

Appendix 4E

Preliminary Final Report Period ending on or after 30 June 2014

EUMUNDI GROUP LIMITED ACN 010 947 476

1. Reporting Period

The financial information contained in this report is for the year ended 30 June 2014.

Comparative amounts, unless otherwise indicated, are for the year ended 30 June 2013.

2. Results for Announcement to the Market

		(\$'000)		(\$'000)
2.1	Revenues from ordinary activities	\$2,986	up to	\$23,617
2.2	Profit (loss) from ordinary activities after tax attributable to members	\$4,451	up to	\$3,166
2.3	Net Profit (loss) for the period attributable to members	\$4,451	up to	\$3,166
2.4	Dividends	It is not proposed to pay a dividend with respect to Ordinary Shares		
2.5	Record date for determining entitlements to the final dividend	Not Applicable		
2.6	In 2013/14, the group recorded a profit after tax of \$3,166,000 (\$4,374,000 before tax) which is \$4,451,000 above the reported loss after tax of \$1,285,000 (\$1,852,000 loss before tax) in the prior year.			
	The current year profit includes a fair value increment on revaluation of investment properties of \$2,430,000 (2013: decrement of \$3,361,000) attributable to tightening of yields from improved leasing and strengthened market conditions. The prior year fair value decrement was primarily due to the write down in value attributed to a tavern lease in Aspley Shopping Centre which was terminated in March 2013.			
	Revenue of \$23,617,000 represents an increase of 14.5% compared with \$20,631,000 for the prior year.			
	Current year hotel operations included a full year of the Aspley Shopping Centre tavern business, while the prior year included the results since March 2013 when the venue was taken over as Landlord in Possession.			
	As a result, hotel sales increased by 14% to \$13,157,000 in the current year from \$11,549,000 in 2013, while cost of sales of \$9,281,000 increased by 11% when compared with the prior period (2013: \$8,342,000). Gaming revenue increased from \$4,311,000 to \$6,059,000 due to the Aspley tavern operation and gaming loyalty program.			
	Profit from investment properties of \$2,963,000 in the current year was \$324,000 below the profit of \$3,287,000 for the prior year due to termination of the tavern lease in March 2013.			

Financing costs were \$1,512,000 in 2014 compared with \$2,162,000 in the previous year due to reductions in drawn commercial bill facilities of \$7,400,000 during the year and comparatively lower average interest rates.

In June 2014, the Directors concluded that the group would continue to manage the operations of the Publovers tavern in the medium term and not seek to re-let the management rights. As a result, Aspley Shopping Centre was reclassified as land and buildings from investment property during the year.

On 11 November 2013, the company issued 141,949,690 ordinary shares following the completion of a fully underwritten 1:1 rights issue at 4.5 cents per share to raise \$6,388,000 cash.

On 27 June 2014, the company issued 31,544,199 ordinary shares under its dividend reinvestment plan in connection with a special dividend announced on 14 May 2014. The plan was fully underwritten.

As a result of the rights issue and the dividend reinvestment, issued share capital increased from 141,949,690 shares to 315,443,579 shares.

The company retains access to undrawn commercial bill facilities of \$9.6 million for capital works and acquisitions.

- 2.7 Net assets at 30 June 2014 were \$25,982,000, an increase of 53.6% from \$16,912,000 at 30 June 2013 primarily due to the capital raising, net of costs, in November 2013 of \$6,146,000 and profit for the year of \$3,166,000.

3. Other Information

Except for matters noted above, all disclosure requirements pursuant to ASX Listing Rule 4.3A are provided in the Company's Consolidated Financial Statements which accompany this report.

4. This report is based on accounts to which one of the following applies:

- The accounts have been audited
- The accounts are in the process of being audited
- The accounts have been subject to review
- The accounts have *not* yet been audited or reviewed.

5. If the accounts have not yet been audited or subject to review and are likely to be subject to dispute or qualification, details are described below.

Not applicable

6. If the accounts have been audited or subject to review and are subject to dispute or qualification, details are described below.

Not applicable



Joe Ganim
Chairman
29th August 2014

EUMUNDI GROUP LIMITED ABN 30 010 947 476
Annual report – 30 June 2014

Chairman's message

I am pleased to report to shareholders that the 2014 financial year has been a solid result with a statutory net profit after tax of \$3.166 million.

The current years result is largely attributable to the recovery in investment property asset values as capitalisation rates tightened, market rents improved, and the cost of debt capital decreased. Unlike the period following the GFC, property assets are back in favour and we have ridden the worst.

The combined Aspley property continues to be a strategic asset for the group. While the long term value of this site is as a redevelopment site, the property continues to generate considerable passing income despite several tenancies remaining vacant. Weighted average lease expiry of the combined Aspley property (excluding Tavern business) reduced slightly and is now 3.17 years, with four leases approaching option/expiry in the next 12 months. Negotiations have commenced to secure these tenants for a further term.

Woolworths took over from IGA as anchor tenant at Bribie Harbour Shopping Village in November 2013. Since that time, despite the difficult economic conditions generally on the island, there has been uplift in trading levels and the leasing profile of the centre has improved. Weighted average lease expiry for this centre is 6.93 years, with lease renewal negotiations well advanced in respect of two of the tenancies.

At each of our properties leasing activity is increasing, however it is tempered by rising local unemployment levels and short term economic uncertainty caused by the mining slowdown. Rental growth has been slow while incentives remain high but this is gradually returning to pre-GFC levels. We are optimistic of further improvement in leasing outcomes in the coming 24 months, which will reflect in reported asset values.

We are strategically discerning in leasing decisions, conscious of securing blue chip lessees and creating a tenancy mix which will ensure the success of all tenants, thereby maintaining the long term value of each asset.

Profitability of our hotel operations has improved during the 2014 year with Ashmore Tavern earnings up by 17% on the prior year, and the indications are for a strong result in 2015 with increased construction activity and gradual recovery of domestic tourism stimulating economic growth on the coast.

Operating the Aspley Tavern has been a challenge, taking longer than first envisaged to stabilise the business and deliver revenue growth, but the fruit of our efforts will be realised in the coming year.

Borrowing costs declined following the rights issue which saw \$6.4 million applied against debt in November 2013 pending asset investment. Additionally, renegotiation of the groups banking facilities has resulted in a significant reduction in commercial borrowing facility costs, the benefit of which will be seen in 2015 and will continue to flow through in coming years.

Our financial position improved markedly over the year. Net assets increased by \$9.070 million to \$25.982 million, with borrowings reducing to \$24.324 million.

Our gearing ratio sits below 50% for the first time since 2006, and we now have substantial facilities available to respond to market opportunities. We will continue to target hotel assets with solid operational cash flows and future development potential in South East Queensland growth corridors. Whilst this report cannot, as we would have hoped, add a further business initiative to our portfolio, I can confidently say that the Board has been extremely active in sourcing opportunities and that remains the case. There are a lot out there, but a lot of competition and only a few prizes. Having said that, the Board is confident that the corner turned and the opportunities currently being considered will see the company's growth accelerated at a much faster and better rate than we have experienced in the difficult property period from which we have now emerged.

Our senior management team has done an excellent job over the period to ensure Eumundi Group is well placed for the future.

We paid shareholders a fully franked special dividend in June 2014. Through a fully underwritten Dividend Reinvestment Plan we were able to return value to shareholders by way of shares or cash, according to their individual preference, while retaining available facilities for future business opportunities. The Rights Issue and Dividend Reinvestment Plan each received a strong level of participation from shareholders, with less than 28% of issued shares placed through underwriters, which is a very pleasing result.

The board is reassured by the favourable response to recent capital management initiatives. While currently applied against debt, funds raised under the rights issue will be drawn down to improve the group's hotel and investment property assets and for asset acquisitions which meet the boards exacting standards.

I would like to thank my fellow directors for their continuing dedication, advice and support, Suzanne Jacobi-Lee our CEO, for her commitment and determination, our bankers for their ongoing support, hotel management and staff for their hard work, and importantly I would like to once again, as always thank all our loyal shareholders.

A handwritten signature in black ink, consisting of a large, stylized initial 'J' followed by a cursive name and a period.

JM Ganim
Chairman

Table of Contents

CORPORATE DIRECTORY	5
DIRECTORS' REPORT	6
AUDITOR'S INDEPENDENCE DECLARATION	12
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME	13
CONSOLIDATED STATEMENT OF FINANCIAL POSITION	14
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY	15
CONSOLIDATED STATEMENT OF CASH FLOWS	16
NOTES TO THE FINANCIAL STATEMENTS.....	17
DIRECTORS' DECLARATION	46
INDEPENDENT AUDITOR'S REPORT.....	47
CORPORATE GOVERNANCE STATEMENT.....	49
SHAREHOLDER INFORMATION	55

Corporate directory

Directors	Joseph Michael Ganim <i>Non-executive Chairman</i> Gilbert De Luca Vernon Alan Wills
Chief Executive Officer	Suzanne Jacobi-Lee
Company secretary	Leni Pia Stanley
Notice of annual general meeting	The annual general meeting of Eumundi Group Limited will be held: at Hopgood Ganim Lawyers Level 7, 1 Eagle Street Brisbane time 11:00am date Friday 21 st November 2014
Principal registered office in Australia	c/- Hopgood Ganim Lawyers Level 8, 1 Eagle Street Brisbane Qld 4000 Telephone: (07) 3024 0000
Principal place of business	Level 15, 10 Market Street Brisbane Qld 4000 Telephone: (07) 3229 7222 Facsimile: (07) 3211 8222
Share register	c/- Computershare Registry Services Pty Limited 117 Victoria Street West End Qld 4101 Telephone 1300 552 270
Auditor	Pitcher Partners Level 30 Central Plaza One 345 Queen Street Brisbane Qld 4000
Solicitors	Hopgood Ganim Lawyers Level 8, 1 Eagle Street Brisbane Qld 4000 Telephone: (07) 3024 0000
Bankers	National Australia Bank 255 Adelaide Street Brisbane Qld 4000
Stock exchange listing	Eumundi Group Limited shares are listed on the Australian Securities Exchange
Web site address	www.eumundi-ltd.com.au

Directors' report

Your directors present their report on the consolidated entity (referred hereafter as the group) consisting of Eumundi Group Limited and its controlled entities for the year ended 30 June 2014.

1. Directors

The following persons were directors of the Eumundi Group Limited during the whole of the year and up to the date of this report (unless otherwise stated):

J M Ganim
G De Luca
V A Wills
C R McCart (resigned 30 June 2014)

2. Principal activities

During the year the principal activities of the group consisted of:

- (a) the operation of the Ashmore and Publovers Taverns; and
- (b) the holding of investment properties.

