P Fund Manager of the Year.

Outlook

- Strong interest from managers wanting to participate in the Australian funds management industry likely to continue.
- Currently five managers in RE take-on process.
- Monitoring ASIC's proposals re capital backing for REs.
- Continuing uncertainty in investment markets likely to ensure strong flows to EQT's defensive asset class products.

Superannuation

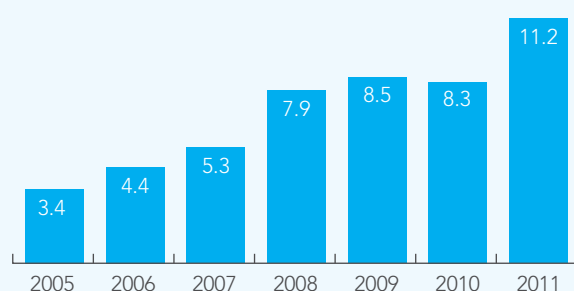
Function

Equity Super offers three master trust products:

- **Wealthpac and Apex:** target the SME corporate market.
- **Freedom of Choice:** targets the individually-driven master trust sector, but is also available for corporates.

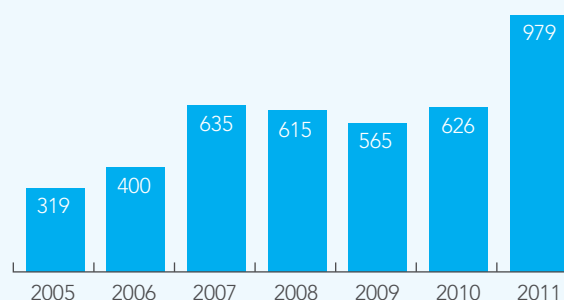
Performance

Operating revenue (\$m)



Operating revenue **up 34.9%** to \$11.2m

Funds under administration (\$m)



FUM at 30 June 2011 **up 56.9%** to \$979m

Operational highlights

- Apex super master trust acquisition contributed a significant growth in revenue and FUM.
- In June 2011, launched simpleWRAP, a full service administration wrap offering a simple and fully transparent pricing model, aimed at higher account balance or self-directed investors. It will be distributed externally through adviser-directed channels.
- Daily online account valuations for EquitySuper members were introduced with effect from 1 July 2010.
- A substantial upgrade of online functionality for both advisers and members of the Freedom of Choice master trust was successfully completed during the year.
- A fully resourced and dedicated customer service centre was established during the year which provides assistance on a variety of membership issues.
- The EquitySuper investment strategies again performed well, achieving out-performance returns for virtually all of the diversified and sector pools.

Outlook

- Changes to legislation within the industry arising from Better Super and FoFA (Future of Financial Advice) are yet to be finalised. It is likely that these changes will be far reaching and will present challenges and opportunities.
- We will be introducing an online facility within the Freedom of Choice and simpleWRAP platforms which will enable members and advisers to enter transactions for shares and fund management investments in real time.
- The changes to the superannuation environment are providing a number of new one-off business development opportunities leveraging our administration platforms and capability.
- Consolidation of custody arrangements will further reduce our fund costs.

Board of Directors



J A (Tony) Killen OAM
CHAIRMAN

BA, FAICD, FAIM

Chairman since August 2007
Non-Executive Director since September 2002

Member of Equity Trustees' Remuneration & HR Committee since September 2004

Tony is Chairman of CCI Investment Management Ltd and Sisters of Charity Community Care Ltd. He is also a non-executive director of listed company Templeton Global Growth Fund Ltd and Catholic Church Insurances Ltd.

Tony is a former Group Managing Director and Chief Executive Officer of AXA Asia Pacific Holdings Ltd, having had a 36 year career with the National Mutual/AXA group. He was also Chairman of Australia's largest not-for-profit health services provider, Sisters of Charity Health Service Ltd. Tony was also a non-executive director of listed company IRESS Market Technology Ltd.

In 2010, Mr Killen was awarded the Medal of the Order of Australia.

Robin B O Burns
MANAGING DIRECTOR

DipAcc, FAICD

Executive Director since March 2010

Robin was appointed Managing Director of Equity Trustees on 1 March 2010. Before joining Equity Trustees he was, from 2002, Chief Executive Officer of Equisuper Pty Ltd, the trustee company for the Equisuper multi-employer superannuation fund. Robin is a non-executive director of the Financial Services Council.

Robin previously worked for AXA Asia Pacific, where he held the positions of General Manager, Corporate Affairs and Chief Executive, Risk Insurance and for the stockbroking firm Prudential-Bache Securities (Australia), where he was Managing Director, having joined the firm as Chief Financial Officer.

Robin has 26 years' experience in the financial services industry. He gained his initial professional qualification as a chartered accountant in the UK in 1981.

David F Groves
DEPUTY CHAIRMAN

BCom, MCom, CA, FAICD

Deputy Chairman since December 2007

Non-Executive Director since November 2000

Chairman of Equity Trustees' Audit & Compliance Committee since January 2003

David is a director of Tassal Group Ltd, Penrice Soda Holdings Limited, Pipers Brook Vineyard Pty Ltd and Kambala, a leading Australian girls' school in Sydney. He is a member of MIR Management Limited Advisory Council and also an executive director of a number of private companies involved in viticulture and investment.

David is a former director of GrainCorp Limited, Mason Stewart Publishing, and Camelot Resources NL, and a former executive with Macquarie Bank Limited and its antecedent, Hill Samuel Australia.

