



Appendix 4E – Preliminary Final Report

Trafalgar Corporate Group

For the year ended 30 June 2012

16 August 2012

Name of stapled entity: Trafalgar Corporate Group (TGP)

Entities that form the stapled entity: Trafalgar Corporate Group Limited (TCGL) ACN 113 569 136
Trafalgar Opportunity Fund No 4 (TOF 4) ARSN 107 416 348
Trafalgar Platinum Fund No 12 (TPF 12) ARSN 104 552 598

Trafalgar Corporate Group was formed on 19 July 2005 following the unitholder's of TOF4 and TPF12 approving the merger of TOF4, TPF12 and TCGL. Under the merger arrangements a TOF4 unit, a TPF12 unit and a TCGL share were stapled so that the share and the units comprise one security, which is traded on the ASX.

Details of the reporting period

Current Period: 1 July 2011 to 30 June 2012

Previous Corresponding Period: 1 July 2010 to 30 June 2011

Comparatives

The values provided for the period 1 July 2011 to 30 June 2012 are not considered entirely comparable with the period 1 July 2010 to 30 June 2011. In the main, this is due to the decrease in revenue caused by the sale of investment properties. In Fiscal 2012 net revenue from investment properties was \$8.9 million versus \$13.5 million in Fiscal 2011.

Results for announcement to the market

Highlights

	30 June 2012	30 June 2011	Change	%
Revenue from ordinary activities (\$000)	11,480	17,499	down	34.4
Profit (loss) after tax from ordinary activities (\$000)	1,468	(3,035)	up	148.4
Profit (loss) after tax per security (cents)	1.7	(3.6)	up	147.2

Dividends/Distributions paid for the year per security

	30 June 2012	30 June 2011	Change	%
Capital Distribution - cents	52.0	27.0	up	92.6
Other Distribution - cents	0.0	0.0		0.0
Total Distributions per security	52.0	27.0	up	92.6
Tax deferred amount per security	100%	100%		
Record date for determining entitlements to final dividend/distribution	No Final Dividend Paid	No Final Dividend Paid		
Distribution payment date	N/A	N/A		
Number of securities on issue	85,351,913	85,351,913		
Net tangible assets per security \$	0.73	1.24	down	41.1
Details of Dividend Reinvestment Plan	Not Operating	Not Operating		

Highlights

- Net profit after tax of \$1.47 million
- Corporate & employment costs reduced by \$0.49 million or 14.0%
- Capital Distributions of \$0.52/security paid
- Net Tangible Assets of \$0.73 per security after \$0.52/security returned (2011: \$1.24)
- Debt reduced by \$13.2 million to \$32.6 million
- Total gearing (total liabilities/total assets) 35.8% (2011: 31.2%)
- Weighted average variable cost of debt was 5.84% (2011: 7.31%)
- Total assets were \$97.4 million (2011: \$153.4 million)

Commentary

Trafalgar Corporate Group (ASX: TGP), the property investment and development group, today announced it had achieved an operating profit of \$3.65 million for Fiscal 2012 before allowing for:

- | | |
|--|------------------|
| • Net loss on fair value adjustment of Investment Properties | (\$2.38) million |
| • Impairment of mezzanine debts. | (\$1.32) million |
| • Write back of Joint Venture value | \$1.52 million |

resulting in a profit after tax of \$1.47 million

Activity during Fiscal 2012 continued to focus on:

- Enhancing the lease profile of investment properties so as to maximise their sale price when offered for sale;
- Exiting Joint Venture development activities;
- Closing out mezzanine funding provided to development projects.

As a result of the above:

- By year end the Group's main finance facility with Westpac Banking Corporation which currently has an expiry date of March 2014 was paid down by \$13.2 million to \$32.6 million.
- Capital distributions totaling \$0.52 per security or \$44.38 million were declared and paid during Fiscal 2012.

The net tangible assets (NTA) of the Group decreased to \$0.73 per security as at 30 June 2012 (30 June 2011: \$1.24) largely as a result of the \$0.52 per security capital distributions paid to securityholders.

Investment Portfolio Overview

As at 30 June 2012, Trafalgar's investment portfolio spanned three geographic markets with a 72.0% exposure to the largest Australian market, Sydney, and 20.4% to the Canberra market.

The Directors' valuation of the investment properties still held as at 30 June 2012 was \$78.6 million, down from \$102.9 million as at 30 June 2011. In the main, this reflects the sale of the Fujitsu building which was valued at \$21.78 million as at 30 June 2011, with the reduction in value of the remaining investment properties of \$2.38 million contributing to this decrease due to the impact of the writing down in the present value of the overrent payable under the ATO building lease (\$1.43 million) and a \$1 million decline in the value of the Goulburn building.

Development Portfolio Overview

The Directors have previously announced their intention to withdraw from all property development and to this end, during the year, Trafalgar achieved the following:

- Continued to make inroads into the sale of lots in the Beverley and Nudgee development projects;
- Settled the remaining super lots in the Rhodes Joint Venture;
- Completed the exit from the Redmyre Road, Strathfield project.



Outlook for the Group

Trafalgar Corporate Group now expects to complete the disposal of its remaining development assets in Fiscal 2013.

The primary source of the Group's earnings will continue to be rental income from its investment property portfolio and the focus for FY2013 is to improve the lease expiry profile by completing negotiations with existing tenants to renew their lease terms as well as letting up vacant space.

The Board will also continue to seek to opportunistically sell income producing assets once the lease profile of a property is improved.

Interests in Joint Ventures and Associates

	Activity	Ownership Interest		Share of Profit (Loss)	
		30 June 2012 %	30 June 2011 %	30 June 2012 \$'000	30 June 2011 \$'000
The Frances Park Partnership	Residential Development	50.0	50.0	(8)	(38)
Sydney Airport Centre Joint Venture	Property Investment	0	0	0	(10)
Renewing Homebush Bay Joint Venture	Residential Development	50.0	50.0	1522	(884)
TW Property Developments Pty Limited	Residential Development	50.0	50.0	11	100
Total				1525	(832)

Basis of Report

This report is based on the attached audited Annual Financial Report for Fiscal 2012

Trafalgar Corporate Group Limited
ABN 18 113 569 136

And Its Controlled Entities

Annual Financial Report
For the Year Ended
30 June 2012

Registered Address:

Level 4, 111 Harrington Street

Sydney NSW 2000

Trafalgar Corporate Group Limited and its Controlled Entities
Annual Financial Report
For the year ended 30 June 2012

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Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report

For the year ended 30 June 2012

The Directors present their report together with the annual financial report of Trafalgar Corporate Group Limited and the consolidated entities ("Trafalgar Corporate Group" or "Group") for the year ended 30 June 2012 and the independent auditor's report thereon. The financial report of Trafalgar Corporate Group comprises the consolidated financial reports of Trafalgar Corporate Group Limited (the deemed parent entity), Trafalgar Opportunity Fund No 4 and Trafalgar Platinum Fund No 12 and their respective controlled entities.

Directors

The Directors of Trafalgar Corporate Group Limited ("Company" or "TCGL"), at any time during or since the end of the year are ("the Directors"):

Trafalgar Corporate Group Limited	
Name	Period of Directorship
Non-Executive	
Garry R Sladden	Appointed Director 13 November 2008, Resigned 1 May 2012 Appointed Chairman 31 August 2009, Resigned 1 May 2012
Garry S Charny	Appointed Director 13 November 2008
John R Green (Chairman)	Appointed Director 1 October 2009 Appointed Chairman 1 May 2012
Tony R Pitt	Appointed Director 19 November 2009

Formation of Trafalgar Corporate Group

On 19 July 2005 the unitholders of Trafalgar Opportunity Fund No 4 (TOF 4) and Trafalgar Platinum Fund No 12 (TPF 12) approved the merger of TOF 4, TPF 12 and the Company. Under the merger arrangements a TOF 4 unit, a TPF 12 unit and a Company share were stapled so that the share and the units comprise one security, which is traded on the Australian Securities Exchange (ASX). Investors in Trafalgar Corporate Group are entitled to distributions from TOF 4 and TPF 12 and dividends from the Company. The units and share are stapled together and cannot be traded separately.

Principal activities

During the financial year the principal activities of Trafalgar Corporate Group were:

- a) investment in income producing commercial and industrial properties; and
- b) property development (direct and financing)

The Group announced during the 2008 financial year that it would progressively withdraw from development activities and reduce risks associated with poorer performing development property markets. Further, the Board considered a range of options to close the gap between the security price and net tangible assets and formed the view that it would be in the best interest of Securityholders to pursue an orderly and opportunistic realisation of the Group's investments property assets. This was approved by shareholders at the AGM in November 2010. Significant progress has been made with the asset realisation process and closing the gap between security price and net tangible assets. The Board will only consider sales that achieve the best outcome for Securityholders and will continue to consider other options that may provide a greater return.

There were no significant changes in the nature of the activities of Trafalgar Corporate Group during the year.

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Review of operations

The annual financial report for the year ended 30 June 2012 has been prepared in accordance with the Australian equivalents to International Financial Reporting Standards ("AIFRS"). The financial performance of Trafalgar Corporate Group is as follows:

	For the year ended 30 June 2012	For the year ended 30 June 2011
Revenue and other income (\$'000)	11,480	17,499
Profit (loss) attributable to Securityholders of Trafalgar Corporate Group (\$'000)	1,468	(3,035)
Basic loss per company share (¢)	(0.8)	(5.2)
Basic earnings (loss) per stapled security (¢)	1.7	(3.6)
Dividends and distributions provided or paid by Trafalgar Corporate Group (\$'000)	44,383	23,045

	As at 30 June 2012	As at 30 June 2011
Net assets (\$'000)	62,583	105,498
Number of fully paid stapled securities on issue ('000)	85,352	85,352
Net assets per fully paid stapled security (\$)	0.73	1.24

The Directors have undertaken an assessment of the fair value of the Group's investment property assets at 30 June 2012 having regard to independent valuations. The Directors have determined a decrease in the carrying amount of the investment property assets being brought to account in the statement of comprehensive income of \$2.38 million for the year (30 June 2011: decrease of \$3.89 million). Included in this amount is \$1.43 million (30 June 2011: \$1.43 million) representing the capitalised component of over rent received during the year for the lease agreement in place for the ATO Hurstville investment property.

The weighted average capitalisation rate applicable to the investment property portfolio at 30 June 2012 is 9.59% (30 June 2011: 9.31%), while the weighted average lease expiry is 2.25 years (30 June 2011: 3.54 years). Further information is provided in note 17.

The following major financial transactions occurred during the financial year:

(a) The Rhodes project has seen considerable activity following the completion of remediation in June 2011 including: Commencement of the final stage of infrastructure works; Settlement of Stages 6, 7 & 8; and a return of capital amounting to \$19.5 million to each of the joint venture partners (Total capital distribution was \$39.0 million by the Rhodes Joint Venture).

(b) Settlement of the sale of the Fujitsu Centre occurred on 8 August 2011 with net proceeds being used for debt reduction and capital management purposes within the Group.

(c) The Group declared and paid a total of 52 cents per security in capital distributions during the year. Further information in regards to these capital distributions is provided below.

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Dividends & distributions

The Company did not declare any dividends during the year ended 30 June 2012 or up to the date of this report (30 June 2011: Nil). Capital distributions declared by TPF 12 & TOF 4, directly to Securityholders during the year were as follows:

	For the year ended 30 June 2012		For the year ended 30 June 2011	
	\$'000	Cents per Unit	\$'000	Cents per Unit
Capital distribution - paid 6 May 2011 (<i>TPF 12</i>)	-	-	17,070	20.00
Capital distribution - paid 22 June 2011 (<i>TPF 12</i>)	-	-	5,975	7.00
Capital distribution - paid 21 July 2011 (<i>TPF 12</i>)	17,070	20.00	-	-
Capital distribution - paid 16 September 2011 (<i>TOF 4</i>)	4,267	5.00	-	-
Capital distribution - paid 11 November 2011 (<i>TOF 4</i>)	5,975	7.00	-	-
Capital distribution - paid 14 February 2012 (<i>TOF 4</i>)	3,414	4.00	-	-
Capital distribution - paid 14 February 2012 (<i>TPF 12</i>)	2,561	3.00	-	-
Capital distribution - paid 28 June 2012 (<i>TPF 12</i>)	11,096	13.00	-	-
	44,383	52.00	23,045	27.00

Significant changes in the state of affairs

Key changes in Trafalgar Corporate Group's state of affairs during the year were as follows:

Financing Facilities

The loan facility with Westpac Banking Corporation, provided to the Group via a special purpose borrowing vehicle, was reduced from \$45.77 million to \$32.56 million during the year. The loan facility expiry date was extended from March 2013 to March 2014. For further information on financing facilities refer to note 22.

In the opinion of the Directors, there were no significant changes in the state of affairs of Trafalgar Corporate Group that occurred during the financial year under review other than those listed above or elsewhere in the Directors report.

Likely developments and expected results of operations

In the opinion of the Directors, disclosure of any further information on future developments and results would be unreasonably prejudicial to the interests of the Group.

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Information on Directors & Company Secretary

John R Green - B.Sc. (Hons) in Quantity Surveying, Graduate Diploma in Urban Estate Planning

Independent Chairman

John brings a wealth of experience to the Board, having been involved for more than 25 years with both property development and, more recently, property investment. In this regard, John has been called upon as an expert witness with respect to a number of property related court cases.

Garry S Charny

Non-Executive Director

Garry is the Managing Director and Principal of Wolseley Corporate & Media, a Sydney based corporate advisory house. Prior to that he was joint Managing Director of Accord Capital. He also practised at the Sydney Bar for over a decade in the fields of commercial law and equity. Garry is currently the President of Boost Media International LLC, a New York based media advisory company and a Director of Boost Media International. Garry has sat on numerous boards over the past two decades including The Macquarie Radio Network, Manboom, Magic Millions, April Entertainment and The Apparel Group.