3. Dividends

On 14 May 2014 the board declared a special dividend of \$1,419,000 (0.5 cents per share) which was paid to shareholders on 27 June 2014 (2013: \$Nil).

4. Review of operations

Financial Results

Eumundi Group Limited recorded a profit after tax of \$3,166,000 for the year ended 30 June 2014 (2013: loss of \$1,285,000).

The current year profit includes a fair value increment on revaluation of investment properties of \$2,430,000 (2013: decrement of \$3,361,000) attributable to tightening of yields from improved leasing and strengthened market conditions. The prior year fair value decrement was primarily due to the write down in value attributed to a tavern lease in Aspley Shopping Centre which was terminated in March 2013.

Revenue of \$23,617,000 represents an increase of 14.5% compared with \$20,631,000 for the prior year.

Current year hotel operations included a full year of the Aspley Shopping Centre tavern business, while the prior year included the results since March 2013 when the venue was taken over as Landlord in Possession.

As a result, hotel sales increased by 14% to \$13,157,000 in the current year from \$11,549,000 in 2013, while cost of sales of \$9,281,000 increased by 11% when compared with the prior period (2013: \$8,342,000). Gaming revenue increased from \$4,311,000 to \$6,059,000 due to the Aspley tavern operation and gaming loyalty program.

Profit from investment properties of \$2,963,000 in the current year was \$324,000 below the profit of \$3,287,000 for the prior year due to termination of the tavern lease in March 2013.

Financing costs were \$1,512,000 in 2014 compared with \$2,162,000 in the previous year due to reductions in drawn commercial bill facilities of \$7,400,000 during the year and comparatively lower average interest rates.

Financial Position

Net assets at 30 June 2014 were \$25,982,000, an increase of 53.6% from \$16,912,000 at 30 June 2013 due to the capital raising, net of costs, in November 2013 of \$6,146,000 and profit for the year of \$3,166,000.

Borrowings decreased from \$31,739,000 at 30 June 2013 to \$24,324,000 at 30 June 2014 with funds generated from the rights issue being applied to debt reduction.

On 11 November 2013, the company issued 141,949,690 ordinary shares following the completion of a fully underwritten 1:1 rights issue at 4.5 cents per share to raise \$6,388,000 cash.

On 27 June 2014, the company issued 31,544,199 ordinary shares under its dividend reinvestment plan in connection with a special dividend announced on 14 May 2014. The plan was fully underwritten.

As a result of the rights issue and the dividend reinvestment, issued share capital increased from 141,949,690 shares to 315,443,579 shares.

Net tangible asset backing was 8.0 cents per share at 30 June 2014 compared with 11.2 cents per share at 30 June 2013.

5. Significant changes in the state of affairs

In June 2014 after completion of a detailed review of the operations of the Publovers Tavern and analysis of options regarding the future of this property, the Directors concluded that the group would continue to manage the tavern in the medium term and not seek to re-let the management rights.

There were no other significant changes in the state of affairs of the group during the financial year.

6. Matters subsequent to the end of the financial year

There are no matters or circumstances that have arisen since 30 June 2014 that have significantly affected, or may significantly affect, the consolidated entity's operations in future financial years, the results of those operations in future financial years or the consolidated entity's state of affairs in future financial years.

7. Likely developments and expected results of operations

The group will continue to focus on improving existing assets and reducing debt levels, while continuing to search for appropriate investment opportunities that may exist in the current market where such investments will improve the group's asset portfolio.

8. Environmental regulation

The consolidated entity's operations are not subject to any particular and significant environmental regulation under a law of the Commonwealth or of a State or Territory.

9. Information on directors

Joseph Michael Ganim – Non-executive chairman

Mr Ganim is a founding partner of Hoppgood Ganim, a leading Brisbane law firm and although now retired, consults to the firm. He is also a commissioner for declarations and a notary public. He graduated from the University of Queensland with a Bachelor of Laws degree in 1970, and is a solicitor of the Supreme Court of Queensland and the High Court of Australia. Mr Ganim joined the board as a non-executive director in 1989. Mr Ganim has served as a director of a number of ASX listed companies but in retirement from full time legal practice will retain only his position on the board of Eumundi as well as retaining board positions on and an advisory role to a number of large private companies.

Special responsibilities:

Member of the audit committee

Gilbert De Luca – Non-executive director

Mr De Luca joined the board as a non-executive director in 1989. He is the principal of the De Luca group of companies and has a wide range of business experience in the property and construction fields overseeing the acquisition of investment and development properties by that group.

Special responsibilities:

Member of the audit committee

Vernon Alan Wills – Non-executive director

Mr Wills has an extensive background in areas of investment and finance in a broad range of industries including property, mining, IT and education, and is currently Chief Executive Officer and Managing Director of Site Group International Ltd. Mr Wills was previously Chair of Dark Blue Sea Ltd, Deputy Chair of Queensland government's Major Sports Facilities Authority, director of CITEC, Careers Australia Limited, Go-Talk Pty Ltd and Greg Norman Golf Foundation and served on the National Competition Policy – Queensland Liquor Review.

Special responsibilities:

Chairman of the audit committee

Charles Russell McCart – Non-executive director (Resigned 30 June 2014)

Mr McCart is Managing Director of Pacifica Developments and has over 30 years' experience in all facets of property development in public companies such as AV Jennings and Mirvac, as well as his own private companies. Mr McCart holds a Bachelor of Business from QUT.

Special responsibilities:

Member of the audit committee

Interests of directors

<i>Names of directors</i>	<i>Ordinary shares</i>	<i>Options</i>
J M Ganim	85,270,859	-
G De Luca	52,536,372	-
V A Wills	-	-
C R McCart	-	-

The table above lists only the direct interests in the company held by the directors or entities controlled by the directors. Shareholdings of directors including shares held by related parties are disclosed in section 12 of this report.

10. Information on company secretary

The company secretary at the end of the financial year was Ms Leni Stanley CA, B.Com. Ms Stanley holds similar positions with other companies and is currently a partner with a chartered accounting firm.

11. Meetings of directors

The numbers of meetings of the company's board of directors and of each board committee held during the year ended 30 June 2014, and the numbers of meetings attended by each director were:

	Directors' meetings		Audit committee meetings	
	Meetings held during the period whilst holding office	Meetings attended	Meetings held during the period whilst holding office	Meetings attended
J M Ganim	11	11	2	2
G De Luca	11	11	2	2
V A Wills	11	11	2	2
C R McCart	11	8	2	2

There were no other formally constituted committees of the board during the financial year.

12. Remuneration report

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

- A Principles used to determine the nature and amount of remuneration
- B Details of remuneration
- C Service agreements
- D Share-based compensation
- E Equity instruments held by key management personnel
- F Other transactions with key management personnel

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

The policy for determining the nature and amount of remuneration of board members and senior executives is as follows:

Executives

The board remuneration policy is to ensure that remuneration packages properly reflect the person's duties, responsibilities and performance and that the remuneration is competitive in attracting, retaining and motivating people of the highest quality. The current executive remuneration structure has two components; base pay and benefits such as superannuation and motor vehicle allowances. Currently no part of remuneration is linked to performance conditions. Upon retirement the executives are paid employee benefit entitlements accrued to date of retirement.

The remuneration policy for executives and other senior employees in terms of cost, market competitiveness and the linking of remuneration to the financial and operational performance of the company is continually reviewed. Compensation in the form of cash bonuses is designed to reward key management personnel for meeting or exceeding financial and non-financial objectives. There are no fixed performance criteria. During the year the board assess the performance of individuals and where appropriate approve discretionary cash bonuses.

Non-executive directors

Fees and payments to non-executive directors reflect the financial status of the consolidated entity, and the demands that are made on, and the responsibilities of the directors. Non-executive directors' fees are reviewed annually by the board and are set within the limits approved by shareholders. No retirement benefits are payable to non-executive directors.

The board seeks to set aggregate remuneration at a level which provides the company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost which is acceptable to shareholders.

Non-executive director remuneration is determined within the aggregate directors' fee pool, which is periodically recommended for approval by shareholders. The latest determination was at an Annual General Meeting held on 24 November 2005 when shareholders approved an aggregate remuneration of \$250,000 per annum. The actual amount paid during the financial year ended 30 June 2014 was \$210,000 (2013: \$210,000).

Relationship to performance

There are no direct links between key management personnel remuneration and group performance. Performance of the group over the last five years is as follows:

	2010	2011	2012	2013	2014
Profit/(loss) after tax attributable to members (\$'000)	(3,482)	1,854	178	(1,285)	3,166
Dividends paid (\$'000)	-	-	-	-	1,419
Share price at end of year	5¢	5¢	5.5¢	5¢	5¢

12. Remuneration report (cont)

B. Details of remuneration

Amounts of remuneration

Details of the remuneration of each director of Eumundi Group Limited and each of the key management personnel of the company and the consolidated entity for the year ended 30 June 2014 are set out in the following tables.

	Short term employee benefits			Post-employment benefits	Long Term Benefits	Share based payments	Total	% Performance based
	Cash salary and fees*	Cash bonuses	Non-cash benefits	Super-annuation	Long Service Leave	Options		
2014	\$	\$	\$	\$	\$	\$	\$	%
Directors								
J M Ganim	54,920	-	-	5,080	-	-	60,000	-
G De Luca	45,767	-	-	4,233	-	-	50,000	-
V A Wills	50,000	-	-	-	-	-	50,000	-
C R McCart ⁽³⁾	50,000	-	-	-	-	-	50,000	-
Total	200,687	-	-	9,313	-	-	210,000	
Other key management personnel								
L Stanley	15,000	-	-	-	-	-	15,000	-
S Jacobi-Lee	185,320	-	5,761	16,255	3,468	-	210,804	-
R Mikkelsen	101,355	-	-	9,099	-	-	110,454	-
Total	301,675	-	5,761	25,354	3,468	-	336,258	
2013								
Directors								
J M Ganim	55,046	-	-	4,954	-	-	60,000	-
G De Luca	45,872	-	-	4,128	-	-	50,000	-
V A Wills	50,000	-	-	-	-	-	50,000	-
C R McCart	50,000	-	-	-	-	-	50,000	-
Total	200,918	-	-	9,082	-	-	210,000	
Other key management personnel								
L Stanley	15,000	-	-	-	-	-	15,000	-
S Jacobi-Lee ⁽¹⁾	175,966	20,000	3,154	14,036	6,048	-	219,204	9.1%
R Mikkelsen ⁽²⁾	2,293	-	-	189	-	-	2,482	
Total	193,259	20,000	3,154	14,225	6,048	-	236,686	

* Amounts disclosed include leave entitlement accrued during the year

(1) S Jacobi-Lee was appointed as chief executive officer on 21 June 2013, prior to that date she held the position of chief financial officer.