John R McConnell
DIRECTOR

BCom, FAICD, FAIM, F Fin

Non-Executive Director since January 2002

Member of Equity Trustees' Audit & Compliance Committee since January 2003

John has had more than 35 years' experience in banking and finance with the ANZ Banking Group in Australia, New Zealand and the United Kingdom, where his roles included Managing Director of Corporate Banking and Retail Banking, and Deputy Managing Director of Esanda Finance Corporation Ltd.

John is a director of ASG Group Ltd. John was previously a chairman of Guilford Investments Ltd, director of Housewares International Ltd and Kew East Financial Services Ltd. He was a founding director of Family Business Australia Ltd and the Melbourne Community Foundation, and is a past member of the Epworth Medical Foundation.



Alice J M Williams
DIRECTOR

BCom, FCPA, FAICD, ASFA AIF, CFA
Non-Executive Director since
September 2007

Member of Equity Trustees'
Audit & Compliance Committee
since September 2007

Member of Equity Trustees'
Remuneration & HR Committee
since July 2011. Appointed
Chairman in August 2011

Alice has over 25 years of senior
management and board level
experience in the corporate and
government sectors specialising
in investment management,
corporate advisory and equity
fundraising.

Other non-executive directorships
include; Djerriwarrh Investments
Ltd, Defence Health, Guild Group
Holdings Limited and Strategic
Analytics (Australia) Pty Ltd. Alice
is also a council member at the
Cancer Council of Victoria.

Alice was formerly a director of
Victorian Funds Management
Corporation, Avion Technology
Pty Ltd, State Trustees, NM
Rothschild and Sons (Australia)
Limited, Director of Strategy and
Planning for Ansett Australia
Holdings Limited and a Vice
President at JP Morgan Australia.

The Hon Jeffrey G Kennett AC
DIRECTOR

HonDBus (Ballarat)
Non-Executive Director since
September 2008

Member of Equity Trustees'
Remuneration & HR Committee
since September 2008

The Hon Jeffrey Kennett AC was
an officer in the Royal Australian
Regiment, serving at home and
overseas. He was a Member of
the Victorian Parliament for 23
years, and was Premier of Victoria
from 1992 to 1999.

Mr Kennett is currently
Chairman of Open Windows
Australia Proprietary Limited,
CT Management Group
Pty Ltd and beyondblue, the
national depression initiative.
He is also Chairman of the Board
of Management of PFD Food
Services Pty Ltd and a director of
Jumbuck Entertainment Limited.

He is President of the
Hawthorn Football Club
and patron of a number of
community organisations.

In 2005, Mr Kennett was
awarded the Companion
of the Order of Australia.

Anne M O'Donnell
DIRECTOR

BA (Bkg & Fin), MBA, FAICD, F Fin
Non-Executive Director since
September 2010

Member of Equity Trustees'
Audit & Compliance Committee
since December 2010

Anne has some 30 years' experience
in the finance sector. She is an
experienced executive and non-
executive director in the listed,
not-for-profit, and mutual sectors.

Anne is the former Managing
Director of Australian Ethical
Investment Ltd. Anne was formerly
a director of the Financial Services
Council, The Centre for Australian
Ethical Research Pty Ltd, and the
ANZ Staff Superannuation Fund.

Current directorships include:
Community CPS Australia Ltd,
Eastwoods Pty Ltd and The Grain
Growers Association Ltd. Anne is
also an external member of the
UBS Global Asset Management
(Australia) Ltd Compliance
Committee and a member of IP
Australia Audit and Evaluation
Committee.

Information for Shareholders



Annual General Meeting

The Board of Directors of Equity Trustees Limited has great pleasure in inviting all shareholders of the company to attend the Annual General Meeting (AGM).

The AGM will be held on Friday, 28 October 2011 commencing at 11.00am (Australian Eastern Daylight Savings Time) at Deloitte, Level 10, 550 Bourke Street, Melbourne.

All Directors will be in attendance as will the company's external auditor. Light refreshments will be served at the conclusion of the meeting.

A separate Notice of Meeting accompanies this Shareholder Review. If you are planning to attend the meeting in person, please bring the accompanying letter with you to facilitate entry.

If you are unable to attend the AGM you are encouraged to complete the proxy voting form, which accompanies the Notice of Meeting. The proxy form should be returned in the envelope provided or else can be faxed to our share registry, Computershare, on +61 3 9473 2587.

Please ensure that all proxy forms are received no later than 11.00am on Wednesday, 26 October 2011.

Key dates for shareholders

Friday, 16 September 2011

Record date for 2011 final dividend

Friday, 14 October 2011

Payment date of 2011 final dividend

Friday, 28 October 2011 at 11.00am

Annual General Meeting

Deloitte, Level 10,

550 Bourke Street

Melbourne, Victoria 3000

Monday, 27 February 2012

Announce half-year results and interim dividend

Tuesday, 17 April 2012

Interim dividend paid

Equity Trustees' 2011 Annual Report

A copy of Equity Trustees' 2011 Annual Report has been mailed to all shareholders who have previously elected to receive a hard copy of the document.

The Annual Report can be viewed on our website:
www.eqt.com.au/shareholders.aspx

In order to change your election for receipt of a hard copy of our Annual Report, or to request a hard copy be mailed to you, please contact our share registry, Computershare, as follows:

Phone: 1300 367 647 (within Australia) or
+61 3 9415 4299 (outside Australia)

Website: www.investorcentre.com

Equity Trustees Limited

ABN 46 004 031 298
Australian Financial Services
Licence No 240975

Level 2, 575 Bourke Street,
Melbourne, Victoria 3000

GPO Box 2307,
Melbourne, Victoria 3001

Telephone 03 8623 5000
or 1300 133 472
Facsimile 03 8623 5200
Email equity@eqt.com.au
Website www.eqt.com.au