Tony R Pitt - B.Com. (Property), Grad Dip App Fin

Non-Executive Director

Tony is the Founder and Managing Director of 360 Capital Property Group, a Sydney based property investment and funds management organisation with funds under management of approximately \$1.0 billion. Tony is also an Executive Director and major shareholder of Pentagon Property Group, a significant security holder in Trafalgar Corporate Group, with 25.17% of the Group's securities as at 30 June 2012. Tony has in excess of 15 years experience in property valuation, investment, funds management, development and advisory in both the listed and unlisted property sectors. Tony was previously an Executive Director of Mirvac Funds Management Ltd (formerly James Fielding Funds Management Limited), Bankminster Properties Limited and Travelodge Hotel Group. Tony also held positions at Paladin Australia Limited, Jones Lang LaSalle and Richard Ellis. Tony holds a Bachelor of Commerce (Property) and a Graduate Diploma in Applied Finance and Investment.

Peter J Norris - B.Econ. CPA

Chief Financial Officer, Company Secretary & Compliance Officer

Peter joined Trafalgar as Financial Controller & Company Secretary in 2001. Peter has more than 30 years of General Business, Financial Management and Company Secretarial experience and has been involved with ASIC Managed Investment Legislation for more than 10 years. As such he assumes the responsibilities of Compliance Officer with respect to Trafalgar's ASIC Financial Services Licence. Peter's knowledge base stretches across many industries including property, manufacturing, financial services, direct retail, marketing and aviation. Peter is a member of CPA Australia as well as an affiliate of Chartered Secretaries Australia.

Attendance at meetings by Directors

The number of Board meetings and Directors' attendance at those meetings during the year are set out below:

	Board		Audit and Risk Committee		Nominations and Remuneration Committee	
	Meetings Attended	Meetings Held	Meetings Attended	Meetings Held	Meetings Attended	Meetings Held
Garry R Sladden	7	7	3	3	-	-
Garry S Charny	9	10	4	4	1	1
John R Green	9	10	3	4	1	1
Tony R Pitt	10	10	1	1	1	1

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Directors' interests

The following table shows each Director's interest, and or their respective related entities' interest (if any), in Trafalgar Corporate Group Limited as at the beginning and at the end of the year:

	Held at 1 July 2011	Acquisitions	Sales	Held at 30 June 2012
<i>Fully paid securities</i>				
<i>Directors</i>				
Garry R Sladden (Resigned 1 May 2012)	-	-	-	n/a
Garry S Charny	-	-	-	-
John R Green	-	-	-	-
Tony R Pitt *	20,000,000	1,479,009	-	21,479,009
	Held at 1 July 2010	Acquisitions	Sales	Held at 30 June 2011
<i>Fully paid securities</i>				
<i>Directors</i>				
Garry R Sladden	-	-	-	-
Garry S Charny	-	-	-	-
John R Green	-	-	-	-
Tony R Pitt *	19,417,425	582,575	-	20,000,000

* Pentagon Financial Services Pty Limited ("PFS") is the registered holder. Tony Pitt is a shareholder (indirect) of the parent company of PFS.

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Remuneration report - audited

The Directors of Trafalgar Corporate Group Limited present the Remuneration report for the consolidated entity. The report summarises key compensation policies for the year ended 30 June 2012 and provides detailed information on the compensation for Directors' and other key management personnel.

The Remuneration report is set out under the following main headings:

1. Principles used to determine the nature and amount of remuneration;
2. Service agreements; and
3. Details of remuneration

The specific remuneration arrangements described in this report apply to the Chief Executive Officer and the key management personnel as defined in AASB 124 and to the Company Secretary as defined in section 300A of the *Corporations Act*.

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

The Nominations and Remuneration Committee advises the Board on compensation policies and practices generally, and makes specific recommendations on compensation packages and other terms of employment for Non-Executive Directors and other Senior Executives.

The Nominations and Remuneration Committee operates under the delegated authority of the Board. The Nominations and Remuneration Committee's Charter is available on the Corporate Governance page of Trafalgar Corporate Group Limited's website at www.trafalgarcorporate.com

The Nominations and Remuneration Committee is chaired by John Green with Tony Pitt & Garry Charny also holding positions in the Committee.

The responsibilities of the Nominations and Remuneration Committee are to review market practices and recommend to the Board:

1. Remuneration policies of the Company;
2. Remuneration structure and levels for Non-Executive Directors; and
3. Remuneration packages of the Chief Executive Officer and Senior Executives.

The Chief Executive Officer, in turn, reviews the performance and compensation of the Senior Executives and makes recommendations on these to the Committee. The Chief Executive Officer's recommendations recognise the differing responsibilities and skills of Executives as well as different market influences that may affect their total compensation package.

1.1 Remuneration principles

(a) Non-Executive Directors' fees

Securityholders in general meetings approve the aggregate pool available for the remuneration of Non-Executive Directors. The current aggregate pool limit for Directors' fees payable to Non-Executive Directors of \$750,000 per annum was approved by Securityholders at the 2005 Annual General Meeting.

Directors' fees paid to each Non-Executive Director are agreed by the Board, based on recommendations by the Nominations and Remuneration Committee.

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Remuneration report (continued)

1.1 Remuneration principles (continued)

The annual fees payable to Non-Executive Directors are as follows:

- Base fee of \$75,000 plus additional fees of:
 - \$Nil for Chairing the Audit and Risk Committee, previously \$20,000 per annum until 1 May 2012;
 - \$Nil for Chairing the Nomination and Remuneration Committee;
- The Chairman is paid a main Board fee at a higher rate than other Non-Executive Directors to reflect additional workloads and responsibilities. The Chairman is paid \$100,000 per annum, effective from 1 May 2012, previously \$145,000 per annum.

In addition the Non-Executive Directors receive superannuation contributions at the statutory Superannuation Guarantee Levy (SGL) rate.

Retirement allowances for Directors

Non-Executive Directors do not receive any retirement allowance upon retirement from the Board.

(b) Executive remuneration

The Board recognises that the Group's performance is dependent on the quality of its people. To successfully achieve its financial and operating objectives, the Group must be able to attract, motivate and retain highly skilled Executives who are dedicated to the interests of its Securityholders.

The compensation of the Chief Executive Officer and other key management personnel and other staff members may include payments and or allocations under the following categories:

- Fixed remuneration, which comprises cash salary
- Performance linked compensation
- Short term employee benefits, which includes short term cash bonuses, annual leave and other incidental benefits;
- Post employment benefits, comprising superannuation contributions;
- Long term employee benefits including long service leave; and
- Termination benefits as defined in individual employment contracts and as required by law.

Details of each category above are set out below:

Fixed remuneration

Cash salaries are set at a level to attract and retain suitably qualified people to the Company. The salaries are benchmarked to market and reviewed annually by the Nominations and Remuneration Committee, taking account of market conditions, external surveys and advice, skills availability and the Company and individual performance.

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Remuneration report (continued)

1.1 Remuneration principles (continued)

Performance linked compensation

Performance linked compensation includes both short-term and long-term incentives, and is designed to reward key management personnel for meeting or exceeding their financial and personal objectives. No key management personnel are currently receiving performance linked compensation as part of their remuneration package.

Short term employee benefits

For short term cash bonuses the performance targets and reward levels are reviewed by the Chief Executive Officer and are approved by the Nominations and Remuneration Committee. The payment of bonuses is approved by the Nominations and Remuneration Committee following an assessment of the Group's financial performance for the previous 12 months as compared to budgeted results. Failure to achieve budget may result in no bonus payments being approved by the Nominations and Remuneration Committee. Bonuses are paid in July of each year following the year in which they were earned. No bonuses will be paid with respect to the year ended 30 June 2012.

Other incidental benefits include provision of car parking spaces at office locations.

Post employment benefits

All salaried employees have the opportunity to direct their superannuation to a fund of their choice as required by Federal legislation. The Company contributes up to 9% of salary in line with Superannuation Guarantee requirements.

Termination/Retention benefits

The Board is mindful that in order to carry out its strategy of opportunistically realising assets so as to maximise the capital returned to Securityholders, the Group must retain the staff that can implement this strategy. With this in mind, in September 2010, the Board made amendments to the employment contracts of key management personnel to include retention benefits. Under the amended terms of their employment contracts, Messrs Williams (CEO) and Norris (CFO & Company Secretary) become entitled to 9 months remuneration and 6 months remuneration respectively should their employment be brought to an end by Trafalgar for any reason other than misconduct, incapacity or performance, or where grounds for summary termination or serious misconduct exist. These changes were considered necessary in order to ensure their knowledge and expertise was retained, as Group asset sales were realised and the Group's activities are wound down.

2. Service agreements

Service agreements are entered into for all persons employed by the Company. Notice periods of six months for the CEO, CFO/Company Secretary and Financial Controller, and one month for all other staff apply to these service agreements and no notice provisions apply where termination occurs as a result of misconduct or serious breach of agreement. Compensation arrangements for early termination of an Executive's contract for reasons outside the control of the individual or where the Executive is made redundant may give rise to a severance payment at law.

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Remuneration report (continued)

2. Service agreements (continued)

Set out below is a summary of the terms of the service agreements for the key management personnel employed at 30 June 2012:

	Braith H Williams Chief Executive Officer	Peter J Norris Chief Financial Officer & Company Secretary
Date of agreement	20 September 2007	1 July 2005
Term of agreement	Open-ended	Open-ended
Non-solicitation of other personnel	12 months	12 months
Termination notice - Trafalgar	6 months	4 months
Termination notice - Employee	6 months	6 months

Apart from the details disclosed in this note, no key management personnel have entered into a material contract with the consolidated entity since the end of the previous financial year and there were no material contracts involving key management personnel interests existing at year end.

3. Details of remuneration

Details of the remuneration of the Directors and other key management personnel of the consolidated entity are set out in the following table:

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Remuneration report (continued)

Short-Term Employee Benefits									
Name	Year	Cash Salary \$	Short-Term Cash Bonus \$	Non Monetary Benefits \$		Other Benefits \$	Superannuation \$	Long Service Leave \$	Total \$
Non-Executive Directors									
Garry R Sladden - (Chairman -- Resigned 1 May 2012)	2012	121,391	-	-	-	-	10,925	-	132,316
	2011	145,000	-	-	-	-	13,050	-	158,050
Garry S Charny	2012	75,000	-	-	-	-	6,750	-	81,750
	2011	75,000	-	-	-	-	6,750	-	81,750
John R Green - (Chairman -- Appointed 1 May 2012)	2012	95,833	-	-	-	-	8,625	-	104,458
	2011	95,000	-	-	-	-	8,550	-	103,550
Tony R Pitt	2012	75,000	-	-	-	-	6,750	-	81,750
	2011	75,000	-	-	-	-	6,750	-	81,750
Sub Total Non-Executive Directors		367,224	-	-	-	-	33,050	-	400,274
		390,000	-	-	-	-	35,100	-	425,100
Other Key Management Personnel									
Braith H Williams-Chief Executive Officer ¹	2012	434,225	-	9,313	56,250	15,775	7,108	522,671	
	2011	434,801	-	8,638	168,750	15,199	12,669	640,057	
Peter J Norris-Chief Financial Officer & Company Secretary ²	2012	236,825	-	3,335	23,650	15,775	3,847	283,432	
	2011	237,401	-	3,314	66,150	15,199	14,546	336,610	
Totals by each component		1,038,274	-	12,648	79,900	64,600	10,955	1,206,377	
		1,062,202	-	11,952	234,900	65,498	27,215	1,401,767	
Totals by category			1,130,822			64,600	10,955	1,206,377	
			1,309,054			65,498	27,215	1,401,767	

¹ Other Benefits includes accrued Termination/Retention benefits of \$56,250. Refer to 1.1 of the Remuneration report for further information on Termination/Retention benefits.

² Other Benefits includes accrued Termination/Retention benefits of \$21,250 and a \$2,400 Car Allowance. Refer to 1.1 of the Remuneration report for further information on Termination/Retention benefits.

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Indemnification and Insurance of Directors and Officers

In the 2012 financial year a premium of \$59,272 (30 June 2011: \$61,959) was paid in respect of a Directors and Officers Liability insurance policy for the benefit of the above Directors and key management personnel. Effective from 1 April 2006 the Directors and Officers Liability insurance policy held by Trafalgar Corporate Group Limited was endorsed to cover the risk previously provided for in the Investment Managers insurance policy taken out by the Responsible Entity, namely Trafalgar Managed Investments Limited (TMIL).

The Company has not indemnified the auditor of the Group.

The Company and Trafalgar Managed Investments Limited have entered into a Deed of Access, Indemnity and Insurance with each Director and the Chief Executive Officer. The indemnity is subject to restrictions prescribed in the Corporations Act 2001. In summary the Deed indemnifies Directors to the fullest extent permitted by law against liabilities arising as a result of acting as a Director or Officer. An indemnity is also provided for related legal costs.

Non-audit services

During the year KPMG, the Group's auditor, has performed certain other services in addition to their statutory duties.

The Board has considered the non-audit services provided during the year by the auditor and is satisfied that the provision of the non-audit services during the reporting period by the auditor is compatible with, and did not compromise, the auditor independence requirements of the *Corporation Act 2001* for the following reasons:

- The Board's own review conducted in conjunction with the Audit and Risk Committee, having regard to the Board's policy with respect to the engagement of the Company's auditor to ensure the services do not impact on the integrity and objectivity of the auditor.
- The declaration of the independence provided by KPMG, as auditor of the Company.
- The fact that none of the non-audit services provided by KPMG during the year involved reviewing or auditing the auditor's own work, acting in a management or decision making capacity for the Company, acting as an advocate for the Company or jointly sharing risks and rewards.