(2) R Mikkelsen was appointed as chief financial officer on 24 June 2013.

(3) C R McCart resigned on 30 June 2014.

There were no other executives in the current or prior year.

Eumundi Group Limited's resolution put forward at the 2013 annual general meeting proposing that the remuneration report be adopted received 96% "yes" votes. The company did not receive any specific feedback at the AGM or throughout the year on its remuneration practices.

C. Service agreements

L Stanley (company secretary)

Ms Stanley is paid for company secretarial and accounting services through a partnership of which she is a member based on normal commercial terms and conditions. This agreement can be terminated by either party with 14 days notice.

S Jacobi-Lee (chief executive officer)

Ms Jacobi-Lee receives a salary package of \$191,800 pa inclusive of superannuation, and 3 months notice is required in the event of termination.

R Mikkelsen (chief financial officer)

Ms Mikkelsen receives a salary package of \$110,000 pa inclusive of superannuation, and 3 months notice is required in the event of termination.

D. Share-based compensation

There have been no share based payment benefits, vested or exercised, or granted as compensation during the year (2013: nil).

E. Equity instruments held by key management personnel

(i) Options provided as remuneration and shares issued on exercise of such options

There have been no share based payment compensation benefits granted, vested or exercised during the year.

(ii) Option holdings

There were no options over ordinary shares in the parent entity held by key management personnel during, or at the end of, the year.

(iii) Share holdings

The numbers of shares in the company held during the financial year by each director of Eumundi Group Limited and other key management personnel of the group, including their personally related parties, are set out below.

	Balance at start of year or date of appointment	Take-up of Rights Issue entitlement	Underwriting allocation under Rights Issue	Take up of Dividend Reinvest- ment Plan entitlement	Net change other	Balance at end of year
2014						
Directors						
J M Ganim	37,350,833	37,350,833	12,613,389	9,701,668	-	97,016,723
G De Luca	20,437,836	20,277,836	6,901,863	5,290,835	-	52,908,370
V A Wills	-	-	-	-	-	-
C R McCart	-	-	-	-	-	-
Other key management personnel						
L Stanley	-	-	-	-	-	-
S Jacobi-Lee	-	-	-	-	-	-
R Mikkelsen	-	-	-	-	-	-

F. Other transactions with key management personnel

There were no loans to key management personnel at any time during the financial year.

J M Ganim and G De Luca or their related entities acted as sub-underwriters of the rights issue undertaken during the financial year. These parties did not receive a fee from the Company in connection with this transaction.

13. Shares under option

There are no unissued ordinary shares of Eumundi Group Limited under option at the date of this report.

14. Shares issued on exercise of options

No options have been exercised during the year and up to the date of this report.

15. Insurance of officers

During the financial year, Eumundi Group Limited paid a premium to insure the directors and secretary of the company and its Australian based controlled entities, and the executives of the consolidated entity. The policy prohibits disclosure of details of the cover and the amount of premium paid.

The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of entities in the consolidated entity, and any other payments arising from liabilities incurred by officers in connection with such proceedings, other than where such liabilities arise out of conduct involving a wilful breach of duty by the officers of their position or of information to gain advantage for themselves or someone else or to cause detriment to the company. It is not possible to apportion the premium between amounts relating to insurance against legal costs and those relating to other liabilities.

16. Proceedings on behalf of the company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the company is a party, for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

No proceedings have been brought or intervened in on behalf of the company with leave of the Court under section 237 of the *Corporations Act 2001*.

17. Non-audit services

The company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the company and/or the consolidated entity are important.

Details of the amounts paid or payable to the auditor (Pitcher Partners) for audit and non-audit services provided during the year are provided below.

The board of directors has considered the position and, in accordance with the advice received from the audit committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The directors are satisfied that the provision of non-audit services by the auditor, as set out below, did not compromise the auditor independence requirements of the *Corporations Act 2001* for the following reasons:

- all non-audit services have been reviewed by the audit committee to ensure they do not impact the impartiality and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 *Code of Ethics for Professional Accountants*.

During the year the following fees were paid or payable for services provided by the auditor of the parent entity, its related practices and non-related audit firms:

	Consolidated	
	2014	2013
	\$	\$
Pitcher Partners		
Taxation compliance services	7,600	8,930

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

18. Rounding of amounts

This company is a kind referred to in Class Order 98/0100, issued by the Australian Securities & Investments Commission, relating to the "rounding off" of amounts in the directors' report. Amounts in the directors' report have been rounded off in accordance with that class order to the nearest thousand dollars, or in certain cases, to the nearest dollar.

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



J M Ganim
Director

Dated at Brisbane this 29th day of August 2014.



PITCHER PARTNERS

ACCOUNTANTS • AUDITORS • ADVISORS

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NORMAN THURECHT
BRETT HEADRICK
WARWICK FACE
NIGEL BATTERS
ADELE TOWNSEND
COLE WILKINSON

The Directors
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Level 15, 10 Market Street
BRISBANE QLD 4000

Auditor's Independence Declaration

As lead auditor for the audit of Eumundi Group Limited for the year ended 30 June 2014, I declare that, to the best of my knowledge and belief, 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.

This declaration is in respect of Eumundi Group Limited and the entities it controlled during the period.

PITCHER PARTNERS

RCN WALKER
Partner

Brisbane, Queensland
29 August 2014

Consolidated Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30 June 2014

	Notes	2014 \$'000	2013 \$'000
Revenue from continuing operations	5	23,617	20,631
Other Income			
Net gain on fair value adjustment – investment properties	14	2,430	-
Total revenue and other income		26,047	20,631
Expenses			
Purchase of inventories		(9,285)	(8,028)
Change in inventories		4	(314)
Employee benefits expense		(3,657)	(2,923)
Depreciation and amortisation		(513)	(407)
Insurance		(96)	(94)
Operating lease rentals		(334)	(318)
Rates and taxes		(96)	(98)
Outgoings – investment properties		(921)	(1,013)
Net loss on fair value adjustment - investment properties	14	-	(3,361)
Gaming machine tax		(2,896)	(2,061)
Finance costs		(1,512)	(2,162)
Other expenses		(2,367)	(1,704)
Total expenses	6	(21,673)	(22,483)
Profit/(loss) before income tax		4,374	(1,852)
Income tax (expense)/benefit	7	(1,208)	567
Profit/(loss) for the year		3,166	(1,285)
Other comprehensive income			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Fair value losses on available-for-sale financial assets		-	(6)
Transfers to profit and loss		-	9
Income tax on items of other comprehensive income		-	2
Other comprehensive income for the period, net of tax		-	5
<i>Items that will not be reclassified subsequently to profit or loss</i>			
Fair value revaluation of land and buildings		(301)	712
Income tax on items of other comprehensive income		90	(213)
Other comprehensive income for the period, net of tax		(211)	499
Total comprehensive income for the year		2,955	(781)
Earnings per share:		Cents	Cents
Basic & diluted earnings/(loss) per share	31	1.4	(0.9)

The above consolidated statement of profit or loss and other comprehensive income is to be read in conjunction with the attached notes.

Consolidated Statement of Financial Position

As at 30 June 2014

	Notes	2014 \$'000	2013 \$'000
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	8	1,401	972
Trade and other receivables	9	169	395
Inventories	10	1,597	1,592
Held-to-maturity investments	11	-	36
Other assets	12	372	362
TOTAL CURRENT ASSETS		3,539	3,357
NON-CURRENT ASSETS			
Property, plant and equipment	13	24,217	9,917
Investment properties	14	24,400	36,650
Held-to-maturity investments	15	-	22
Deferred tax assets	7(c)	184	886
Intangible assets	16	548	72
TOTAL NON-CURRENT ASSETS		49,349	47,547
TOTAL ASSETS		52,888	50,904
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	17	2,120	1,945
Income tax payable		168	66
Provisions	18	294	242
TOTAL CURRENT LIABILITIES		2,582	2,253
NON-CURRENT LIABILITIES			
Borrowings	19	24,324	31,739
TOTAL NON-CURRENT LIABILITIES		24,324	31,739
TOTAL LIABILITIES		26,906	33,992
NET ASSETS		25,982	16,912
EQUITY			
Contributed equity	20	18,572	11,038
Reserves	21(a)	3,347	3,558
Retained profits	21(b)	4,063	2,316
TOTAL EQUITY		25,982	16,912

The above consolidated statement of financial position is to be read in conjunction with the attached notes.

Consolidated Statement of Changes in Equity
For the year ended 30 June 2014

	Notes	Contributed equity \$'000	Revaluation surplus \$'000	Retained profits \$'000	Total \$'000
Balance at 1 July 2012		11,038	3,054	3,601	17,693
Loss for the year		-	-	(1,285)	(1,285)
Changes in fair value of available- for-sale financial assets – gross		-	(6)	-	(6)
Transfers to profit & loss		-	9	-	9
Revaluation of land and buildings - gross	13	-	712	-	712
Income tax relating to components of other comprehensive income	7(d)	-	(211)	-	(211)
Total comprehensive income for the period		-	504	(1,285)	(781)
Balance at 30 June 2013		11,038	3,558	2,316	16,912
Profit for the year		-	-	3,166	3,166
Revaluation of land and buildings - gross	13	-	(301)	-	(301)
Income tax relating to components of other comprehensive income	7(d)	-	90	-	90
Total comprehensive income for the period		-	(211)	3,166	2,955
Dividend paid to shareholders	22	-	-	(1,419)	(1,419)
Contributions of equity net of transaction costs	20	7,534	-	-	7,534
Balance at 30 June 2014		18,572	3,347	4,063	25,982

The above consolidated statement of changes in equity is to be read in conjunction with the attached notes.

Consolidated Statement of Cash Flows
For the year ended 30 June 2014

	Notes	2014 \$'000	2013 \$'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		26,378	22,456
Payments to suppliers and employees		(22,052)	(18,762)
Interest received		28	59
Finance costs		(1,528)	(2,093)
Income tax paid		(152)	(139)
Net cash inflows from operating activities	29	2,674	1,521
CASH FLOWS FROM INVESTING ACTIVITIES			
Loan to third party		-	(428)
Payments for investment properties	14	(11)	-
Payments for property, plant & equipment	13	(412)	(290)
Payments for intangible assets	16	(478)	-
Receipts from held-to-maturity investments		58	35
Net cash outflows from investing activities		(843)	(683)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from borrowings		-	2,400
Repayment of borrowings		(7,400)	(2,950)
Share issue costs		(390)	-
Rights issue		6,388	-
Net cash outflows from financing activities		(1,402)	(550)
Net increase/(decrease) in cash and cash equivalents		429	288
Cash and cash equivalents at beginning of year		972	684
Cash and cash equivalents at end of year	8	1,401	972

The above consolidated statement of cash flows is to be read in conjunction with the attached notes.

1. Summary of significant accounting policies

The principal accounting policies adopted in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial statements relate to the consolidated entity of Eumundi Group Limited and its subsidiaries. Limited financial information for the parent entity, however, is disclosed in note 23. It has been prepared on the same basis as the consolidated financial statements, as set out below.

(a) Basis of preparation

This general purpose financial report has been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, Australian Accounting Interpretations and the *Corporations Act 2001*. Eumundi Group Limited is a for-profit entity for the purpose of preparing financial statements.

Compliance with IFRS's

The consolidated statements of Eumundi Group Limited also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Historical cost convention

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

Critical accounting estimates

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the group's accounting policies. The areas involving a higher degree of judgement or complexity or areas where assumptions and estimates are significant are disclosed in note 3.

Changes in Accounting Standards and Regulatory requirements

There are a number of new and amended Accounting Standards issued by the AASB which are applicable for reporting periods beginning on 1 July 2013. The Group has adopted all the mandatory new and amended Accounting Standards issued that are relevant to its operations and effective for the current reporting period.

These standards include:

- AASB 10 Consolidated Financial statements;
- AASB 127 Separate Financial Statements;
- AASB 13 Fair Value Measurement; and
- AASB 119 Employee Benefits (September 2011)

The adoption of the above accounting standards has not had a material impact on the financial position or performance of the Group. The adoption of AASB 13 has, however, given rise to additional disclosures for non-financial assets measured at fair value, namely the group's property, plant and equipment carried under the revaluation model (note 13) and investment properties (note 14).

(b) Principles of consolidation

(i) Subsidiaries

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Eumundi Group Limited ("company" or "parent entity") as at 30 June 2014 and the results of all subsidiaries for the year then ended. Eumundi Group Limited and its subsidiaries together are referred to in the financial report as the group or the consolidated entity.

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are de-consolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the group (refer to note 1(g)).

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

1. Summary of significant accounting policies (continued)**(b) Principles of consolidation (continued)**

Non-controlling interests in the results and equity of subsidiaries are shown separately in the statement of comprehensive income, statement of changes in equity and statement of financial position respectively.

(ii) Changes in ownership interests

The group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve within equity attributable to owners of Eumundi Group Limited.

When the group ceases to have control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, jointly controlled entity or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the ownership interest in a jointly-controlled entity or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

(c) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating the resources and assessing the performance of the operating segments, has been identified as the board of directors.

(d) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, and amounts collected on behalf of third parties.

The group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the group's activities as described below. The group bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Revenue is recognised for the major business activities as follows:

Revenue from sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer and the costs incurred or to be incurred in respect of the transaction can be measured reliably. Risks and rewards of ownership are considered passed to the buyer at the time of delivery of the goods to the customer.

Rental income from operating leases is recognised in income on a straight-line basis over the lease term.

Revenue from gaming machines is recognised on the basis of daily takings net of jackpot liability movement.

Interest revenue is recognised as the interest accrues (using the effective interest rate method).

1. Summary of significant accounting policies (continued)**(e) Income tax**

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the notional income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which the applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or a liability in a transaction other than a business combination that at the time of the transaction affects neither taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax liability is settled.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and liabilities are offset when the entity has a legally enforceable right to offset and intends either to settle on a net basis, or realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Tax consolidation legislation

Eumundi Group Limited and its wholly-owned Australian controlled entities have implemented the tax consolidation legislation as of 1 July 2003.

The head entity, Eumundi Group Limited, and the controlled entities in the tax consolidated group continue to account for their own current and deferred tax amounts. These tax amounts are measured as if each entity in the tax consolidated group continues to be a stand-alone taxpayer in its own right.

In addition to its own current and deferred tax amounts, Eumundi Group Limited also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from controlled entities in the tax consolidated group.

Assets or liabilities arising under tax funding agreements with the tax consolidated entities are recognised as amounts receivable from or payable to other entities in the group. Details about the tax funding agreement are disclosed in note 8.

Any difference between the amounts assumed and amounts receivable or payable under the tax funding agreement are recognised as a contributions to (or distributions from) wholly-owned tax consolidated entities.

1. Summary of significant accounting policies (continued)**(f) Leases**

Leases of property, plant and equipment where the group, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in other short-term and long-term payables. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant and equipment acquired under finance leases is depreciated over the assets useful life or over the shorter of the assets useful life or the lease term if there is no reasonable certainty that the lessee will obtain ownership at the end of the lease term.

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

Lease income from operating leases where the group is a lessor is recognised in income on a straight-line basis over the lease term. The respective leased assets are included in the statement of financial position based on their nature.

(g) Business combinations

The acquisition method of accounting is used to account for all business combinations regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the fair value of the assets transferred, the liabilities incurred, and the equity interests issued by the group. The consideration transferred also includes the fair value of any contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exception, measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net identifiable assets.

The excess of consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over fair value of the group's share of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the subsidiary acquired and the measurement of all amounts has been reviewed, the difference has been recognised directly in profit or loss as a bargain purchase.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss.

(h) Impairment of assets

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows from other assets or groups of assets (cash generating units). Assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

(i) Cash and cash equivalents

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

1. Summary of significant accounting policies (continued)**(j) Trade and other receivables**

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for doubtful debts. Trade and other receivables, excluding the amounts owing by Foster's Group Limited and subsidiaries, are due for settlement no more than 30 days from the date of recognition.

Collectability of trade and other receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off. A provision for doubtful receivables is established when there is objective evidence that the group will not be able to collect all amounts due according to the original terms of receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial. The amount of the provision is recognised in profit or loss.

(k) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost comprises cost of purchase after deducting trade discounts, rebates, and other similar items. Costs are assigned to individual items of inventory on the basis of weighted average costs. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

(l) Investments and other financial assets

The group classifies its investments in the following categories: financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, and available-for-sale financial assets. The classification depends on the purpose for which the investments were acquired.

The group holds no financial assets at fair value through profit or loss.

(i) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the group provides money, goods or services directly to a debtor with no intention of selling the receivable. They are included in current assets, except for those with maturities greater than 12 months after the period end, which are classified as non-current assets.

(ii) Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturities that the group's management has the positive intention and ability to hold to maturity.

(iii) Available-for-sale financial assets

Available-for-sale financial assets, comprising principally marketable equity securities, are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless management intends to dispose of the investment within 12 months of the period end.

Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership.

Available-for-sale financial assets and financial assets at fair value through profit or loss are subsequently carried at fair value. Loans and receivables and held-to-maturity investments are carried at amortised cost using the effective interest method. Gains and losses arising from changes in the fair value of the 'financial assets at fair value through profit or loss' category are included in profit or loss in the period in which they arise. Gains and losses arising from changes in the fair value of securities classified as available-for-sale are recognised in other comprehensive income. When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments recognised in other comprehensive income are reclassified to profit or loss as gains and losses from investment securities.

The group assesses at each period end whether there is objective evidence that a financial asset or group of financial assets is impaired. In the case of equity securities classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its cost is considered in determining whether the security is impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss – measured as the difference between the acquisition cost and the current fair value, less any impairment loss on the financial asset previously recognised in profit or loss is reclassified from equity and recognised in profit or loss. Impairment losses recognised in profit or loss on equity instruments classified as available-for-sale are not reversed through profit or loss.

1. Summary of significant accounting policies (continued)**(m) Fair value estimation**

The fair value of financial assets and liabilities, and certain non-financial assets and liabilities, must be estimated for recognition and measurement or for disclosure purposes.

To provide an indication about the reliability of the inputs used in determining fair value, the group classifies assets and liabilities which are measured at fair value into the three levels prescribed under the accounting standards, as follows:

Level 1: The fair value of assets and liabilities traded in active markets is based on quoted market prices at the end of the reporting period. The group does not hold any assets or liabilities which are classified as level 1.

Level 2: The fair value of assets and liabilities that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. That is, all valuation inputs are observable. The group does not hold any assets or liabilities which are classified as level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the asset or liability is included in level 3. The group's land and buildings (note 1(n)) and investment properties (note 1(o)) are included within this level.

(n) Property, plant and equipment

Land and buildings (except for investment properties – refer to note 1(o)) are shown at fair value, based upon periodic, but at least triennial, valuations by external independent valuers, less subsequent depreciation for buildings. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. All other property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Increases in the carrying amounts arising on revaluation of land and buildings are recognised, net of tax, in other comprehensive income and accumulated in reserves in equity. To the extent that the increase reverses a decrease previously recognised in profit or loss, the increase is first recognised in profit or loss. Decreases that reverse previous increases of the same asset are first recognised in other comprehensive income to the extent of the remaining surplus attributable to the asset; all other decreases are charged to profit or loss. Each year the difference between depreciation based on the revalued carrying amount of the asset charged to profit or loss and depreciation based upon the asset's original cost, net of tax, is reclassified from the property, plant and equipment revaluation surplus to retained earnings.

Land is not depreciated. Depreciation on other assets is calculated using the straight line method to allocate their cost or revalued amounts, net of their residual values, over their estimated useful lives or, in the case of leasehold improvements and certain leased plant and equipment, the shorter lease term as follows:

Buildings	40 years
Plant and equipment	3-10 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (note 1(h)).

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss. When revalued assets are sold, it is group policy to transfer any amounts included in other reserves in respect of those assets to retained earnings.

(o) Investment property

Investment property, principally comprising freehold retail buildings, is held for long-term rental yields and is not occupied by the group. Investment property is carried at fair value, representing open-market value determined by external valuers or an internal valuation process. Changes in fair value are recorded in profit or loss as part of other income or as a separate expense (as appropriate).

1. Summary of significant accounting policies (continued)**(p) Intangible assets***(i) Hotel licences*

Hotel licences have a finite useful life and are carried at cost less accumulated amortisation and impairment losses. Amortisation is calculated using the straight line method to allocate the cost of licences over their estimated useful lives of 50 years.

(ii) Gaming licences

Gaming licences have an indefinite useful life and are carried at cost less any impairment losses. Intangible assets with an indefinite useful life are reviewed annually for any indications of impairment and impairment losses are accounted for in accordance with accounting policy 1(h).