Details of the amounts paid to the auditor of the consolidated entity, KPMG, and its related practices for non-audit services provided during the year are set out below. Refer to note 7 for details of amounts paid for audit services by the Group.

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Indemnification and Insurance of Directors and Officers

The following non-audit services were provided by the entity's auditor, KPMG. The Directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The nature and scope of each type of non audit service provided means that auditor independence was not compromised.

	30 June 2012	30 June 2011
	\$	\$
Services other than statutory audit:		
Taxation services	103,178	71,465
Audit of regulatory returns	4,725	4,500
Other assurance services	20,780	23,600

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' report (continued)

For the year ended 30 June 2012

Events subsequent to reporting date

On 3 July 2012, the Group entered into a Heads of Agreement for the sale of 2B Factory Street, Granville.

There are no further matters or circumstances not otherwise dealt with in this report or the financial statements that have significantly or may significantly affect the operations of the consolidated entity, or the state of the consolidated entity's affairs in this financial report or current and future financial periods.

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

The lead auditor's independence declaration is set out on page 15 and forms part of the Directors' report for the year ended 30 June 2012.

Rounding off

The Company is of a kind of entity referred to in ASIC Class Order 98/100 dated 10 July 1998 and in accordance with that Class Order, amounts in the financial report and Directors' report have been rounded to the nearest thousand dollars, unless otherwise stated.

This report is made with a resolution of the Directors:



John R Green
Chairman



Tony R Pitt
Director

Dated at Sydney this 16th day of August 2012



Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To: the directors of Trafalgar Corporate Group Limited

I declare that, to the best of my knowledge and belief, in relation to the audit for the financial year ended 30 June 2012 there have been:

- (i) no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the audit.

KPMG

KPMG

A handwritten signature in black ink, appearing to read 'Paul Thomas'.

Paul Thomas
Partner

Sydney
16 August 2012

Trafalgar Corporate Group Limited and its Controlled Entities
Consolidated statement of comprehensive income
For the year ended 30 June 2012

	Note	30 June 2012 \$'000	30 June 2011 \$'000
Revenue and other income			
Rent from investment properties	4	10,641	16,099
Management fee income		-	18
Finance income	5	602	1,381
Other income		237	1
Total revenue and other income		11,480	17,499
Rates, taxes and other property outgoings		(2,057)	(2,913)
Consultants and professional fees		(681)	(741)
Management and administration expenses		(737)	(847)
Depreciation	19	(35)	(43)
Employee benefits expense	6	(1,743)	(1,867)
Net loss on fair value adjustment of investment properties	17	(2,377)	(3,887)
Net gain on fair value adjustment of financial instruments	5	-	1,285
Net gain (loss) on disposal of investment properties		67	(38)
Reversal of impairment (impairment) of available for sale investments	16	4	(109)
Reversal of impairment (impairment) of equity accounted investments	18	1,514	(922)
Impairment of third party loans receivable	14	(1,324)	(2,423)
Results from operating activities		4,111	4,994
Finance expenses	5	(2,654)	(8,119)
Share of profit on investments accounted for using the equity method	18	11	90
Profit (loss) before income tax expense		1,468	(3,035)
Income tax expense	8	-	-
Profit (loss) for the year		1,468	(3,035)
Other comprehensive income for the year		-	-
Total comprehensive income (loss) for the year		1,468	(3,035)

Trafalgar Corporate Group Limited and its Controlled Entities
Consolidated statement of comprehensive income (continued)
For the year ended 30 June 2012

	Note	30 June 2012 \$'000	30 June 2011 \$'000
Profit (loss) attributable to:			
Equity holders of the company		(666)	(4,453)
Minority interest		2,134	1,418
Profit (loss) for the year		<u>1,468</u>	<u>(3,035)</u>
 Total comprehensive income (loss) attributable to:			
Equity holders of the company		(666)	(4,453)
Minority interest		2,134	1,418
Total comprehensive income (loss) for the year		<u>1,468</u>	<u>(3,035)</u>
 Basic and diluted (loss) per company share	11	(0.8)c	(5.2)c

The above Consolidated Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

Trafalgar Corporate Group Limited and its Controlled Entities
Consolidated statement of changes in equity
For the year ended 30 June 2012

	Trafalgar Corporate Group Limited			Minority Interest TPF 12 and TOF 4		Total Equity \$'000
	Capital \$'000	Retained earnings \$'000	Total equity \$'000	Capital \$'000	Retained earnings \$'000	Total equity \$'000
Note						
Balance at 1 July 2011	(3,092)	(1,320)	(4,412)	148,472	(38,562)	105,498
Total comprehensive (loss) income for the year	-	(666)	(666)	-	2,134	1,468
Transactions with Securityholders in their capacity as Securityholders						
Distributions to unitholders	-	-	-	(44,383)	-	(44,383)
3	-	-	-	(44,383)	-	(44,383)
Balance at 30 June 2012	(3,092)	(1,986)	(5,078)	104,089	(36,428)	67,661
						62,583

Trafalgar Corporate Group Limited and its Controlled Entities

Consolidated statement of changes in equity (continued)

For the year ended 30 June 2012

	Trafalgar Corporate Group Limited			Minority Interest TPF 12 and TOF 4		Total Equity \$'000
	Capital \$'000	Retained earnings \$'000	Total equity \$'000	Capital \$'000	Retained earnings \$'000	Total equity \$'000
Balance at 1 July 2010	(3,092)	(50,161)	(53,253)	171,517	13,314	184,831
						131,578
Total comprehensive (loss) income for the year	-	(4,453)	(4,453)	-	1,418	1,418
						(3,035)
Transactions with Securityholders in their capacity as Securityholders						
Distributions to unitholders	-	-	-	(23,045)	-	(23,045)
Intergroup loans forgiven	-	53,294	53,294	-	(53,294)	(53,294)
	-	53,294	53,294	(23,045)	(53,294)	(76,339)
						(23,045)
Balance at 30 June 2011	(3,092)	(1,320)	(4,412)	148,472	(38,562)	109,910
						105,498

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

Trafalgar Corporate Group Limited and its Controlled Entities

Consolidated statement of financial position

As at 30 June 2012

	Note	30 June 2012 \$'000	30 June 2011 \$'000
Current assets			
Cash and cash equivalents	12	10,714	22,903
Trade and other receivables	13	1,156	455
Available for sale investments	16	-	429
Assets held for sale	9	5,100	21,780
Other financial assets	14	3,698	5,397
Other current assets	15	484	476
Total current assets		<u>21,152</u>	<u>51,440</u>
Non current assets			
Investment properties	17	71,748	79,183
Investments accounted for using the equity method	18	2,591	20,540
Property, plant and equipment	19	192	227
Other non current assets	20	1,752	2,049
Total non current assets		<u>76,283</u>	<u>101,999</u>
Total assets		<u>97,435</u>	<u>153,439</u>
Current liabilities			
Trade and other payables	21	1,257	1,280
Interest bearing loans and borrowings	22	8,100	12,458
Provisions	23	67	77
Other current liabilities	24	929	974
Total current liabilities		<u>10,353</u>	<u>14,789</u>
Non current liabilities			
Interest bearing loans and borrowings	22	24,331	33,006
Provisions	23	168	146
Total non current liabilities		<u>24,499</u>	<u>33,152</u>
Total liabilities		<u>34,852</u>	<u>47,941</u>
Net assets		<u>62,583</u>	<u>105,498</u>

Trafalgar Corporate Group Limited and its Controlled Entities
Consolidated statement of financial position (continued)
As at 30 June 2012

	Note	30 June 2012 \$'000	30 June 2011 \$'000
Equity attributable to Shareholders of the Company			
Capital	25	(3,092)	(3,092)
Retained losses		<u>(1,986)</u>	<u>(1,320)</u>
Total Equity attributable to Shareholders of the Company		<u>(5,078)</u>	<u>(4,412)</u>
 Minority interests Equity attributable to Unitholders of TPF 12 and TOF 4			
Capital		104,089	148,472
Retained (losses) earnings		<u>(36,428)</u>	<u>(38,562)</u>
Total Minority interests Equity attributable to Unitholders of TPF 12 and TOF 4		<u>67,661</u>	<u>109,910</u>
 Total equity		<u>62,583</u>	<u>105,498</u>

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

Trafalgar Corporate Group Limited and its Controlled Entities

Consolidated statement of cash flows

For the year ended 30 June 2012

	Note	30 June 2012 \$'000	30 June 2011 \$'000
Cash flows from operating activities			
Cash receipts from customers		13,077	18,910
Cash paid to suppliers and employees		(8,003)	(10,886)
Interest received		598	1,359
Interest paid		(2,555)	(8,106)
Net cash from operating activities	31	<u>3,117</u>	<u>1,277</u>
Cash flows from investing activities			
Payments for investment properties and improvements		(40)	(1,411)
Proceeds from sale of investment properties		22,042	115,032
Payments for equity accounted investments		-	(663)
Capital distributions from equity accounted investments		19,474	2,468
Capital distributions from available for sale investments		433	-
Other financial assets - advances		(174)	(788)
Other financial assets - repayments		550	1,067
Secured vendor finance loan - repayments		-	14,169
Net cash from investing activities		<u>42,285</u>	<u>129,874</u>
Cash flows from financing activities			
Proceeds from borrowings		-	57
Repayment of borrowings		(13,208)	(93,421)
Capital distributions paid		(44,383)	(23,045)
Net cash from financing activities		<u>(57,591)</u>	<u>(116,409)</u>
Net (decrease) increase in cash and cash equivalents held		(12,189)	14,742
Cash and cash equivalents at the beginning of the year		22,903	8,161
Cash and cash equivalents at the end of the year	12	<u>10,714</u>	<u>22,903</u>

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies

Trafalgar Corporate Group Limited ("the Company") is a company domiciled in Australia. The consolidated financial report of the Company for the financial year ended 30 June 2012 comprises the Company and its subsidiaries (together referred to as 'Trafalgar Corporate Group' or the 'consolidated entity') and Trafalgar Corporate Group's interest in associates and jointly controlled entities.

The consolidated financial report was authorised for issue by the Directors on 16th August 2012.

The significant accounting policies which have been adopted in the preparation of this consolidated financial report are:

(a) Statement of compliance

The financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards adopted by the Australian Accounting Standards Board ("AASB") and the Corporations Act 2001.

International Financial Reporting Standards ("IFRS") form the basis of Australian Accounting Standards (including Australian Interpretations) adopted by the AASB, being Australian equivalents to IFRS ("AIFRS"). The financial report complies with IFRS and interpretations adopted by the International Accounting Standards Board.

(b) Basis of preparation

The financial report is presented in Australian dollars.

The financial report is prepared on the historical cost basis except for investment properties which are stated at their fair value and investments accounted for using the equity method which has been subject to impairment testing.

The Company is an entity of the kind referred to in ASIC Class Order 98/100 dated 10 July 1998 (updated by CO 05/641 effective 28 July 2005 and CO 06/51 effective 31 January 2006) and in accordance with that Class Order, amounts in the financial report and Directors' report have been rounded off to the nearest thousand dollars, unless otherwise stated.

The preparation of a financial report in conformity with Australian Accounting Standards requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. These estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

In accordance with the Stapling Deed executed on 8 June 2005, each party to the deed (Trafalgar Corporate Group Limited ("TCGL"), Trafalgar Platinum Fund No 12 ("TPF 12") and Trafalgar Opportunity Fund No 4 ("TOF 4")) have undertaken to guarantee the obligations of the other party and or its subsidiaries. At balance date, TCGL and its consolidated entities had a net asset deficiency of \$5.1 million (30 June 2011: net asset deficiency of \$4.4 million).

As TPF 12 and TOF 4 have the capacity to guarantee the net liability, the Parent Entity disclosures in note 33 have been prepared on a going concern basis having regard to the Group's bank facilities available until March 2014; the Group's compliance with bank debt covenants, current assets exceeding current liabilities and our expectation that the Group will be able to meet all its obligations as and when they fall due over the next 12 months.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies (continued)

(b) Basis of preparation (continued)

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.

Judgements made by management in the application of Australian Accounting Standards that have a significant effect on the financial report and estimates with a significant risk of material adjustment in the next year are disclosed in note 1(x).

The accounting policies set out below have been applied consistently to all periods presented in this consolidated financial report.

The accounting policies have been applied consistently by all entities in the consolidated entity.

Certain new or amended Accounting Standards have been published that are not mandatory for this reporting period. Based on management's assessment, the recently issued or amended Accounting Standards are not expected to have a significant impact on the amounts recognised or disclosures made in this financial report when restated for the application of the new or amended Accounting Standards.

The consolidated entity has applied the amendments contained in the *Corporations Amendment (Corporate Reporting Reform) Bill 2010* in the preparation of this financial report which allows for removing the requirement in consolidated financial statements to include full parent entity information. A note containing information about the Parent Entity has been included at note 33.

(c) Basis of consolidation

Stapled group

Trafalgar Corporate Group, which is domiciled in Australia, was established for the purpose of facilitating a joint Australian Securities Exchange ("ASX") listing of the Company and its controlled entities, including Trafalgar Corporate Pty Limited ("TCL"), TOF 4 and TPF 12.

On 20 July 2005, Trafalgar Corporate Group was formed by stapling together the shares of the Company and units of TOF 4 and TPF 12. For the purpose of statutory reporting, the stapled entity reflects the consolidated entity being the Company (the deemed acquirer of TOF 4 and TPF 12 and the parent of the stapled entity) and its controlled entities being TOF 4 and its controlled entities and TPF 12 and its controlled entity. The net assets and profit or loss of TOF 4 and TPF 12 are disclosed as Minority Interest as the equity is 100% owned by stapled Securityholders not directly owned by the Company.

The Constitutions of TOF 4 and TPF 12 and the Articles of Association of the Company ensure that, for so long as these entities remain jointly listed, the number of units in TOF 4 and TPF 12 and the number of shares in the Company shall be equal and that unitholders and shareholders be identical. Both the Responsible Entity of TOF 4 and TPF 12 and TCL must at all time act in the best interest of Trafalgar Corporate Group.