(q) Trade and other payables

Payables are recognised initially at fair value and subsequently measured at amortised cost.

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

(r) Employee benefits*(i) Short-term obligations*

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be wholly settled within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liability for annual leave and accumulating sick leave is recognised in the provision for employee benefits. All other short-term employee benefit obligations are presented as payables.

(ii) Other long-term benefit obligations

The liabilities for long service leave and annual leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the end of the reporting period of government bonds with terms and currencies that match, as closely as possible, the estimated future cash outflows. Remeasurements as a result of experience adjustments and changes in assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the group does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Retirement benefit obligations

The group makes contributions to defined contribution superannuation funds. Contributions are recognised as an expense as they become payable.

(s) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the profit or loss over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

1. Summary of significant accounting policies (continued)**(t) Contributed equity**

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Incremental costs directly attributable to the issue of new shares or options for the acquisition of a business are not included in the cost of the acquisition as part of the purchase consideration.

If the entity re-acquires its own equity instruments, for example as a result of a share buy-back, those instruments are deducted from equity and the associated shares are cancelled. No gain or loss is recognised in profit or loss for the consideration paid including any directly attributable incremental costs (net of income taxes) is recognised in equity.

(u) Earnings per share*(i) Basic earnings per share*

Basic earnings per share is calculated by dividing profit or loss attributable to owners of the company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the period, adjusted for bonus elements in ordinary shares issued during the period.

(ii) Diluted earnings per share

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

(v) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the year but not distributed at period end.

(w) Goods and services tax (GST)

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

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

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

(x) Rounding of amounts

The company is of a kind referred to in Class Order 98/0100 issued by the Australian Securities and Investments Commission relating to the "rounding off" of amounts in the financial report. Amounts in the financial report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, to the nearest dollar.

1. Summary of significant accounting policies (continued)

(y) New accounting standards and interpretations

Relevant accounting standards and interpretations that have recently been issued or amended but are not yet effective and have not been adopted for the year are as follows:

Standard/Interpretation	Application date of standard	Application date for the Group
AASB 9 <i>Financial Instruments – revised</i> and consequential amendments to other accounting standards resulting from its issue	1 Jan 2018	1 Jul 2018
AASB 2012-3 <i>Amendments to Australian Accounting Standards – Offsetting Financial Assets and Financial Liabilities</i>	1 Jan 2014	1 Jul 2014
AASB 2013-3 <i>Amendments to AASB136 – Recoverable Amount Disclosures for Non-Financial Assets</i>	1 Jan 2014	1 Jul 2014
AASB 2014-1 Part A <i>Amendments to Australian Accounting Standards – Annual Improvements 2010-2012 and 2011-2013</i>	1 Jul 2014	1 Jul 2014
Interpretation 21 <i>Levies</i>	1 Jan 2014	1 Jul 2014
IFRS 15* <i>Revenue from Contracts with Customers</i>	1 Jan 2017	1 Jul 2017
AASB 2014-4 <i>Clarification of Acceptable Methods of Depreciation and Amortisation</i>	1 Jan 2016	1 Jul 2016

* This IASB Standard was also issued but not yet effective, although the Australian equivalent standard has not yet been issued.

The Directors anticipate that the adoption of these Standards and Interpretations in future years may have the following impacts:

AASB 9 – This revised standard provides guidance on the classification and measurement of financial assets, which is the first phase of a multi-phase project to replace AASB 139 *Financial Instruments: Recognition and Measurement*. Under the new guidance, a financial asset is to be measured at amortised cost only if it is held within a business model whose objective is to collect contractual cash flows and the contractual terms of the asset give rise on specified dates to cash flows that are payments solely of principal and interest (on the principal amount outstanding). All other financial assets are to be measured at fair value. Changes in the fair value of investments in equity securities that are not part of a trading activity may be reported directly in equity, but upon realisation those accumulated changes in value are not recycled to the profit or loss. Changes in the fair value of all other financial assets carried at fair value are reported in the profit or loss. The Group does not expect the new standard to have a material impact on the financial report or on amounts disclosed in the initial period of application. In the second phase of the replacement project, the revised standard incorporates amended requirements for the classification and measurement of financial liabilities. The new requirements pertain to liabilities at fair value through profit or loss, whereby the portion of the change in fair value related to changes in the entity's own credit risk is presented in other comprehensive income rather than profit or loss. There will be no impact on the Group's accounting for financial liabilities, as the Group does not have any liabilities at fair value through profit or loss. Recent amendments as part of the project introduced a new hedge accounting model to simplify hedge accounting requirements and more closely align hedge accounting with risk management activities. There will be no impact on the Group's accounting, as the Group does not utilise hedge accounting.

AASB 2012-3 – This amendment to AASB132 clarifies when an entity has a legally enforceable right to set-off financial assets and financial liabilities permitting entities to present balances net on the balance sheet. The amendments are not expected to have an impact on the Group's balance sheet in the period of initial application.

AASB 2013-3 – These amendments introduce additional disclosure requirements where the recoverable amount of impaired assets is based on fair value less cost of disposal. There will be no impact on the Group's disclosures as the Group does not determine the recoverable amounts of impaired asset using fair value less cost of disposal.

AASB 2014-1 Part A – These amendments introduce various changes to AASBs, none of which are expected to have a material impact on the Group's financial statements in the period of initial application.

Interpretation 21 – This interpretation clarifies the circumstances which a liability to pay a levy imposed by a government, other than for income taxes and fines/breaches imposed for breaches of legislation, should be recognised, and whether that liability should be recognised in full at a specific date or progressively over a period of time. The new interpretation is not expected to have an impact on the Group's financial statements in the period of initial application.

IFRS 15 – This new standard contains a single model that applies to contracts with customers and two approaches to recognising revenue. The model features a contract-based five step analysis of transactions to determine whether, how much and when revenue is recognised. The Group is yet to assess the impact of the new standard.

1. Summary of significant accounting policies (continued)

(y) New accounting standards and interpretations (continued)

AASB 2014-4 – These amendments introduce a rebuttable presumption that the use of revenue-based depreciation/amortisation methods for intangible assets is inappropriate and for property, plant and equipment it cannot be used. There will be no impact on the Group's accounting as it does not use revenue-based depreciation/amortisation methods.

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

(z) General

This financial report covers the consolidated entity consisting of Eumundi Group Limited and its controlled entities.

Eumundi Group Limited is a public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal places of business are:

Principal places of business:

- Ashmore Tavern, Cnr of Cotlew St and Currumburra Rd, Ashmore Qld 4214
- Level 15, 10 Market Street, Brisbane Qld 4000

Registered office:

Level 8, 1 Eagle Street, Brisbane Qld 4000

Notes to the financial statements

For the year ended 30 June 2014

(continued)

2. Financial risk management

The group's activities expose it to a variety of financial risks: market risk (including price risk, currency risk and interest rate risk), credit risk and liquidity risk. The group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the group.

Risk management is carried out by management under policies approved by the board of directors. The board provides principles for overall risk management as well as policies covering specific areas such as mitigating interest rate and credit risks and investing excess liquidity.

The group holds the following financial instruments:

	2014 \$'000	2013 \$'000
Financial assets		
Cash and cash equivalents*	1,401	972
Trade and other receivables*	169	395
Held-to-maturity investments	-	58
	<u>1,570</u>	<u>1,425</u>
Financial liabilities		
Trade and other payables**	2,120	1,945
Borrowings**	24,324	31,739
	<u>26,444</u>	<u>33,684</u>

*Loans and receivables category

** Financial liabilities at amortised cost category

Refer to note 19(a) for information on assets pledged as security by the group.

(a) Market risk

Currency risk

The group has no exposure to currency risk.

Price risk

The group does not have any material exposure to equity securities price risk or commodity price risk.

Interest rate risk

The group's interest rate risk primarily arises from long term borrowings. Borrowings issued at variable rates expose the group to cash flow interest rate risk. No hedging instruments are used.

The group manages its exposure to interest rate risks through a formal set of policies and procedures approved by the board. The group does not engage in any significant transactions which are speculative in nature.

As at the end of each reporting period, the group had the following variable rate borrowings outstanding:

	30 June 2014		30 June 2013	
	Weighted average interest rate	Balance \$'000	Weighted average interest rate	Balance \$'000
Bills payable	4.29%	24,324	5.95%	31,739

Sensitivity

At 30 June 2014, if interest rates had changed by +/- 100 basis points from the year end rates with all other variables held constant, post-tax profit for the year would have been \$171,000 lower/higher (2013 – change of 100 bps: \$222,000 lower/ higher) as a result of a change in interest expense from borrowings.

2. Financial risk management (continued)

(b) Credit risk

Credit risk arises from cash and cash equivalents, deposits with banks as well as credit exposures to receivables. The maximum credit risk exposure is represented by the carrying amount of financial assets in the statement of financial position, net of any provisions for losses.

The group extends credit only to recognised, creditworthy third parties. In addition, receivable balances are monitored on a continual basis. The group's exposure to bad debts is not significant.

The group had no other significant concentrations of credit risk from any single debtor or group of debtors at balance date.

Creditworthiness of potential tenants is established through the review of applicants' credit history and financial position. Security in the form of deposits, bank guarantees and third party guarantees is obtained which can be called upon if the counterparty is in default under the terms of the lease agreement.

At period end cash and deposits were held with the National Australia Bank and Westpac Banking Corporation.

(c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The group aims to maintain flexibility in funding through the use of bank overdrafts, commercial bill facilities, and finance leases.

As at 30 June 2014, no amount of the group's debt will be payable in the next 12 months (2013: nil).

Maturity of financial liabilities

The tables below analyse the group's financial liabilities into relevant maturity groupings based upon the remaining period at reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Cash flows are managed on a daily basis to ensure adequate funds are available to pay liabilities as they come due while minimising the use of credit facilities.

At 30 June 2014	Less than 6 months	6-12 months	Between 1-2 years	Between 2-5 years	Total contractual cash flows	Carrying amount
	\$'000s	\$'000s	\$'000s	\$'000s	\$'000s	\$'000s
Trade and other payables	2,120	-	-	-	2,120	2,120
Commercial bills	448	524	1,047	25,185	27,204	24,324
Total	2,568	524	1,047	25,185	29,324	26,444

At 30 June 2013	Less than 6 months	6-12 months	Between 1-2 years	Between 2-5 years	Total contractual cash flows	Carrying amount
	\$'000s	\$'000s	\$'000s	\$'000	\$'000s	\$'000s
Trade and other payables	1,945	-	-	-	1,945	1,945
Commercial bills	946	946	32,219	-	34,111	31,739
Total	2,891	946	32,219	-	36,056	33,684

(d) Fair Value

The fair value of financial assets and financial liabilities must be estimated for disclosure purposes.

The carrying amounts of trade receivables and payables are assumed to approximate their fair values due to their short-term nature. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the group for similar financial instruments. The fair value of current borrowings approximates the carrying amount, as the impact of discounting is not significant.

3. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

The group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the actual related results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the group within the next financial year are discussed below.

The group has investment properties with a carrying amount of \$24,400,000 (2013: \$36,650,000), and land and buildings (included in property, plant & equipment) with a carrying amount of \$23,146,000 (2013: \$8,860,000) representing estimated fair value. These carrying amounts are based upon either independent valuations or on directors' valuations. A reconciliation of movements in the carrying value of these assets during the period is disclosed in notes 14 and 13 respectively. Gains recognised on the revaluation of investment property in the period totalling \$2,430,000 are included within other income in the statement of comprehensive income. Losses on the revaluation of land and buildings in the period totalling \$301,000 are recognised in the revaluation reserve in equity, net of tax, in accordance with the accounting policy described in note 1(n).

The fair value is the price that would be received to sell the property in an orderly transaction between market participants at balance date, under current market conditions, in the principal market for the asset. Such measurement takes into consideration the highest and best use of the property, being the use (either by the Group or by another market participant) that would maximise the value of the property.

The Group has determined that the current use of its tangible property assets carried at fair value, being held for rental returns for its retail assets and held for use in owner managed business operations for its tavern assets, represents the highest and best use of the assets.

Fair value measurements for land and buildings and investment property fall within level 3 of the fair value hierarchy described in note 1(m), as the valuation of these assets at balance date has been derived utilising valuation techniques which make use of one or more significant unobservable inputs. No assets have been transferred between levels of the fair value hierarchy during the financial year.

In determining the fair value of investment properties the capitalisation of net market income method and discounted cash flow methods have been used. In determining the valuation of tavern assets the capitalisation of net market income method has been used, as adjusted for any intangible business value.

Categories of Tangible Assets Measured at Fair Value

The Group's tangible assets carried at fair value are grouped into the following categories for the purpose of the below analysis:

Retail assets – Bribie Harbour Shopping Village, Aspley Arcade Shopping Centre, and land and buildings with a value determined by reference to the retail component of the Aspley Shopping Centre as described in note 14.

The 30 June 2014 fair value assessment for Bribie Harbour Shopping Village was based upon directors' internal valuation. The 30 June 2014 fair value assessments for Aspley Arcade Shopping Centre and the retail component of the Aspley Shopping Centre were based on independent valuations made by a member of the Australian Property Institute.

The 30 June 2013 fair value assessments for Aspley Shopping Centre and Aspley Arcade Shopping Centre were based on directors' internal valuation. The 30 June 2013 fair value assessment for Bribie Harbour Shopping Village was based upon an independent valuation made by a member of the Australian Property Institute.

Tavern assets – Land and buildings derived from an assessment of the going concern value of the Ashmore Tavern and Publovers Aspley Tavern.

The June 2014 valuations of land and buildings for the Ashmore Tavern and Publovers Aspley Tavern are based upon independent valuations made by members of the Australian Property Institute in September 2013 and June 2014 respectively. The June 2013 valuation of land and buildings was based upon directors' assessment.

3. Critical accounting estimates and judgements (continued)

Significant Inputs and Sensitivity Information

The range of significant unobservable inputs adopted in the valuation of retail assets is as follows:

- specialty tenancy net market rent (per sqm p.a.) ranging from \$458 to \$681
- capitalisation rates ranging from 8.75% to 9.5% (weighted average of 9.23%)
- discount rates ranging from 9.75% to 10.25% (weighted average of 9.96%)
- perpetual vacancy rates ranging from of 2.5% to 5% (weighted average of 3.68%)
- assumed lease term of 5 years

The range of significant unobservable inputs adopted in the valuation of tavern assets is as follows:

- capitalisation rates applied to market EBITDAR of 11.5% for both properties
- market EBITDAR of \$1,530,000 for the Ashmore Tavern and \$805,000 for Publovers Aspley Tavern
- Market rent percentages ranging from 42% to 55%

The table below explains the key inputs used to measure fair value under the capitalisation of net market income and discounted cash flow methods described above:

Method/Input	Description
Discounted cash flow method	Under the DCF method, a property's fair value is estimated using explicit assumptions regarding the benefits and liabilities of ownership over the asset's life including an exit or terminal value. The DCF method involves the projection of a series of cash flows on a real property interest. To this projected cash flow series, an appropriate, market-derived discount rate is applied to establish the present value of the income stream associated with the real property.
Capitalisation of net market income method	This method involves assessing the total net market income receivable from the property and capitalising this in perpetuity to derive a capital value, with allowances for capital reversions.
Net market rent	A net market rent is the estimated amount for which a property or space within a property should lease between a willing lessor and a willing lessee on appropriate lease terms in an arm's length transaction, after proper marketing and wherein the parties have each acted knowledgeably, prudently and without compulsion. In a net rent, the owner recovers outgoings from the tenant on a pro-rata basis (where applicable).
Adopted capitalisation rate	The rate at which net market income is capitalised to determine the value of a property. The rate is determined with regard to market evidence.
Perpetual vacancy allowance	A reduction applied to net market rent prior to capitalisation to reflect expected prevailing vacancies over the life of the asset. The percentage allowance is determined with regard to market evidence.
Adopted discount rate	The rate of return used to convert a monetary sum, payable or receivable in the future, into present value. It reflects the opportunity cost of capital, that is, the rate of return the capital can earn if put to other uses having similar risk. The rate is determined with regard to market evidence.
Adopted terminal yield	The capitalisation rate used to convert income into an indication of the anticipated value of the property at the end of the holding period when carrying out a discounted cash flow calculation. The rate is determined with regard to market evidence.
Adopted market EBITDAR	The earnings before interest, taxation, depreciation, amortisation, and rent expense determined as achievable for the subject property, having regard to market evidence and trading performance history.

A significant increase or decrease in one or more of the inputs described above will have an effect on the reported fair value as follows:

Significant Input	Fair value measurement sensitivity to significant increase in input	Fair value measurement sensitivity to significant decrease in input
Net market rent	Increase	Decrease
Adopted capitalisation rate	Decrease	Increase
Perpetual vacancy allowance	Decrease	Increase
Adopted discount rate	Decrease	Increase
Adopted terminal yield	Decrease	Increase

Generally, a change in the assumption made for the adopted capitalisation rate is accompanied by a directionally similar change in the adopted terminal yield. The adopted capitalisation rate is a significant input of the capitalisation of net market income method and the adopted terminal yield is a significant input of the discounted cash flow method.

3. Critical accounting estimates and judgements (continued)

Under the capitalisation method, the net market rent has a strong interrelationship with the adopted capitalisation rate. In theory, a directionally similar movement in both inputs could potentially offset the impact to the fair value. A directionally opposite change in both inputs could potentially magnify the impact to the fair value.

When assessing a discounted cash flow, the adopted discount rate and adopted terminal yield have a strong interrelationship in deriving a fair value given the discount rate will determine the rate in which the terminal value is discounted to terminal value. In theory, a directionally similar movement in both inputs could potentially offset the impact to the fair value. A directionally opposite change in both inputs could potentially magnify the impact to the fair value.

4. Segment information**Description of segments**

The group has identified its operating segments based upon internal reports that are reviewed and used by the board of directors (chief operating decision makers) in assessing performance and determining the allocation of resources.

The group is managed primarily on the basis of product category and service offerings since the diversifications of the group's operations inherently have notably different risk profiles and performance assessment criteria. Operating segments are therefore determined on the same basis.

Reportable segments disclosed are based on aggregating operating segments where the segments are considered to have similar economic characteristics and meet the aggregation criteria of AASB 8.

Reportable segments*Hotel operations*

The hotel operations segment sells packaged alcoholic beverages through its retail outlets, sells food and alcoholic beverages on-premise through bars and restaurants and operates licensed gaming venues.

Investment property operations

The investment segment owns and leases investment property assets to retail tenants.

Basis of accounting for purposes of reporting by operating segments*Accounting policies adopted*

Unless otherwise stated, all amounts reported to the board of directors as the chief operating decision maker with respect to operating segments are determined in accordance with accounting policies that are consistent to those adopted in the annual financial statements of the group.

Inter-segment transactions

An internally determined transfer price is set for all inter-entity sales. All such transactions are eliminated on consolidation for the group's financial statements.

Segment assets and liabilities

Where an asset is used across multiple segments, the asset is allocated to the segment that receives the majority of the economic value from the asset. In the majority of instances, segment assets are clearly identifiable on the basis of their nature.

Unless indicated otherwise in the segment assets note, investments in financial assets and deferred tax assets have not been allocated to operating segments.

Information pertaining to segment liabilities is not regularly reported to the board of directors.

Unallocated items

Certain items of revenue, expense and assets are not allocated to operating segments as they are not considered part of the core operations of any segment including fair value adjustments, financing costs and corporate overheads.

Notes to the financial statements

For the year ended 30 June 2014

(continued)

4. Segment information (continued)

	Hotel operations	Investment Property	Total
2014	\$'000	\$'000	\$'000
Revenue			
Total sales revenue	19,216	3,884	23,100
Other revenue	489	-	489
Total segment revenue	19,705	3,884	23,589
Interest revenue			28
Total revenue			23,617
Results			
Segment results	1,476	2,963	4,439
Finance expenses			(1,512)
Unallocated revenue less unallocated expenses			(983)
Fair value adjustment on investment properties			2,430
Profit before income tax			4,374
Income tax expense			(1,208)
Profit for the year			3,166
Assets			
Segment assets	13,172	39,168	52,340
Tax asset			184
Unallocated assets			364
Total assets			52,888
Depreciation and amortisation	507	-	507
Unallocated			6
Total depreciation and amortisation			513

The total value of the land and buildings within the Aspley Shopping Centre has been included in the investment property segment assets as at 30 June 2014, as this segment receives the majority of the economic value from these assets. The results of the Publovers Tavern which forms part of this property are included in the hotel operations segment.