The stapling arrangement will cease upon the earlier of the winding up of TOF 4, TPF 12 or TCL, or any of the entities terminating the stapling arrangement.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies (continued)

(c) Basis of consolidation (continued)

The purchase method of accounting is used to account for business combinations including the acquisition of controlled entities. The purchase method views a business combination from the perspective of the combining entity that is identified as the acquirer. The acquirer purchases net assets and recognises, at fair value, the assets acquired and liabilities and contingent liabilities assumed, including those previously recognised by the acquiree. As the stapling arrangement does not involve one of the combining entities obtaining an ownership interest in another combining entity, no goodwill or excess of acquirer's interest in the net fair value of an acquiree's identifiable assets, liabilities and contingent liabilities over acquisition cost is recognised in relation to the stapling arrangement. Goodwill is only recognised to the extent it represents costs incurred in relation to formation of the stapling arrangement.

Transactions eliminated on consolidation

Intragroup balances, and any unrealised gains and losses or income and expenses arising from intragroup transactions are eliminated in preparing the consolidated financial statements.

Unrealised gains arising from transactions with associates and jointly controlled entities are eliminated to the extent of the consolidated entity's interest in the entity with adjustments made to 'Investments accounted for using the equity method' and 'Share of profits (losses) of investments accounted for using the equity method'.

Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment. Gains and losses are recognised when the contributed assets are consumed or sold by the associates and jointly controlled entities or, if not consumed or sold by the associates and jointly controlled entity, when the consolidated entity's interest in such entities is disposed of.

Subsidiaries

Subsidiaries are entities controlled by the Company. Control exists when an entity has the power, directly or indirectly, to govern the financial and operating policies of another entity so as to obtain benefits from its activities. In assessing control, potential voting rights that are presently exercisable or convertible are taken into account. The financial statements of subsidiaries are included in the financial report from the date that control commences until the date that control ceases.

Joint ventures

Joint ventures are those entities over whose activities the consolidated entity has joint control, established by contractual agreement.

Jointly controlled entities

In the consolidated financial statements, investments in jointly controlled entities, including partnerships, are accounted for using equity accounting principles. Investments in joint venture entities are carried at the lower of the equity accounted amount and recoverable amount.

The consolidated entity's share of the jointly controlled entity's net profit or loss is recognised in the statement of comprehensive income from the date joint control commences until the date joint control ceases. Other movements in reserves are recognised directly in the consolidated reserves.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies (continued)

(c) Basis of consolidation (continued)

Jointly controlled operations and assets

Interests of the consolidated entity in jointly controlled operations and jointly controlled assets are brought to account by recognising in the financial statements the assets it controls, the liabilities that it incurs, the expenses it incurs and its share of income that it earns from the sale of goods or services by the joint venture.

Associates

Associates are those entities in which the consolidated entity has significant influence, but not control, over the financial and operating policies. The consolidated financial statements includes the consolidated entity's share of the total recognised gains and losses of associates on an equity accounted basis, from the date that significant influence commences until the date that significant influence ceases. When the consolidated entity's share of losses exceeds its interest in an associate, the consolidated entity's carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the consolidated entity has incurred legal or constructive obligations or made payments on behalf of an associate.

(d) Segment reporting

Operating segments

The consolidated entity presents operating segments based on the same basis as that internally provided to the CEO, who is the consolidated entity's chief operating decision maker.

An operating segment is a component of the consolidated entity that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the consolidated entity's other components. All operating segments' operating results are regularly reviewed by the consolidated entity's CEO to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported to the CEO include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets, head office expenses and income tax assets and liabilities. Capital expenditure for a segment is the total cost incurred during the period to acquire, property, plant and equipment, and intangible assets other than goodwill.

(e) Revenue and other income

Revenues arising in the ordinary course of activities are recognised at the fair value of the consideration received or receivable net of the amount of goods and services tax ("GST") levied.

Revenue is recognised for the major business activities as follows:

Rent from investment properties

Rental income from investment properties is recognised in the statement of comprehensive income on a straight line basis over the lease term where leases have fixed increments otherwise on an accrual basis. Rental income not received at reporting date is reflected in the statement of financial position as a receivable or if paid in advance, as rents in advance. Lease incentives granted are recognised over the lease term, on a straight line basis, as a reduction of lease income.

Lease incentives provided by TPF 12 and TOF 4 to lessees are deducted from the fair value of investment property and are disclosed as separate assets under 'Other current' and 'Other non current assets'. Such assets are amortised over the respective periods to which the lease incentives apply, either using a straight line basis, or a basis which is representative of the pattern of benefits.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies (continued)

(e) Revenue and other income (continued)

Interest income

Interest income is recognised on an accruals basis and if not received at balance date, is reflected in the statement of financial position as a receivable.

Dividends and distributions

Revenue from dividends and distributions from controlled entities and other investments are recognised in the statement of comprehensive income on the date the entity's right to receive payment is established, being the date when they are declared by those entities.

Dividends and distributions received out of pre-acquisition reserves are eliminated against the carrying amount of the investment and not recognised in revenue.

Fee income

Revenue from services rendered including management and arrangement services are recognised in the statement of comprehensive income in proportion to the stage of completion of the transaction at the balance date. The proportion of services provided is assessed by reference to the work performed.

Net gain or loss on the sale of non current assets

The net gain or loss on the sale of non current assets is included in the statement of comprehensive income when the significant risks and rewards of ownership have been transferred to the buyer, usually when a contract for sale becomes unconditional or at settlement.

The gain or loss on disposal is calculated as the difference between the carrying amount of the asset at the time of disposal and the net proceeds on disposal.

(f) Income tax

Income tax on the statement of comprehensive income for the year comprises current and deferred tax. Income tax is recognised in the statement of comprehensive income except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided using the statement of financial position liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill, the initial recognition of assets or liabilities that affect neither accounting, nor taxable profit, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at balance date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividend.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies (continued)

(f) Income tax (continued)

Under current Australian income tax legislation, the Trusts are not liable for income tax, provided that taxable income and taxable capital gains are fully distributed to unitholders each year. Accordingly income tax amounts disclosed in this financial report relates only to the companies within Trafalgar Corporate Group.

Tax consolidation

The Company and its wholly owned entities, and TCL and its wholly owned entities had each formed a tax consolidated group with effect from 1 July 2005 and 1 July 2003 respectively and each group was taxed as a single entity from that date. The two head entities within the tax consolidated groups, the Company and TCL formed one tax group in September 2007, the same month that the Company acquired 100% ownership of TCL.

(g) Investment properties

Investment properties are properties which are held for the purpose of producing rental income, capital appreciation, or both.

Investment properties are initially recognised at cost including any acquisition costs. Investment properties are subsequently stated at fair value at each balance date with any gain or loss arising from a change in fair value recognised in the statement of comprehensive income in the period. An external, independent valuer, having an appropriately recognised professional qualification and recent experience in the location and category of the property being valued, values the individual properties when considered appropriate as determined by management in accordance with a Board approved valuation policy. These external valuations are taken into consideration when determining the fair value of the investment properties. The fair values are based on market values, being the estimated amount for which a property could be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without prejudice.

In assessing fair value of investment properties, valuations (whether internal or external and independent) are prepared by considering the aggregate of the net annual rents receivable from the properties and, when relevant, associated costs. A yield which reflects the specific risks inherent in the net cash flows is then applied to the net annual rentals to arrive at the property valuation.

Valuations reflect, when appropriate, the type of tenants actually in occupation or responsible for meeting lease commitments or likely to be in occupation after letting of vacant accommodation and the market's general perception of their credit worthiness; the allocation of maintenance and insurance responsibilities between lessor and lessee; and the remaining economic life of the property. It has been assumed that whenever rent reviews or lease renewals are pending with anticipated reversionary increases, all notices and where appropriate counter notices have been served validly and within the appropriate time.

(h) Impairment of assets

The carrying amounts of the consolidated entity's assets, other than investment properties (refer note 1(g)), and deferred tax assets (refer note 1(f)), are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in the statement of comprehensive income, unless an asset has previously been revalued, in which case the impairment loss is recognised as a reversal to the extent of that previous revaluation with any excess recognised through the statement of comprehensive income.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies (continued)

(h) Impairment of assets (continued)

Impairment losses recognised in respect of cash generating units are allocated first to reduce the carrying amount of any goodwill allocated to cash generating units and then, to reduce the carrying amount of the other assets in the unit on a pro rata basis.

Calculation of recoverable amount

The recoverable amount of the consolidated entity's receivables carried at amortised cost is calculated as the present value of estimated future cash flows. Receivables with a short duration are not discounted.

Impairment of receivables is not recognised until objective evidence is available that a loss event has occurred. Significant receivables are individually assessed for impairment.

The recoverable amount of other assets is the greater of their 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 risk specific to the asset.

Reversals of impairment

Impairment losses are reversed when there is an indication that the impairment loss may no longer exist and there has been a change in the estimate used to determine the recoverable amount.

(i) Operating lease payments

Payments required under operating leases are expensed on a straight line basis over the term of the lease, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased property.

(j) Intangible assets

Goodwill

All business combinations are accounted for by applying the purchase method. Goodwill represents the difference between the cost of the acquisition and the fair value of the net identifiable assets acquired. Goodwill is stated at cost less any accumulated impairment losses. Goodwill is allocated to cash generating units and is not amortised but is tested annually for impairment (refer note 1 (h)).

(k) Trade and other payables

Trade and other payables are recognised for amounts to be paid in the future for goods or services received and are stated at amortised cost.

(l) Interest bearing liabilities

Interest bearing liabilities are recognised initially at fair value less transaction costs. Subsequent to initial recognition, interest bearing borrowings are stated at amortised cost with any difference between cost and redemption value being recognised in the statement of comprehensive income over the period of the borrowings on an effective interest basis. Transaction costs are amortised over the term of the borrowing and the balance of transactions costs is amortised immediately upon a borrowing being substantially renegotiated or repaid in full.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies (continued)

(m) Goods and services tax

Revenue, 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. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the tax authority is included as a current asset or liability in the statement of financial position.

Cash flows are included in the statement of cash flows on a gross basis. The GST components of cash flows arising from investing and financing activities which are recoverable from, or payable to, the tax authority are classified as operating cash flows.

(n) Borrowing costs

Borrowing costs are expensed as incurred except to the extent that they are directly attributable to the acquisition, construction or production of a qualifying asset. Qualifying assets are assets that necessarily take a substantial period of time to reach the stage of their intended use or sale. In these circumstances, borrowing costs are capitalised to the cost of the assets until the assets are ready for their intended use or sale. Capitalisation of borrowing costs shall be suspended during extended periods in which active development is interrupted.

(o) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and at call deposits

(p) Employee benefits

Wages and salaries and annual leave

Liabilities for wages and salaries, including non monetary benefits and annual leave expected to be settled within 12 months of the balance date are recognised as current provisions in respect of employees' services provided to reporting date and are calculated at undiscounted amounts based on remuneration wage and salary rates that the consolidated entity expects to pay at reporting date.

Long service leave

The liability for long service leave is recognised in the provision for employee benefits and measured as the present value of expected payments to be made in respect of services provided by employees up to the reporting date.

Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using the rates attached to the Commonwealth government bonds with terms to maturity that match, as closely as possible, to the estimated future cash outflows.

Bonus entitlements

A liability is recognised for employee benefits in the form of employee bonus entitlements which are determined before the time of completion of the financial report. Liabilities for employee bonus entitlements are expected to be settled within 12 months and are measured at the amounts expected to be paid when they are settled.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies (continued)

(p) Employee benefits (continued)

Retention arrangements

Liability for retention payments are accrued over the expected retention.

Defined contribution superannuation funds

Obligations for contributions to defined contribution superannuation funds are recognised as an expense in the statement of comprehensive income as incurred.

(q) Trade receivables

Trade and other receivables are stated at their cost less impairment losses (refer note 1 (h)).

(r) Assets held for sale

Assets that are expected to be recovered primarily through sale rather than through continuing use are classified as held for sale. The assets must meet the following criteria:

- the asset is available for immediate sale in its present condition and is highly probable;
- an active program to locate a buyer and complete a sale must have been initiated;
- the asset must be actively marketed for sale at a price that is reasonable in relation to its current fair value; and
- the sale should be completed within 12 months from the date of classification.

Immediately before applying the classification as held for sale, the measurement of the assets is brought up to date in accordance with applicable accounting standards.

Investment properties which are classified as held for sale are carried at fair value as the measurement provisions of AASB 5 *Non-current Assets Held for Sale and Discontinuing Operations* do not apply to investment properties.

Impairment losses determined at the time on initial classification of the non current asset as held for sale are included in the statement of comprehensive income, even when there is a revaluation. The same applies to gains and losses on subsequent remeasurement.

(s) Property, plant and equipment

Items of property, plant and equipment (excluding land and buildings) are stated at cost or deemed cost less accumulated depreciation (refer note 1 (t)) and impairment losses (refer note 1 (h)).

(t) Depreciation

All assets having limited useful lives are depreciated using the straight line method over their estimated useful lives. Land is not depreciated. Assets are depreciated from the date of acquisition and depreciation rates and methods are reviewed annually for appropriateness.

The estimated useful lives in the current and comparative periods are as follows:

Plant and equipment	2-40 years
Furniture and fittings	4-13 years

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies (continued)

(u) Provisions

A provision is recognised in the statement of financial position when the consolidated entity has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre tax rate which reflects current market assessments of the time value of money and, where appropriate the risks specific to the liability.

Dividends and distributions

A provision for dividends and distributions payable is recognised in the reporting period in which the dividends and distributions are declared, determined, or publicly recommended by the Directors on or before the end of the financial period, but not distributed at balance date.