Notes to the financial statements

For the year ended 30 June 2014

(continued)

4. Segment information (continued)

	Hotel operations	Investment Property	Total
	\$'000	\$'000	\$'000
2013			
Revenue			
Total sales revenue	15,860	4,300	20,160
Other revenue	412	-	412
Total segment revenue	<u>16,272</u>	<u>4,300</u>	<u>20,572</u>
Interest revenue			59
Total revenue			<u>20,631</u>
Results			
Segment results	963	3,287	4,250
Finance expenses			(2,162)
Unallocated revenue less unallocated expenses			(579)
Fair value adjustment on investment properties			<u>(3,361)</u>
Loss before income tax			(1,852)
Income tax expense			567
Loss for the year			<u>(1,285)</u>
Assets			
Segment assets	12,617	36,960	49,577
Tax asset			886
Unallocated assets			441
Total assets			<u>50,904</u>
Depreciation and amortisation	401	-	401
Unallocated			6
Total depreciation and amortisation			<u>407</u>

5. Revenue

	2014 \$'000	2013 \$'000
Sale of goods	13,157	11,549
Gaming revenue	6,059	4,311
Rental income and recoveries from investment properties	<u>3,884</u>	<u>4,300</u>
	23,100	20,160
Interest	28	59
Commissions	292	230
Other	197	182
Total revenue	<u>23,617</u>	<u>20,631</u>

Notes to the financial statements

For the year ended 30 June 2014

(continued)

6. Expenses

	2014	2013
	\$'000	\$'000
Profit/(loss) before income tax includes the following specific expenses:		
Cost of goods sold	9,281	8,342
Depreciation		
- Buildings	118	112
- Plant and equipment	393	293
Total depreciation	<u>511</u>	<u>405</u>
Amortisation – intangibles	2	2
Finance costs		
- Interest and finance charges paid/payable	<u>1,512</u>	<u>2,162</u>
	<u>1,512</u>	<u>2,162</u>
Operating lease rentals – minimum lease payments	334	318
Defined contribution superannuation expense	287	218

7. Income tax**(a) Income tax expense/(benefit)**

Current tax	312	284
Deferred tax	963	(851)
Under/(over) provision in prior years (deferred tax)	(54)	-
Under/(over) provision in prior years (current tax)	(13)	-
	<u>1,208</u>	<u>(567)</u>

(b) Numerical reconciliation of income tax to prima facie tax payable is as follows:

Profit/(loss) before income tax - continuing operations	<u>4,374</u>	<u>(1,852)</u>
Income tax at the Australian tax rate of 30% (2013: 30%)	1,312	(556)
Tax effect of amounts which are not deductible/(taxable) in calculating taxable income:		
Non-deductible items	(11)	(11)
Under/over provision in prior years (current and deferred tax)	<u>(93)</u>	<u>-</u>
Income tax expense/(benefit)	<u>1,208</u>	<u>(567)</u>

Notes to the financial statements

For the year ended 30 June 2014

(continued)

7. Income tax (continued)**(c) Deferred income tax at 30 June relates to the following:**

	2014 \$'000	2013 \$'000
Investment properties	932	1,881
Property, plant and equipment	(963)	(1,177)
Employee benefits	88	73
Accrued expenses	20	20
Sundry items	107	28
Tax losses	-	61
Net deferred tax assets	<u>184</u>	<u>886</u>

Movement in deferred tax:

At 1 July	886	442
Charged to profit or loss	(902)	849
Under/(over) provision in prior years	54	-
Charged/credited to equity	117	-
Charged/credited to other comprehensive income	90	(211)
Tax losses utilised	(61)	(194)
At 30 June	<u>184</u>	<u>886</u>

(d) Tax expense relating to items of other comprehensive income

Gain on revaluation of land and buildings	90	(213)
Loss on revaluation of available for sale financial assets	-	2
	<u>90</u>	<u>(211)</u>

(e) Amounts relating to items recognised directly in equity

Share issue costs	<u>117</u>	<u>-</u>
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(f) Tax consolidation legislation

Eumundi Group Limited and its wholly-owned Australian controlled entities have implemented the tax consolidation legislation as of 1 July 2003. The accounting policy on accounting for tax consolidation is set out in note 1(e).

The entities in the tax consolidated group have entered into tax funding agreements under which the wholly-owned entities fully compensate Eumundi Group Limited for any current tax payable assumed and are compensated by Eumundi Group Limited for any current tax receivable and deferred tax assets relating to unused tax losses or unused tax credits that are transferred to Eumundi Group Limited under the tax consolidation legislation. The funding amounts are determined by reference to the amounts recognised in the wholly owned entities' financial statements.

The amounts receivable / payable under the tax funding agreement are due upon receipt of the funding advice from the head entity, which is issued as soon as practicable after the end of each financial year. The head entity may also require payment of interim funding amounts to assist with its obligations to pay tax instalments. The funding amounts are recognised as current intercompany receivables or payables.

(g) Franking credits

	2014 \$'000	2013 \$'000
Franking credits available for subsequent financial years based on a tax rate of 30% (2013: 30%)	<u>740</u>	<u>891</u>

The above amounts represent the balance of the franking account as at the end of the financial year, adjusted for:

- franking credits that will arise from the payment of the amount of the provision for income tax;
- franking debits that will arise from the payment of dividends recognised as a liability at the reporting date; and
- franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date.

Notes to the financial statements

For the year ended 30 June 2014

(continued)

8. Cash and cash equivalents	2014	2013
	\$'000	\$'000
Cash at bank and in hand	1,401	972

The group's exposure to interest rate risk is discussed in note 2.

9. Trade and other receivables		
Trade receivables	76	308
Other receivables	93	87
	<u>169</u>	<u>395</u>

Impaired trade receivables

The group has no impaired receivables as at 30 June 2014 (2013: \$nil).

Past due but not impaired

There are no significant receivables of the Group that are past due but not impaired.

Fair value and credit risk

Due to the short term nature of these receivables, their carrying amount is assumed to approximate their fair value. The maximum exposure to credit risk is the carrying amount of receivables mentioned above. Refer to note 2 for more information on the risk management policy of the group and the credit quality of the entity's trade receivables.

10. Inventories		
Finished goods – at cost	1,397	1,392
Land held for resale (Home Hill)	200	200
	<u>1,597</u>	<u>1,592</u>

Inventories recognised as expense during the period ended 30 June 2014 amounted to \$9,281,000 (2013: \$8,342,000).

Write-downs of inventories to net realisable value recognised as an expense during the year ended 30 June 2014 amounted to \$Nil (2013: \$Nil).

11. Current assets – Held-to-maturity investments		
Vendor notes	-	36

12. Other current assets		
Short term deposits	40	44
Prepayments	332	318
	<u>372</u>	<u>362</u>

Notes to the financial statements

For the year ended 30 June 2014

(continued)

13. Property, plant and equipment

	Freehold land \$'000	Buildings \$'000	Plant and equipment \$'000	Total \$'000
At 30 June 2012				
Cost or fair value	4,350	4,019	1,383	9,752
Accumulated depreciation	-	(109)	(751)	(860)
Net book amount	4,350	3,910	632	8,892
Year ended 30 June 2013				
Opening net book amount	4,350	3,910	632	8,892
Revaluation increment	310	402	-	712
Additions	-	-	718	718
Depreciation charge	-	(112)	(293)	(405)
Closing net book amount	4,660	4,200	1,057	9,917
At 30 June 2013				
Cost or fair value	4,660	4,200	1,662	10,522
Accumulated depreciation	-	-	(605)	(605)
Net book amount	4,660	4,200	1,057	9,917
Year ended 30 June 2014				
Opening net book amount	4,660	4,200	1,057	9,917
Revaluation increment / (decrement)	(660)	359	-	(301)
Additions	-	5	407	412
Transfers from investment property	4,400	10,300	-	14,700
Depreciation charge	-	(118)	(393)	(511)
Closing net book amount	8,400	14,746	1,071	24,217
At 30 June 2014				
Cost or fair value	8,400	14,805	1,900	25,105
Accumulated depreciation	-	(59)	(829)	(888)
Net book amount	8,400	14,746	1,071	24,217

Reclassification of Property

In March 2013, the Group commenced operating the Publovers Aspley Tavern, as a result of an event of default by the former lessee of the tavern. During the remainder of the prior period and the current period the Group operated the tavern as landlord in possession while undertaking a review of the tavern's operations and considering whether to seek a replacement tenant. In June 2014 the Directors concluded that for the group would continue to manage the tavern in the medium term and not seek to re-let the management rights.

Under Australian Accounting Standards, where an investment property comprises a portion that is held to earn rentals or for capital appreciation, and another portion that is held for use in the production or supply of goods or services, and these portions cannot be sold separately, the property is classified as property, plant & equipment unless the operations are not significant.

The tavern represents approximately 30% of the gross lettable area of the Aspley Shopping Centre property. As such, the property has been reclassified as property, plant and equipment at 30 June 2014.

(a) Valuation of land and buildings

Information on the basis for determining the fair value of land and buildings at balance date, including an description of significant valuation inputs, is contained within note 3.

(b) Non-Current assets pledged as security

Refer to note 19(a) for information on assets pledged as security by the group.

13. Property, plant and equipment (continued)

Notes to the financial statements

For the year ended 30 June 2014

(continued)

(c) Carrying amounts that would have been recognised if land and buildings were stated at cost

If freehold land and buildings were stated on the historical cost basis, the amounts would be as follows:

	2014 \$'000	2013 \$'000
Freehold land		
Cost or deemed cost	7,426	3,026
Accumulated depreciation	-	-
Net book amount	<u>7,426</u>	<u>3,026</u>
Buildings		
Cost or deemed cost	12,195	1,895
Accumulated depreciation	(395)	(367)
Net book amount	<u>11,800</u>	<u>1,528</u>
14. Investment properties	2014	2013
	\$'000	\$'000
At fair value		
At beginning of year	36,650	39,900
Capitalised subsequent expenditure	11	-
Straight line rentals	9	111
Net gain / (loss) from fair value adjustment	2,430	(3,361)
Transfers to property, plant and equipment (Note 13)	(14,700)	-
At end of year	<u>24,400</u>	<u>36,650</u>

(a) Valuation basis

Information on the basis for determining the fair value of investment property at balance date, including an description of significant valuation inputs, is contained within note 3.