(v) Issued capital

Issued capital represents the amount of consideration received for stapled securities issued by the consolidated entity. Transaction costs of an equity transaction are accounted for as a deduction from equity, net of any related income tax benefit.

(w) Vendor liabilities

Vendor liabilities are discounted to their present value at the consolidated entity's cost of capital. Interest is accrued over the period it becomes due and is recorded as an increase to the vendor liability.

(x) Accounting estimates and judgements

Management discussed with the Audit and Risk Committee the development, selection and disclosure of the consolidated entity's critical accounting policies and estimates and the application of these policies and estimates. The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the future financial years are discussed below:

Key sources of estimation uncertainty are:

Valuation of investment properties

The Directors ascertain the fair value of investment properties after having regard to independent valuations which are undertaken annually. These valuations are determined through the use of the properties' lease profile and direct market comparison and include the valuers' assessments of appropriate capitalisation rates and discounted cash flow rates. The valuations are in accordance with accounting policy note 1 (g).

Equity accounted investments

The Group assesses equity accounted investments for impairment using the higher of fair value less costs to sell or value in use methods. In order to assess the investments the Group uses financial records available in regard to investments, independent valuations, underlying market value of their assets where available and financial forecasts to project financial outcomes.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies (continued)

(y) Financial instruments

(i) *Non-derivative financial instruments*

Non-derivative financial instruments encompass investments in equity and debt securities, trade and other receivables, cash and cash equivalents, loans and borrowings, and trade and other payables.

Recognition of financial instruments occurs when the Group becomes party to the contractual provisions of the instrument. Derecognition of financial instruments occurs when the Group's contractual rights to the cash flows from the financial asset expire or if the Group transfers the financial asset to another party without retaining control or substantially all the risks and rewards of the asset.

Non-derivative financial instruments are recognised initially at fair value plus, for instruments not at fair value through the statement of comprehensive income, any directly attributable transaction costs. Following initial recognition non-derivative financial instruments are measured as described below.

Held to maturity investments

If the Group has the intention and ability to hold debt securities to maturity, they are classified as held to maturity. Measurement of held to maturity investments is at their amortised cost using the effective interest method, less any impairment losses.

Available for sale financial assets

The Group's investments in equity securities and certain debt securities are classified as available for sale financial assets. Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses, and foreign exchange gains and losses on available for sale monetary items are recognised directly in a separate component of equity. When an investment is derecognised, the cumulative gain or loss in equity is transferred to the statement of comprehensive income.

Financial assets at fair value through the statement of comprehensive income

An instrument is classified at fair value through the statement of comprehensive income if it is held for trading or is designated as such on initial recognition. Financial instruments are designated at fair value through the statement of comprehensive income if the Group manages such investments and makes purchase and sale decisions based on their fair value in accordance with the Group's documented risk management or investment strategy. Upon initial recognition attributable transaction costs are recognised in the statement of comprehensive income when incurred. Financial instruments at fair value through the statement of comprehensive income are measured at fair value, and changes therein are recognised in the statement of comprehensive income.

Other

Other non-derivative financial instruments are measured at amortised cost using the effective interest method, less any impairment losses.

(ii) *Share capital*

Stapled securities

Stapled shares are classified as equity. Incremental costs directly attributable to the issue of the securities, options and conversion of partly paid securities are recognised as a deduction from equity, net of any tax effect.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

1 Statement of significant accounting policies (continued)

2 Financial risk management

Overview

Trafalgar Corporate Group's activities expose it to a range of financial risks including credit risk, liquidity risk, and market risk. The Group's Board of Directors has responsibility for the establishment and oversight of the risk management framework ensuring the effective management of risk.

The Board has established the Audit and Risk Committee to develop risk management principles and policies and monitor their implementation. Policies are established to identify and analyse the financial risks faced by the Group, to set appropriate risk limits and controls, and monitor the risks and adherence to limits. The Audit and Risk Committee meets regularly to review risk management policies and systems and ensure they reflect changes in market conditions and the Group's activities.

(a) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and mezzanine loans to third parties for funding developments.

Credit risk relating to the Group's receivables (primarily tenants in the Group's investment properties) is influenced mainly by the individual characteristics of each customer. The majority of the Group's revenue is from one government agency, representing 81% of revenue (30 June 2011: 63%), other federal and state government departments, representing 12% of revenue (30 June 2011: 16%) and listed or large corporates representing 7% of revenue (30 June 2011: 17%). The Group is comfortable with its customer concentrations as the majority are Federal and State Government departments, non-government rental income is partly secured by bank guarantees and receivables are being collected within payment terms.

The Group has established a process to analyse each new potential customer for creditworthiness before the Group enters into a transaction with them. Customers are invoiced monthly in advance and management regularly monitors that settlement terms are adhered to.

Mezzanine and vendor finance loans to third parties are at fixed interest rates, if impaired interest is no longer recognised in the accounts. The Group maintains a close ongoing relationship with the third parties involved and monitors the progress of developments where applicable to protect its investment. Detailed project feasibility reports are updated regularly and provide comfort as to the ongoing creditworthiness of the development projects. The Group holds either 1st or 2nd mortgages over land and fixed and floating charges over the development assets. There is a concentration of credit risk as the Group's largest vendor finance loan for \$1.8 million represents 1.9% (30 June 2011: 1.8%) of total group assets; the Group is comfortable with this exposure as the Group holds a 1st mortgage over the land and buildings

(b) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Board has a policy of prudent liquidity risk management ensuring that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

At 30 June 2012 the Group had no undrawn committed facilities and cash of \$5.2 million (excludes \$5.5 million restricted cash – refer to note 22) to cover short term funding requirements. At balance date the debt maturity profile on the Group's financial liabilities was 1.8 years (30 June 2011: 1.8 years). Further information of the debt profile of the Group's financial liabilities is disclosed in notes 22 and 26.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

2 Financial risk management (continued)

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Interest rate risk

The Groups interest rate risk arises from long term borrowings and cash balances. Borrowings are at variable interest rates and expose the Group to cash flow interest rate risk. The potential impact of a change in interest rates by +/-1% on profit and equity has been disclosed in a table in note 26.

Other markets risk

Trafalgar does not have any material exposure to any other market risks such as currency risk or equity price risk.

(d) Fair value estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes. The Group uses a variety of methods to calculate the value of financial instruments and makes assumptions that are based on market conditions existing at each balance date. The fair value of interest rate swaps is determined by reference to the market value of the swaps. The carrying value less impairment provision of trade receivables and payables is a reasonable approximation of their fair values due to the short-term nature of trade receivables. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate for similar financial instruments.

(e) Capital Management

Under the direction of the Board, the Group manages its capital structure to safeguard the ability of the Group to continue as a going concern while maximising the return to security holders through the optimisation of net debt and total equity balances.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends and distributions paid to security holders, return capital to security holders, issue new stapled securities, purchase the Group's own securities on the market, or sell assets to reduce debt.

Neither the Company nor any of its related entities are subject to externally imposed capital requirements with the exception of Trafalgar Managed Investments Limited (TMIL). In accordance with TMIL's Australian Financial Services Licence it has appointed custodians to hold all the scheme property and other assets of the registered schemes (i.e. TPF 12 and TOF 4) for which it is Responsible Entity and as such must maintain Net Tangible Assets of 0.5% of the value of the assets of those registered schemes.

Capital structure is monitored on an ongoing basis using the Debt to Total Assets ratio – 30 June 2012: 33.4% (30 June 2011: 29.8%).

Investment properties constitute a significant proportion of the Group's assets constituting 80.7% of total assets at 30 June 2012 (30 June 2011: 67.1%). The Group aims to utilise growth in the value of these assets to generate financing cash flows and in order to safeguard these cash flows the Group's portfolio contains assets in a number of markets and regions.

There were no changes in the Group's approach to capital management during the year.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

3 Distributions and dividends

The Company did not declare any dividends during the year ended 30 June 2012 or up to the date of this report (30 June 2011: Nil).

Capital distributions declared by TPF 12 & TOF 4, directly to Securityholders during the year were as follows:

	For the year ended 30 June 2012		For the year ended 30 June 2011	
	\$'000	Cents per Unit	\$'000	Cents per Unit
Capital distribution - paid 6 May 2011 (<i>TPF 12</i>)	-	-	17,070	20.00
Capital distribution - paid 22 June 2011 (<i>TPF 12</i>)	-	-	5,975	7.00
Capital distribution - paid 21 July 2011 (<i>TPF 12</i>)	17,070	20.00	-	-
Capital distribution - paid 16 September 2011 (<i>TOF 4</i>)	4,267	5.00	-	-
Capital distribution - paid 11 November 2011 (<i>TOF 4</i>)	5,975	7.00	-	-
Capital distribution - paid 14 February 2012 (<i>TOF 4</i>)	3,414	4.00	-	-
Capital distribution - paid 14 February 2012 (<i>TPF 12</i>)	2,561	3.00	-	-
Capital distribution - paid 28 June 2012 (<i>TPF 12</i>)	11,096	13.00	-	-
	44,383	52.00	23,045	27.00

4 Rental income

	30 June 2012 \$'000	30 June 2011 \$'000
Rental income	10,671	16,362
Amortisation of capitalised lease incentives	(30)	(263)
	10,641	16,099

The group leases out its investment properties under operating leases.

Trafalgar Corporate Group Limited and its Controlled Entities
Notes to the Consolidated Financial Statements
For the year ended 30 June 2012

5 Finance income and finance expenses

	30 June 2012 \$'000	30 June 2011 \$'000
Interest income - banks	602	586
Interest income - property financing	-	795
Finance income	602	1,381
Interest paid and payable to other parties	2,479	7,803
Amortisation of financing costs	175	316
Finance expenses	2,654	8,119
Net gain on fair value adjustment of financial instruments	-	1,285
Net financing costs	2,052	5,453

6 Employee benefits expense

	30 June 2012 \$'000	30 June 2011 \$'000
Wages and salaries	1,298	1,384
Contributions to defined contribution superannuation funds	87	94
Other associated employee expenses	51	39
(Decrease) increase in liability for annual leave	(11)	10
Increase in liability for long service leave	21	39
Provisions for retentions and or redundancies	297	301
	1,743	1,867

The provision for retentions and or redundancies includes a proportion of the monies which accrue to the key management personnel as outlined in item 1.1 of the Remuneration report contained in the Directors report.

Trafalgar Corporate Group Limited and its Controlled Entities
Notes to the Consolidated Financial Statements
For the year ended 30 June 2012

7 Auditors' remuneration

Details of the amounts paid to the auditor of the Group, KPMG, and its related practices for audit and non audit services provided during the year are set out below:

	30 June 2012	30 June 2011
	\$	\$
<i>Audit services</i>		
KPMG Australia		
Audit and review of financial reports	198,822	245,052
Other assurance services	25,505	28,100
	<u>224,327</u>	<u>273,152</u>
<i>Other services</i>		
KPMG Australia		
Taxation compliance services	103,178	71,465
	<u>327,505</u>	<u>344,617</u>

8 Income tax expense

Numerical reconciliation of income tax expense to prima facie tax payable:

	30 June 2012	30 June 2011
	\$'000	\$'000
Profit (loss) before income tax expense	1,468	(3,035)
Tax expense (benefit) at the corporate rate of 30%	440	(911)
<i>Increase (decrease) in income tax due to:</i>		
Amortisation of IPO and Simplification costs	(38)	(19)
Inter corporate dividend	(3)	(30)
Non deductible expenses	1	2
Trust income exempt from tax	(640)	(425)
Tax losses and timing differences not brought to account	240	1,383
Income tax expense	<u>-</u>	<u>-</u>

The Trafalgar Corporate Group Limited tax group has carried forward tax losses of approximately \$2.9 million (30 June 2011: \$24.0 million). Deductible tax losses do not expire under current tax legislation. A deferred tax asset has not been recognised for the tax losses and timing differences as it is not probable that the carried forward tax losses will be able to be utilised in the future.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

9 Assets held for sale

At balance date, 2B Factory Street Granville was being actively marketed for sale. As a consequence, the property has been reclassified to an Asset held for sale at 30 June 2012. Prior to reclassification, the Directors undertook an assessment of the fair value of the property, resulting in a fair value of \$5.1 million and a net gain on fair value adjustment being brought to account in the statement of comprehensive income of \$7,327.

In the prior year, the Group exchanged conditional contracts for the sale of the Fujitsu Centre. Settlement of the sale occurred on 8 August 2011 with net proceeds being used for debt reduction and capital management purposes within the Group.

	30 June 2012 \$'000	30 June 2011 \$'000
Reclassification from investment properties (refer note 17)	5,098	21,019
Reclassification from receivables - straight lining of rental income	2	761
	<u>5,100</u>	<u>21,780</u>

10 Segment reporting

Segment information is presented in respect of the consolidated entity's operating segments, which are the primary basis of segment reporting. An operating segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different to those of other operating segments. The primary segments are based on the consolidated entity's management and internal reporting structure.

Segment results include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items mainly comprise corporate expenses.

Operating segments

The consolidated entity comprises the following main business segments, based on its management reporting system:

- investment in income producing commercial and industrial properties
- property development (direct and financing) and development and resale of land

Geographical segments

In presenting information on the basis of geographical segments, segment revenue and segment assets are based on the geographical location of the underlying assets. All segments operate solely within Australia.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

10 Segment reporting (continued)

30 June 2012	Property Development	Property Investment	Unallocated	Consolidated
Primary reporting business segments	\$'000	\$'000	\$'000	\$'000
Revenue				
External segment revenue	-	10,641	-	10,641
Total revenue	-	10,641	-	10,641
Other income				
Share of profit on investments accounted for using the equity method	11	-	-	11
Fair value adjustment of investment properties	-	(2,377)	-	(2,377)
Finance income	-	263	339	602
Other income	-	166	71	237
Total other income	11	8,693	410	9,114
Result				
Segment result	205	6,515	410	7,130
Unallocated corporate expenses				(3,008)
Operating profit				4,122
Finance costs				(2,654)
Income tax expense				-
Profit for the year				1,468
Segment assets	3,698	81,303	-	85,001
Investments accounted for using the equity method	2,591	-	-	2,591
Unallocated assets				9,843
Total assets				97,435
Segment liabilities	-	1,437	-	1,437
Unallocated liabilities				33,415
Total liabilities				34,852
Net assets				62,583

Trafalgar Corporate Group Limited and its Controlled Entities
Notes to the Consolidated Financial Statements
For the year ended 30 June 2012

10 Segment reporting (continued)

30 June 2011	Property Development \$'000	Property Investment \$'000	Unallocated \$'000	Consolidated \$'000
Primary reporting business segments				
Revenue				
External segment revenue	-	16,099	18	16,117
Total revenue	-	16,099	18	16,117
Other income				
Share of profit on investments accounted for using the equity method	100	(10)	-	90
Fair value adjustment of investment properties	-	(3,887)	-	(3,887)
Fair value adjustment of financial instruments	-	-	1,285	1,285
Finance income	795	274	312	1,381
Other income	-	-	1	1
Total other income	895	(3,623)	1,598	(1,130)
Result				
Segment result	(2,559)	9,226	1,616	8,283
Unallocated corporate expenses				(3,199)
Operating profit				5,084
Finance costs				(8,119)
Income tax expense				-
Loss for the year				(3,035)
Segment assets	5,826	113,631	-	119,457
Investments accounted for using the equity method	20,540	-	-	20,540
Unallocated assets				13,442
Total assets				153,439
Segment liabilities	-	1,661	-	1,661
Unallocated liabilities				46,280
Total liabilities				47,941
Net assets				105,498

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

11 Earnings per Share (stapled security)

The calculation of the basic and diluted earnings per stapled security is calculated using the profit (loss) attributable to the stapled Securityholders of Trafalgar Corporate Group Limited and the weighted average number of stapled securities.

	30 June 2012 cents	30 June 2011 cents
Basic and diluted earnings (loss) per security	1.7	(3.6)

	30 June 2012 \$'000	30 June 2011 \$'000
Basic and diluted earnings		
Profit (loss) for the year attributable to the stapled		
Securityholders of Trafalgar Corporate Group Limited	1,468	(3,035)

	30 June 2012 000's	30 June 2011 000's
Weighted average number of stapled securities (basic and diluted)		
Weighted average number of stapled securities	85,352	85,352

Earnings per company share

The calculation of the basic and diluted earnings per company share is calculated using the profit (loss) attributable to the Shareholders of the Company and the weighted average number of stapled securities.

	30 June 2012 cents	30 June 2011 cents
Basic and diluted (loss) earnings per share	(0.8)	(5.2)

	30 June 2012 \$'000	30 June 2011 \$'000
Basic and diluted earnings		
Loss for the year attributable to the ordinary		
Shareholders of the Company	(666)	(4,453)

Trafalgar Corporate Group Limited and its Controlled Entities
Notes to the Consolidated Financial Statements
For the year ended 30 June 2012

11 Earnings per Share (stapled security)

	30 June 2012 000's	30 June 2011 000's
Weighted average number of stapled securities (basic and diluted)		
Weighted average number of ordinary shares	85,352	85,352

12 Cash and cash equivalents

	30 June 2012 \$'000	30 June 2011 \$'000
Bank balances	10,714	22,903
Cash and cash equivalents in the statement of cash flows	10,714	22,903

Included in Cash and cash equivalents is a \$5.5 million term deposit held with Westpac Banking Corporation. The term deposit is part of the security conditions of the loan finance facility with Westpac and cannot be drawn upon until certain loan conditions have been satisfied. Refer to note 22 for further details.

13 Trade and other receivables

	30 June 2012 \$'000	30 June 2011 \$'000
Trade receivables	920	230
GST receivables	236	225
	1,156	455

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

14 Other financial assets

	30 June 2012 \$'000	30 June 2011 \$'000
<i>Vendor property financing</i>		
Opening balance	700	16,754
Loan advances	10	-
Loan repayments	-	(14,304)
Impairment provision	(150)	(1,750)
Closing balance	560	700
<i>Development property financing</i>		
Opening balance	4,697	5,547
Loan advances	165	788
Loan repayments	(550)	(965)
Impairment provision	(1,174)	(673)
Closing balance	3,138	4,697
	3,698	5,397

15 Other current assets

	30 June 2012 \$'000	30 June 2011 \$'000
Prepayments	466	389
Other	18	87
	484	476

16 Available for sale investments

	30 June 2012 \$'000	30 June 2011 \$'000
<i>Unlisted shares in corporations</i>		
Trafalgar Opportunity Fund No 5 Pty Limited	429	886
Return of equity	(433)	-
Reversal of impairment (impairment) provision	4	(457)
	-	429

Trafalgar Corporate Group holds a 15% interest in Trafalgar Opportunity Fund No 5 Pty Limited.

Trafalgar Corporate Group Limited and its Controlled Entities
Notes to the Consolidated Financial Statements
For the year ended 30 June 2012

17 Investment properties

Property	Type	Ownership	Acquisition Date	Cost Including All Additions \$'000	Independent Valuer	Independent Valuation \$'000	Date of Latest Independent Valuation	Consolidated Carrying Amount 30 June 2012 \$'000	Consolidated Carrying Amount 30 June 2011 \$'000
DOTARS House, Canberra ACT	B Grade office building*	100%	20 July 2005	15,727	Knight Frank	16,000	30 June 2012	16,000	16,250
Australian Taxation Office, Hurstville NSW	A Grade office building	100%	20 July 2005	50,230	CB Richard Ellis	51,500	30 June 2012	51,500	52,800
2B Factory Street, Granville NSW ¹	Modern office and warehouse industrial complex	100%	20 July 2005	7,024	Jones Lang LaSalle	5,100	30 June 2011	-	5,100
158 Hume Street, Goulburn NSW	Logistic distribution centre	100%	1 July 2007	13,663	LandMark White	6,000	30 June 2012	6,000	7,000
Total				86,644		78,600		73,500	81,150
Less: amounts classified as Other assets (including straight lining rental income and lease incentives) Total investments properties adjusted for amounts classified as other assets									(1,967) 79,183

* Leasehold interest for a term of 99 years. The lease commenced on 10 August 2000.

1 2B Factory Street, Granville NSW was reclassified to Assets held for sale during the year (refer to note 9).

The basis of valuation of the investment properties is fair value being the amount for which the asset could be exchanged between knowledgeable willing parties in an arm's length transaction, based on current prices in an active market for a similar property in the same location and condition and subject to a similar lease.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

17 Investment properties (continued)

	30 June 2012 \$'000	30 June 2011 \$'000
Balance at 1 July	79,183	164,186
Capital expenditure	40	1,411
Reclassification to assets held for sale	(5,098)	(82,527)
Fair value adjustments	(2,377)	(3,887)
Balance at 30 June	71,748	79,183

The carrying amount of investment properties is the fair value of the property, determined by the Directors, having regard to 30 June 2012 independent valuations prepared by valuers with appropriately recognised professional qualification and recent experience in the location and category of the property being valued. Fair values were determined using the capitalisation of net passing income and the discounted cash flow methods and also having regard to recent market transactions of similar properties in the same location and condition and with a similar lease profile. The weighted average capitalisation rate applicable to the investment portfolio at 30 June 2012 is 9.59% (30 June 2011: 9.31%), while the weighted average lease expiry is 2.25 years (30 June 2011: 3.54 years).

Included in this amount is \$1.43 million (30 June 2011: \$1.43 million) representing the capitalised component of over rent received during the year for the lease agreement in place for the ATO Hurstville investment property.

The Group has no commitments (30 June 2011: \$62,324) for the refurbishment of investment properties contracted for as at 30 June 2012.

Reclassification to assets held for sale includes 2B Factory Street Granville. (Prior year includes Thiess Centre (\$61.508 million) and the Fujitsu Centre (\$21.019 million)).

Leases as Lessor

The investment properties are leased to tenants under long term operating leases with rentals payable monthly. Minimum lease payments under non cancellable operating leases of the investment properties not recognised in the financial statements are receivable as follows:

	30 June 2012 \$'000	30 June 2011 \$'000
Less than one year	9,003	11,246
Between one and five years	17,903	30,843
More than five years	108	1,401
	27,014	43,490

The schedule includes minimum lease payments for the 2B Factory Street Granville investment property totalling \$124,092. This investment property has been reclassified as an Asset held for sale, refer to note 9.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

18 Investments accounted for using equity method

	Ownership			
	30 June	30 June	30 June	30 June
	2012	2011	2012	2011
	%	%	\$'000	\$'000
<i>Partnership interests</i>				
Renewing Homebush Bay Partnership	50	50	2,536	20,477
The Frances Park Partnership	50	50	55	63
			<u>2,591</u>	<u>20,540</u>
<i>Joint venture interest</i>				
Sydney Airport Centre Joint Venture	-	-	-	-
<i>Associate interests</i>				
TW Property Developments Pty Limited	50	50	-	-
			<u>2,591</u>	<u>20,540</u>

Share of profit accounted for using the equity method included in the statement of comprehensive income:

	30 June	30 June
	2012	2011
	\$'000	\$'000
Partnership interests	-	-
Joint venture interest	-	(10)
Associate interests	11	100
	<u>11</u>	<u>90</u>
Reversal of impairment (impairment) of equity accounted investments	<u>1,514</u>	<u>(922)</u>

Reversal of impairment of equity accounted investments was primarily due to the Renewing Homebush Bay development project achieving lower costs than projected on its infrastructure works as well as effective capital management of surplus cash balances.

Investments in partnerships

Renewing Homebush Bay

Trafalgar Corporate Group Limited, through various wholly owned subsidiary companies, holds a 50% interest in the Renewing Homebush Bay Partnership. The other 50% is held by entities associated with Brookfield Multiplex Group. The principal activity of the partnership is residential property development.

The Frances Park Partnership

TC Frances Park Pty Limited, a wholly owned subsidiary of Trafalgar Corporate Pty Limited, holds a 25% interest in the Frances Park Partnership. TCG (Frances Park) Pty Limited, a wholly owned subsidiary of Trafalgar Corporate Group Limited, also holds a 25% interest in the Frances Park Partnership. The principal activity of the partnership is residential property development.

Trafalgar Corporate Group Limited and its Controlled Entities
Notes to the Consolidated Financial Statements
For the year ended 30 June 2012

18 Investments accounted for using equity method (continued)

The Consolidated entity's share of the partnership's results consists of:

	30 June 2012 \$'000	30 June 2011 \$'000
Revenues from ordinary activities	27,420	8,759
Expenses from ordinary activities	(27,420)	(8,759)
Net profit - accounted for using equity method	-	-

The Consolidated entity's share of the partnership's assets and liabilities consists of:

	30 June 2012 \$'000	30 June 2011 \$'000
Balance Sheet		
Current assets	6,994	31,728
Total assets	6,994	31,728
Current liabilities	4,089	6,876
Total liabilities	4,089	6,876
Net assets of the partnership	2,905	24,852
Impairments not recognised in the partnership and other reconciling items	(314)	(4,312)
Net assets - accounted for using equity method	2,591	20,540

Movements in the carrying amount of investments in partnerships:

	30 June 2012 \$'000	30 June 2011 \$'000
Carrying amount at 1 July	20,540	21,049
Equity contributed during the year	-	663
Equity returned during the year	(19,463)	(250)
Reversal of impairment (impairment) of equity accounted investment in partnerships	1,514	(922)
Carrying amount at 30 June	2,591	20,540

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

18 Investments accounted for using equity method (continued)

Investments in joint ventures

Sydney Airport Centre Joint Venture

Sydney Airport Centre Pty Limited, a wholly owned subsidiary of Trafalgar Corporate Pty Limited, held a 6.813% interest in Sydney Airport Centre Joint Venture. The other 93.187% was held by a number of external investors. The principal activity of the joint venture was commercial property investment. The joint venture was wound up during the 2011 financial year.

The Consolidated entity's share of the joint venture results consists of:

	30 June 2012 \$'000	30 June 2011 \$'000
Revenues from ordinary activities	-	169
Expenses from ordinary activities	-	(179)
Net loss - accounted for using equity method	-	(10)

The Consolidated entity's share of the joint venture assets and liabilities consists of:

	30 June 2012 \$'000	30 June 2011 \$'000
Balance Sheet		
Current assets	-	-
Total assets	-	-
Current liabilities	-	-
Total liabilities	-	-
Net assets - accounted for using equity method	-	-

Movements in the carrying amount of investments in joint ventures:

	30 June 2012 \$'000	30 June 2011 \$'000
Carrying amount at 1 July	-	2,100
Share of joint venture interests net loss	-	(10)
Drawings from joint venture interests	-	(2,090)
Carrying amount at 30 June	-	-

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

18 Investments accounted for using equity method (continued)

Investments in associates

TW Property Developments Pty Limited

TCG (Bonnyrigg) Pty Limited, a wholly owned subsidiary of Trafalgar Corporate Group Limited, holds a 50% interest in TW Property Developments Pty Limited. The other 50% is held by one external investor. The principal activity of TW Property Developments Pty Limited is residential property development.

The Consolidated entity's share of associate's results consists of:

	30 June 2012 \$'000	30 June 2011 \$'000
Revenues from ordinary activities	11	164
Expenses from ordinary activities	-	(64)
Net profit - accounted for using equity method	11	100

The Consolidated entity's share of associate's assets and liabilities consists of:

	30 June 2012 \$'000	30 June 2011 \$'000
Balance Sheet		
Current assets	-	-
Total assets	-	-
Current liabilities	-	-
Total liabilities	-	-
Net assets - accounted for using equity method	-	-

Movements in the carrying amount of investments in associates:

	30 June 2012 \$'000	30 June 2011 \$'000
Carrying amount at 1 July	-	28
Share of associate interests net profit	11	100
Dividend payments	(11)	(128)
Carrying amount at 30 June	-	-

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

19 Property, plant and equipment

	Furniture & Fittings \$'000	Office Equipment \$'000	Total \$'000
30 June 2012			
Opening net book value - 1 July 2011	197	30	227
Additions	-	-	-
Disposals	-	-	-
Depreciation charge	(27)	(8)	(35)
Closing net book value - 30 June 2012	170	22	192
 Balance as at 30 June 2012			
Cost	385	447	832
Additions	-	-	-
Disposals	-	-	-
Accumulated depreciation	(215)	(425)	(640)
Net book value	170	22	192
 30 June 2011			
Opening net book value - 1 July 2010	224	46	270
Additions	-	-	-
Disposals	-	-	-
Depreciation charge	(27)	(16)	(43)
Closing net book value - 30 June 2011	197	30	227
 Balance as at 30 June 2011			
Cost	385	447	832
Additions	-	-	-
Disposals	-	-	-
Accumulated depreciation	(188)	(417)	(605)
Net book value	197	30	227

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

20 Other non current assets

	30 June 2012 \$'000	30 June 2011 \$'000
Receivable - straight lining of rental income	1,738	1,950
Capitalised lease incentives	14	17
Deposits	-	82
	<u>1,752</u>	<u>2,049</u>

21 Trade and other payables

	30 June 2012 \$'000	30 June 2011 \$'000
Trade payables	2	181
Non trade payables	2	2
Accruals	879	795
GST payables	374	302
	<u>1,257</u>	<u>1,280</u>

22 Interest bearing loans and borrowings

	30 June 2012 \$'000	30 June 2011 \$'000
<i>Current</i>		
Secured borrowings	8,100	12,458
<i>Non current</i>		
Secured borrowings	24,462	33,312
Capitalised finance costs	(131)	(306)
	<u>24,331</u>	<u>33,006</u>
	<u>32,431</u>	<u>45,464</u>

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

22 Interest bearing loans and borrowings (continued)

Secured borrowings

The loan facility is being provided by Westpac Banking Corporation ("the Bank") via a special purpose borrowing vehicle (Trafalgar Twelve Four Finance Pty Limited) which is 50% owned by each of TPF 12 and TOF 4. Through this vehicle the facility is available to both Funds and as at 30 June 2012, TOF 4 had no drawings and TPF 12 had drawn \$32.56 million. The facility limit is \$32.56 million. The Group was able to reduce the loan by \$13.21 million during the year primarily by using part of the net proceeds from the sale of the Fujitsu Centre.

The facility is secured by a mortgage in favour of the Bank over each core investment property held by the Group and a fixed and floating charge over the present and future real property assets of the Funds, their subsidiaries and Trafalgar Managed Investments Limited. The facility is subject to floating interest rates. The floating interest rate paid at 30 June 2012 was 5.835%. The facility expiry date was extended during the year by 12 months from March 2013 to March 2014. To facilitate the loan extension, a \$5.5 million term deposit was provided to the Bank as further security and loan repayments of \$750,000 per quarter (\$3 million per annum) commenced on 29 June 2012. The term deposit is notionally offset against the loan for LVR covenant purposes. The term deposit is held in the name of Trafalgar Twelve Four Finance Pty Limited and cannot be drawn upon until certain loan conditions have been satisfied.

The Group intends using net proceeds from the disposal of investment properties within the Group to pay down the Westpac loan. Accordingly, in addition to the \$3 million per annum loan repayments, a further \$5.1 million has been classified as a current liability to reflect the net proceeds expected from investment properties held for sale at 30 June 2012.

Funding Covenants

At the date of this report, the Group complies with debt covenants for all facilities and did at all times during the year. The Group continues to implement its Capital Management strategy and is continuing to comply with its covenants prescribed in the finance facilities through a program of debt reduction and tight fiscal management.

23 Provisions

	30 June 2012 \$'000	30 June 2011 \$'000
<i>Current</i>		
Employee leave benefits	67	77
	67	77
<i>Non current</i>		
Employee leave benefits	168	146
	168	146

24 Other current liabilities

	30 June 2012 \$'000	30 June 2011 \$'000
Rent billed in advance	929	974
	929	974

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

25 Issued capital

	Number of Securities		Issued capital	
	30 June 2012	30 June 2011	30 June 2012 \$'000	30 June 2011 \$'000
<i>Ordinary Securities</i>				
Issued and fully paid	85,351,913	85,351,913	(3,092)	(3,092)
	85,351,913	85,351,913	(3,092)	(3,092)

		Number of securities	Issue price	Issued capital \$'000
<i>Movement of fully paid securities issued</i>				
1 July 2011	Opening balance	85,351,913	-	(3,092)
30 June 2012	Closing balance	85,351,913		(3,092)
<i>Movement of fully paid securities issued</i>				
1 July 2010	Opening balance	85,351,913	-	(3,092)
30 June 2011	Closing balance	85,351,913		(3,092)

Minority interests – TOF 4 and TPF 12

As a result of the stapling in July 2005, TOF 4 and TPF 12 were stapled to the Company. When a new entity is formed to issue equity instruments to effect a business combination, one of the combining entities is to be identified as the acquirer on the basis of pertinent facts and circumstances regarding control. For the stapled group, Trafalgar Corporate Pty Limited (now wholly owned by TCGL) was deemed the acquirer and the acquisition of TOF 4 and TPF 12 formed the minority interest.

26 Financial instruments

Exposure to Credit Risk

The carrying amount of the Group's financial assets represents the maximum credit exposure. The Group's maximum exposure to credit risk at the reporting date was:

	Carrying Amount	
	30 June 2012 \$'000	30 June 2011 \$'000
Cash and cash equivalents	10,714	22,903
Trade and other receivables	1,156	455
Other financial assets – current		
Vendor property financing	560	700
Development property financing	3,138	4,697
	15,568	28,755

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

26 Financial instruments (continued)

Ageing analysis

The ageing of the Group's loans and receivables at reporting date was:

	Gross 30 June 2012 \$'000	Impairment 30 June 2012 \$'000	Gross 30 June 2011 \$'000	Impairment 30 June 2011 \$'000
Not past due	1,014	-	383	-
Past due 0-30 days	29	-	46	-
Past due 31-180 days	113	-	26	-
Past due 181-365 days	-	-	-	-
More than one year	8,142	(4,444)	8,517	(3,120)
	<u>9,298</u>	<u>(4,444)</u>	<u>8,972</u>	<u>(3,120)</u>

As at 30 June 2012, all loans and receivables were reviewed with 3 loans (30 June 2011: 3 loans) recognised as being impaired. The impairments relate to development and vendor property financing loans made to property development projects. Slow sales rates and falling property prices have affected the full recoverability of these loans.

Liquidity risk

The following are contractual maturities of financial liabilities, including estimated interest payments (using existing variable interest rates):

	Carrying Amount \$'000	Contractual Cash flow \$'000	Less than 1 Year \$'000	Between 1-5 Years \$'000	Over 5 Years \$'000
30 June 2012					
Trade and other payables	1,257	1,257	1,257	-	-
Interest bearing loans	32,562	35,306	9,777	25,529	-
	<u>33,819</u>	<u>36,563</u>	<u>11,034</u>	<u>25,529</u>	<u>-</u>
30 June 2011					
Trade and other payables	1,280	1,280	1,280	-	-
Interest bearing loans	45,770	50,128	14,995	35,133	-
	<u>47,050</u>	<u>51,408</u>	<u>16,275</u>	<u>35,133</u>	<u>-</u>

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

26 Financial instruments (continued)

Interest rate risk

The Group's exposure to interest risk and the effective weighted average interest rate by maturity period is:

	Floating interest rate \$'000	Fixed interest maturing in 1 year or less \$'000	Fixed interest maturing in 1 to 5 years \$'000	Fixed interest maturing more than 5 years \$'000	Non- interest bearing \$'000	Total \$'000
30 June 2012						
<i>Financial assets</i>						
Cash and cash equivalents	5,214	5,500				10,714
Trade and other receivables					1,156	1,156
Other financial assets					3,698	3,698
Total financial assets	5,214	5,500	-	-	4,854	15,568
Weighted average interest rate	3.27%	4.67%				
<i>Financial liabilities</i>						
Trade and other payables					(1,257)	(1,257)
Interest bearing loans	(32,562)					(32,562)
Total financial liabilities	(32,562)	-	-	-	(1,257)	(33,819)
Weighted average interest rate	5.84%					
Net financial assets (liabilities)	(27,348)	5,500	-	-	3,597	(18,251)
30 June 2011						
<i>Financial assets</i>						
Cash and cash equivalents	22,903					22,903
Trade and other receivables					455	455
Other financial assets					5,397	5,397
Total financial assets	22,903	0	0	0	5,852	28,755
Weighted average interest rate	4.71%					
<i>Financial liabilities</i>						
Trade and other payables					(1,280)	(1,280)
Interest bearing loans	(45,770)					(45,770)
Total financial liabilities	(45,770)	0	0	0	(1,280)	(47,050)
Weighted average interest rate	7.31%					
Net financial assets (liabilities)	(22,867)	0	0	0	4,572	(18,295)

Net fair values

The Group's financial assets and liabilities are stated at amortised cost and these assets are not traded in an organised financial market and the carrying values approximate fair values.

Carrying amounts of trade and other receivables, other financial assets, payables and bank loans are stated at net realisable value, impairments have been made where applicable.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

26 Financial instruments (continued)

Credit risk

The carrying amounts of financial assets included in the statement of financial position represent the Group's exposure to credit risk in relation to these assets.

Summarised interest rate sensitivity analysis

The table below illustrates the potential impact a change in interest rates by +/-1% would have had on the Group's profit and equity.

		Change in interest rate -1%		Change in interest rate 1%	
	Carrying amount \$'000	Profit \$'000	Equity \$'000	Profit \$'000	Equity \$'000
30 June 2012					
<i>Financial assets</i>					
Cash and cash equivalents	10,714	(107)	(107)	107	107
<i>Financial liabilities</i>					
Interest bearing loans	(32,562)	326	326	(326)	(326)
Total increase (decrease)		219	219	(219)	(219)
30 June 2011					
<i>Financial assets</i>					
Cash and cash equivalents	22,903	(229)	(229)	229	229
<i>Financial liabilities</i>					
Interest bearing loans	(45,770)	458	458	(458)	(458)
Total increase (decrease)		229	229	(229)	(229)

Fair value hierarchy

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: 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: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

30 June 2012	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<i>Current assets</i>				
Available for sale investments	-	-	-	-
	-	-	-	-

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

26 Financial instruments (continued)

30 June 2011	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<i>Current assets</i>				
Available for sale investments	-	-	429	429
	-	-	429	429

The following table is a reconciliation of the movements in Available for sale investments classified as Level 3.

	30 June 2012 \$'000	30 June 2011 \$'000
Opening Balance 1 July	429	538
Fair value movement through statement of comprehensive income	4	(109)
Return of equity	(433)	
Closing balance 30 June	-	429

Fair value of Level 3 items is determined through financial modelling including sensitivity analysis. The modelling includes consideration of key factors including sales, costs, financing charges, time and any other factor which has the potential to influence the fair value of the investment. The valuation of the Level 3 investment does not contain any significant reasonably possible alternatives and hence no further sensitivity analysis has been disclosed.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

27 Capital and other commitments

30 June	30 June
2012	2011
\$'000	\$'000

Capital expenditure commitments

Investment properties

Contracted but not provided for and payable

Within one year

-	62
-	62

Joint venture commitments

Share of capital commitments of the joint venture

Within one year

1,331	4,190
1,331	4,190

Investment Properties

The Group has no commitments (30 June 2011: \$62,324) for the refurbishment of investment properties contracted for as at 30 June 2012.

Share of capital commitments of the joint venture

Renewing Homebush Bay Pty Limited (a 50/50 Joint Venture with Brookfield Multiplex Group) has entered into various agreements, primarily involved with civil works and landscaping at the Rhodes Shoreline site, to be undertaken over the next 12 months totalling \$1.331 million (30 June 2011: \$4.190 million). The joint venture has sufficient cash reserves to meet its financial obligations.

28 Contingent assets and liabilities

Beverley Project

Beverley is an industrial land sub-division located at 117 Main Street Beverly South Australia. Senior debt for the project has been provided by Bendigo & Adelaide bank Limited with Trafalgar Corporate Group Limited (TCGL) providing mezzanine funding of \$1.6 million. This amount has been matched by the developer of the project. In conjunction with the developer, TCGL has also severally guaranteed 50% of all interest fees, costs, charges and expenses payable under the Senior Finance Facility and has agreed to fund on a 50/50 basis with the developer any cost overruns for the project.

Group Obligations

In accordance with the Stapling Deed executed on 8 June 2005, each party to the deed (i.e. the Company, TPF 12 and TOF 4) have undertaken to guarantee the obligations of the other party and or its subsidiaries.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

29 Consolidated entities

	Country of incorporation	Ownership Interest	
		30 June 2012	30 June 2011
Parent entity			
Trafalgar Corporate Group Limited (TCGL)			
Subsidiaries of TCGL			
TC (Dorcas St) Pty Limited	Australia	100%	100%
TCG (Frances Park) Pty Limited	Australia	100%	100%
TCG (Centenary Square) Pty Limited	Australia	0%	100%
Trafalgar Corporate (Sales) Pty Limited	Australia	100%	100%
TCG (Bonnyrigg) Pty Limited	Australia	100%	100%
Trafalgar Corporate Pty Limited (TCL)	Australia	100%	100%
Trafalgar Capital Management Pty Limited	Australia	0%	100%
TC Group Developments Pty Limited	Australia	100%	100%
TC Rhodes Pty Limited	Australia	100%	100%
TC RHB Stage 2 Lessor Holdings Pty Limited	Australia	100%	100%
TC RHB Stage 2 Lessor Pty Limited	Australia	100%	100%
TC RHB Stage 2 Contractor Holdings Pty Limited	Australia	100%	100%
TC RHB Stage 2 Contractor Pty Limited	Australia	100%	100%
TC RHB Stage 4 Lessor Holdings Pty Limited	Australia	100%	100%
TC RHB Stage 4 Lessor Pty Limited	Australia	100%	100%
TC RHB Stage 4 Contractor Holdings Pty Limited	Australia	100%	100%
TC RHB Stage 4 Contractor Pty Limited	Australia	100%	100%
TC RHB Stage 6 Lessor Holdings Pty Limited	Australia	100%	100%
TC RHB Stage 6 Lessor Pty Limited	Australia	100%	100%
TC RHB Stage 6 Contractor Holdings Pty Limited	Australia	100%	100%
TC RHB Stage 6 Contractor Pty Limited	Australia	100%	100%
TC RHB Stage 7 Lessor Holdings Pty Limited	Australia	100%	100%
TC RHB Stage 7 Lessor Pty Limited	Australia	100%	100%
TC RHB Stage 7 Contractor Holdings Pty Limited	Australia	100%	100%
TC RHB Stage 7 Contractor Pty Limited	Australia	100%	100%
TC RHB Stage 8 Lessor Holdings Pty Limited	Australia	100%	100%
TC RHB Stage 8 Lessor Pty Limited	Australia	100%	100%
TC RHB Stage 8 Contractor Holdings Pty Limited	Australia	100%	100%
TC RHB Stage 8 Contractor Pty Limited	Australia	100%	100%

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

29 Consolidated entities (continued)

	Country of incorporation	Ownership interest	
		30 June 2012	30 June 2011
Subsidiaries of TCL			
Sydney Airport Centre Pty Limited	Australia	100%	100%
TC (Cannon Park) Pty Limited	Australia	100%	100%
TC (Thomas St) Pty Limited	Australia	0%	100%
S.T.A.R.T. Investments (Australia) Pty Limited	Australia	0%	100%
TC Frances Park Pty Limited	Australia	100%	100%
TC (TOF No 5) Pty Limited	Australia	100%	100%
TC Renewing Homebush Bay Pty Limited	Australia	100%	100%
TC (RHB) Pty Limited	Australia	100%	100%
Tulip Securities Pty Limited	Australia	0%	100%
Trafalgar Managed Investments Limited (TMIL)	Australia	100%	100%

	Country of incorporation	Ownership Interest	
		30 June 2012	30 June 2011
Subsidiaries of TMIL			
Trafalgar Nominees (SAC) Pty Limited	Australia	0%	100%
Trafalgar Nominees (SAC) No 1 Pty Limited	Australia	0%	100%
Trafalgar Nominees (SAC) No 3 Pty Limited	Australia	0%	100%
Trafalgar Nominees (Prospect) Pty Limited	Australia	0%	100%

Stapled entities

Trafalgar Platinum Fund No 12	Australia	Stapled	Stapled
Trafalgar Opportunity Fund No 4	Australia	Stapled	Stapled
MBC Trust	Australia	Stapled	Stapled
Portal Newstead Fund	Australia	Stapled	Stapled
Portal Newstead Pty Limited	Australia	Stapled	Stapled
Trafalgar Twelve Four Finance Pty Limited	Australia	Stapled	Stapled
Trafalgar Twelve Four Note Issuer Pty Limited	Australia	Stapled	Stapled

30 Business combinations

There was no business acquisitions in the financial year ended 30 June 2012.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

31 Reconciliation of net profit (loss) to net cash inflows from operating activities

	30 June 2012 \$'000	30 June 2011 \$'000
Net profit (loss)	1,468	(3,035)
<i>Non cash flows in profit from ordinary activities</i>		
Amortisation	175	291
Depreciation	35	43
(Impairment reversal) impairment of equity accounted investments	(1,514)	922
(Impairment reversal) impairment of available for sale investments	(4)	109
Impairment of third party loans receivable	1,324	2,423
Net gain on fair value of financial instruments	-	(1,285)
Net loss on fair value of investment properties	2,377	3,887
Straight lining rental income and incentives	51	(522)
<i>Change in operating assets and liabilities</i>		
(Increase) decrease in receivables and prepayments	(739)	3,565
Decrease in creditors and accruals	(56)	(5,121)
Net cash flow from operating activities	3,117	1,277

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

32 Related parties

The following were key Non-Executive and Executive personnel of the consolidated entity at any time during the reporting period and unless otherwise indicated were key management personnel for the entire period.

Non-Executive

Garry R Sladden	Appointed Director 13 November 2008, Resigned 1 May 2012 Appointed Chairman 31 August 2009, Resigned 1 May 2012
Garry S Charny	Appointed Director 13 November 2008
John R Green (Chairman)	Appointed Director 1 October 2009 Appointed Chairman 1 May 2012
Tony R Pitt	Appointed Director 19 November 2009

Executives

Braith H Williams (Chief Executive Officer)
Peter J Norris (Chief Financial Officer & Company Secretary)

Key management personnel compensation

The key management personnel compensation included in employee benefits expense (refer to Remuneration report) is as follows:

	30 June 2012	30 June 2011
Short term employee benefits	1,130,822	1,309,054
Long term employee benefits	10,955	27,215
Post employment benefits	64,600	65,498
	<u>1,206,377</u>	<u>1,401,767</u>

Individual directors and executives compensation disclosures

Information regarding individual directors and executives compensation is provided in the Remuneration report section of the Directors' Report.

Apart from the details disclosed in the Remuneration report, no key management personnel have entered into a material contract with the Company or the consolidated entity since the end of the previous financial year and there were no material contracts involving key management personnel interests existing at year end.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

32 Related parties (continued)

Movement in shares

The movement during the reporting period in the number of stapled securities in Trafalgar Corporate Group Limited held, directly, indirectly or beneficially, by each key management person, including their related parties, is as follows:

	Held at 1 July 2011	Acquisitions	Sales	Held at 30 June 2012
<i>Fully paid securities</i>				
<i>Directors</i>				
Garry R Sladden (Resigned 1 May 2012)	-	-	-	n/a
Garry S Charny	-	-	-	-
John R Green	-	-	-	-
Tony R Pitt *	20,000,000	1,479,009	-	21,479,009
<i>Executives</i>				
Braith H Williams	33,000	-	-	33,000
Peter J Norris	-	-	-	-
	Held at 1 July 2010	Acquisitions	Sales	Held at 30 June 2011
<i>Fully paid securities</i>				
<i>Directors</i>				
Garry R Sladden	-	-	-	-
Garry S Charny	-	-	-	-
John R Green	-	-	-	-
Tony R Pitt *	19,417,425	582,575	-	20,000,000
<i>Executives</i>				
Braith H Williams	33,000	-	-	33,000
Peter J Norris	-	-	-	-

* Pentagon Financial Services Pty Limited ("PFS") is the registered holder. (Tony Pitt is a shareholder (indirect) of the parent company of PFS).

All transactions with related parties are conducted on normal commercial terms and conditions.

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

32 Related parties (continued)

Non key management personnel disclosure

(a) Transactions with significant shareholders

Head Office lease

Trafalgar Corporate Group Limited entered into a 7 year lease for its Head Office premises at 111 Harrington Street, Sydney with Harrington Properties Pty Limited, a company controlled by Mr Robert Whyte (Substantial Securityholder of the Group). The lease expires in July 2012. During the year lease payments totalled \$348,174 (30 June 2011: \$335,671). The rent is reviewed annually and indexed to CPI increases.

(b) Parent entity

The legal parent entity is Trafalgar Corporate Group Limited

(c) Subsidiaries, interests in joint ventures, partnerships and associates

Interests in subsidiaries, joint ventures, partnerships and associates are set out in notes 29 and 18 respectively.

(d) Transactions with related parties

Transactions with subsidiaries

The following transactions occurred with subsidiaries during the year.

	30 June 2012 \$'000	30 June 2011 \$'000
Loans advanced from the Company	6,743	32,883
Loans advanced to the Company	(28,314)	(60,993)
Dividend income	303	4,225
Impairment of related party loans	-	(193)
Debt forgiveness benefit on related party loans	-	53,294

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

32 Related parties (continued)

Related party loan between TCGL and its subsidiaries

Loans advanced from the Company to subsidiaries are 'at call'. The Company does not anticipate that it will call on these loans within the next 12 months and as such these loans have been classified as non current in note 33. The Directors have assessed the net recoverability of loans with subsidiaries and have impaired the portion considered to be uncollectable at balance date being \$Nil (30 June 2011: Impairment of \$193,000).

Related party loan between TPF 12 and TCGL

In accordance with the Stapling Deed executed on 8 June 2005, each party to the deed (TCGL, TPF 12 and TOF 4) have undertaken to guarantee the obligations of the other party and or its subsidiaries. Following the Group's announcement that it is withdrawing from development activities and with an expected reduction in the level of investment and return from the current development activities, Trafalgar Corporate Group Limited will not be able to fully service the inter entity loan owed to TPF 12. At balance date, as a consequence of reviewing the recoverability of the loan, the Directors decided to further impair the portion considered to be unrecoverable. This impairment amounted to \$0.67 million (30 June 2011: \$15.32 million).

Transactions with joint ventures, partnerships and associates

The consolidated entity receives income from the joint ventures, partnerships and associates in the form of management fees and profit from operations (refer to note 18). The following transactions occurred with joint ventures, partnerships and associates during the year:

	30 June 2012 \$'000	30 June 2011 \$'000
Management fees		
Sydney Airport Centre Joint Venture	-	18
Share of profit (loss)		
The Frances Park Partnership	-	-
Renewing Homebush Bay Partnership	-	-
Sydney Airport Centre Joint Venture	-	(10)
TW Property Developments Pty Limited	11	100

Trafalgar Corporate Group Limited and its Controlled Entities

Notes to the Consolidated Financial Statements

For the year ended 30 June 2012

33 Parent entity disclosures

As at, and throughout, the financial year ended 30 June 2012, the parent company of the Group was Trafalgar Corporate Group Limited.

	Company	
	30 June	30 June
	2012	2011
	\$'000	\$'000
<i>Result of the parent company</i>		
Profit (loss) for the year	(3,439)	52,977
Other comprehensive income	-	-
Total comprehensive income (loss) for the year	(3,439)	52,977
<i>Financial position of the parent company at year end</i>		
Current assets	6,381	16,004
Total assets	13,577	49,533
Current liabilities	11,328	8,604
Total liabilities	29,208	61,725
<i>Total equity of the parent company comprising of</i>		
Issued capital	(8,203)	(8,203)
Retained earnings (losses)	(7,428)	(3,989)
Total equity	(15,631)	(12,192)

Parent company contingencies

The parent company does not have any contingencies at 30 June 2012 (30 June 2011: Nil).

Parent entity guarantees in respect of debts of its subsidiaries

In accordance with the Stapling Deed executed on 8 June 2005, each party to the deed (i.e. the Company, TPF 12 and TOF 4) have undertaken to guarantee the obligations of the other party and or its subsidiaries.

34 Events subsequent to balance date

On 3 July 2012, the Group entered into a Heads of Agreement for the sale of 2B Factory Street, Granville.

There are no further matters or circumstances not otherwise dealt with in this report or the financial statements that have significantly or may significantly affect the operations of the consolidated entity, or the state of the consolidated entity's affairs in this financial report or current and future financial years.

Trafalgar Corporate Group Limited and its Controlled Entities

Directors' declaration

For the year ended 30 June 2012

- 1 In the opinion of the Directors of Trafalgar Corporate Group Limited ("the Company"):
 - (a) the consolidated financial statements and notes that are set out on pages 16 to 67, and the Remuneration report in the Directors' report contained in pages 7 to 11, are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the Group's financial position as at 30 June 2012 and of its performance for the financial year ended on that date; and
 - (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001;
 - (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
- 2 The Directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the Chief Executive Officer and Chief Financial Officer for the financial year ended 30 June 2012.
- 3 The Directors draw attention to note 1 (a) to the consolidated financial statements, which includes a statement of compliance with International Financial Reporting Standards.

Signed in accordance with a resolution of the Directors:



John R Green

Chairman



Tony R Pitt

Director

Dated at Sydney this 16th day of August 2012



Independent auditor's report to the members of Trafalgar Corporate Group Limited

Report on the financial report

We have audited the accompanying financial report of Trafalgar Corporate Group Limited (the company), which comprises the consolidated statement of financial position as at 30 June 2012, and consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year ended on that date, notes 1 to 34 comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the Group comprising the company and the entities it controlled at the year's end or from time to time during the financial year.

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 1(a), the directors also state, in accordance with Australian Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements of the Group 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. These Auditing 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 performed the procedures to assess whether in all material respects the financial report presents fairly, in accordance with the *Corporations Act 2001* and Australian Accounting Standards, a true and fair view which is consistent with our understanding of the Group's financial position and of its performance.

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



Independence

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

Auditor's opinion

In our opinion:

- (a) the financial report of the Group is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the Group's financial position as at 30 June 2012 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.
- (b) the financial report also complies with International Financial Reporting Standards as disclosed in note 1(a).

Report on the remuneration report

We have audited the remuneration report included in pages 7 to 11 of the directors' report for the year ended 30 June 2012. 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 auditing standards.

Auditor's opinion

In our opinion, the remuneration report of Trafalgar Corporate Group Limited for the year ended 30 June 2012, complies with Section 300A of the *Corporations Act 2001*.

KPMG

KPMG

Paul Thomas
Partner

Sydney
16 August 2012