The table below summarises the adopted fair values of each investment property held by the Group as at balance date:

Property	Acquisi- tion Date	Cost Including Additions* \$000's	Last Independent Valuation		Book Value	
			Date	\$000's	2014 \$000's	2013 \$000's
Aspley Shopping Centre#	Mar 2004	17,362	June 2014	14,700	14,700	14,350
Bribie Harbour Shopping Village	Nov 2005	16,459	June 2013	11,800	11,800	10,500
Aspley Arcade Shopping Centre	Jun 2007	13,000	Feb 2014	12,600	12,600	11,800
					<u>39,100</u>	<u>36,650</u>

* excluding acquisition costs

the Aspley Shopping Centre was reclassified to property, plant and equipment as at 30 June 2014, as described in note 13

(b) Contractual obligations

There are no contractual obligations to purchase, construct or develop investment property or for repairs maintenance or enhancement in 2014. (2013: Nil)

(c) Leasing arrangements

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 investment properties not recognised in the financial statements are receivable as follows:

	2014 \$'000	2013 \$'000
Within one year	3,161	3,156
Later than one year but not later than five years	9,117	9,923
Later than five years	4,002	5,230
Total	<u>16,280</u>	<u>18,309</u>

(d) Non-current assets pledged as security

Refer to note 19(a) for information on assets pledged as security by the group.

Notes to the financial statements

For the year ended 30 June 2014

(continued)

14. Investment Properties (continued)	2014	2013
	\$'000	\$'000
(e) Amounts recognised in profit or loss for investment properties		
Rental income and recoveries from investment properties	3,884	4,300
Direct operating expenses from properties that generated rental income	(921)	(1,013)
	2,963	3,287

15. Non-current assets – Held-to-maturity investments

Vendor notes	-	22
	-	22

16. Intangible assets

Gaming authorities at cost	478	-
Hotel licenses at cost	104	104
Accumulated amortisation	(34)	(32)
Net carrying value	70	72
Net carrying value of intangibles	548	72

	Hotel Licences \$'000	Gaming Authorities \$'000	Total \$'000
Period ended 30 June 2013			
Opening net book amount	74	-	74
Amortisation charge	(2)	-	(2)
Closing net book amount	72	-	72
Period ended 30 June 2014			
Opening net book amount	72	-	72
Additions	-	478	478
Amortisation charge	(2)	-	(2)
Closing net book amount	70	478	548

In July 2013, the Group acquired 5 additional gaming authorities for the Ashmore Tavern at a cost of \$478,000.

17. Trade and other payables

Trade payables	1,616	1,355
Other payables and accruals	504	590
	2,120	1,945

18. Current liabilities – Provisions

Employee benefits	294	242
	294	242

19. Non-current liabilities – Borrowings

Commercial bills – secured	24,324	31,739
	24,324	31,739

(a) Assets pledged as security

Bank overdraft and commercial bills are wholly secured by way of:

- (i) Registered mortgage debenture over the assets and undertakings of the group;
- (ii) Unlimited fully interlocking guarantee by Eumundi Group Limited, Eumundi Property Group Pty Ltd and Eumundi Group Hotels Pty Ltd; and
- (iii) First registered mortgage over the property, plant and equipment and investment properties of the group.

As such all assets are pledged as security for borrowings.

Notes to the financial statements

For the year ended 30 June 2014

(continued)

19. Non-current liabilities – Borrowings (continued)

(b) Financing arrangements

Unrestricted access was available at balance date to the following lines of credit:

Credit standby arrangements	2014 \$'000	2013 \$'000
Total facilities		
Bank overdraft	100	100
Finance lease liabilities	400	400
Commercial bill facilities	34,000	33,000
	<u>34,500</u>	<u>33,500</u>
Used at balance date		
Bank overdraft	-	-
Finance lease liabilities	-	-
Commercial bill facilities *	24,400	31,800
	<u>24,400</u>	<u>31,800</u>
Unused at balance date		
Bank overdraft	100	100
Finance lease liabilities	400	400
Commercial bill facilities	9,600	1,200
	<u>10,100</u>	<u>1,700</u>

* Used at balance date comprises the face value of bills drawn. The amount recognised in the statement of financial position is net of discounts and other transaction costs.

Bank overdraft

Standby funds provided by the group's bankers are in the form of a bank overdraft which has a limit of \$100,000 (2013: \$100,000). The interest rate is variable and is based on prevailing market rates. This facility is subject to annual review, may be drawn down at any time and may be terminated by the bank without notice.

Commercial bills

The facilities are subject to annual review. Interest is at variable rates. All the commercial bills expire on 31 March 2017. Further details are outlined below.

Amount drawn (Face Value)		Interest rate		Repayment terms
2014 \$'000	2013 \$'000	2014 %	2013 %	
9,000	12,250	4.29	5.95	Interest only until expiry
11,900	12,550	4.29	5.95	Interest only until expiry
3,500	3,500	4.29	5.95	Interest only until expiry
-	3,500	1.30	5.95	Interest only until expiry
<u>24,400</u>	<u>31,800</u>			

Finance lease liabilities

The group has a lease finance facility of \$400,000 (2013: \$400,000) which may only be used to finance plant and equipment. Where applicable, the leases are repayable in fixed monthly instalments of principal and interest over the term of the respective leases.

Notes to the financial statements

For the year ended 30 June 2014

(continued)

20. Contributed equity	2014 Number of shares	2013 Number of shares	2014 \$'000	2013 \$'000
Share capital				
Fully paid ordinary shares	315,443,579	141,949,690	18,572	11,038

Effective 1 July 1998, the Corporations legislation in place abolished the concepts of authorised capital and par value shares. Accordingly the parent does not have authorised capital or par value in respect of its issued shares.

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the company in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person, or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

Movements in share capital

	Number of Shares	Issue Price ¢	\$'000
Balance at 30 June 2013	141,949,690	-	11,038
Shares issued under Rights Issue	141,949,690	4.5	6,388
Shares issued under Dividend Reinvestment Plan	31,544,199	4.5	1,419
Share issue costs (net of tax)	-	-	(273)
Balance at 30 June 2014	<u>315,443,579</u>		<u>18,572</u>

On 11 November 2013, the company issued 141,949,690 ordinary shares following the completion of a fully underwritten 1:1 rights issue announced on 2 October 2013 to raise \$6,388,000 cash.

The company has established a dividend reinvestment plan under which holders of ordinary shares may elect to have all or part of their dividend entitlements satisfied by the issue of new ordinary shares rather than being paid in cash. Shares are issued under the plan at a discount of 5% to the market price, up to a cap of 4.5 cents per share. On 27 June 2014, the company issued 31,544,199 ordinary shares under the plan, in connection with a special dividend announced on 14 May 2014. The reinvestment of this special dividend was fully underwritten.

There was no movement in share capital in the 2013 financial year.

Options

As at 30 June 2014, there were no options to purchase ordinary shares in the parent entity (2013: Nil).

Capital risk management

The group's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits to other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'borrowings' and 'trade and other payables' as shown in the statement of financial position) less cash and cash equivalents. Total capital is calculated as 'equity' as shown in the statement of financial position (including minority interest) plus net debt.

The gearing ratios as at 30 June 2014 and 30 June 2013 were as follows:

	2014 \$'000	2013 \$'000
Total borrowings	26,444	33,684
Less: cash and cash equivalents	(1,401)	(972)
Net debt	<u>25,043</u>	<u>32,712</u>
Total equity	25,982	16,912
Total capital	<u>51,025</u>	<u>49,624</u>
Gearing ratio	49.08%	65.92%

Eumundi Group Limited has complied with the financial covenants of its borrowing facilities during the 2014 and 2013 financial years.

Notes to the financial statements

For the year ended 30 June 2014

(continued)

21. Reserves and retained profits

(a) Reserves	2014	2013
	\$'000	\$'000
Property, plant and equipment revaluation surplus	3,347	3,558
	<u>3,347</u>	<u>3,558</u>

*Movements in reserves:**Property, plant and equipment revaluation surplus*

Balance at the beginning of the year	3,558	3,059
Gain on revaluation of freehold land and buildings (net of tax) *	(211)	499
Balance at the end of the year	<u>3,347</u>	<u>3,558</u>

* Gross loss before tax - \$301,000 (2013: gain of \$712,000)

Available-for-sale asset revaluation deficit

Balance at the beginning of the year	-	(5)
Change in fair value of unlisted securities (net of tax) *	-	(4)
Transfer to profit and loss	-	9
Balance at the end of the year	<u>-</u>	<u>-</u>

* Gross loss before tax - (\$Nil) (2013: \$(6,000))

(b) Retained profits

Retained profits at the beginning of the year	2,316	3,601
Profit/(loss) for the year attributable to owners of the company	3,166	(1,285)
Dividend paid to shareholders	(1,419)	-
Retained profits at the end of the year	<u>4,063</u>	<u>2,316</u>

(c) Nature and purpose of reserves**(i) Property, plant and equipment revaluation surplus**

The property, plant and equipment revaluation surplus is used to record increments and decrements on the revaluation of non-current assets, as described in note 1(n). The balance standing to the credit of the reserve may be used to satisfy the distribution of bonus shares to shareholders and is only available for the payment of cash dividends in limited circumstances as permitted by law.

(ii) Available-for-sale asset revaluation surplus

Changes in the fair value of investments, such as equities, classified as available-for-sale financial assets, are taken to the available-for-sale assets revaluation surplus, as described in note 1(l). Amounts are recognised in profit or loss when the associated assets are sold or impaired.

22. Dividends

Dividends paid to members during the financial year were as follows:

Fully franked (at 30%) special dividend of 0.5 cents per fully paid ordinary share paid on 27 June 2014 (see note 20)	1,419	-
	<u>1,419</u>	<u>-</u>

Notes to the financial statements

For the year ended 30 June 2014

(continued)

23. Parent entity financial information

(a) Summary financial information

The individual financial statements for the parent entity show the following aggregate amounts:

	2014 \$'000	2013 \$'000
Balance sheet		
Current assets	-	-
Total assets	19,393	11,640
Current liabilities	168	66
Total liabilities	168	66
<i>Shareholders equity</i>		
Issued capital	18,572	11,038
Retained earnings/(accumulated losses)	653	536
	<u>19,225</u>	<u>11,574</u>
Profit / (loss) for the year	<u>1,536</u>	<u>(82)</u>
Total comprehensive income	<u>1,536</u>	<u>(82)</u>

(b) Guarantees entered into by the parent entity

The parent entity has provided financial guarantees in respect of the above facilities and borrowings which are secured by registered mortgages over the freehold properties of the subsidiaries.

No liability was recognised by the parent entity in respect of these guarantees, as the fair value of the guarantees is immaterial.

(c) Contingent assets and liabilities of the parent entity

The individual parent entity had no contingent assets or liabilities

(d) Contractual commitments for the acquisition of property, plant or equipment

The parent entity had no commitments for the acquisition of property, plant or equipment.

24. Related party information

(a) Key management personnel remuneration

	2014 \$	2013 \$
Short-term employee benefits	508,123	417,331
Long-term benefits	3,468	6,048
Post-employment benefits	34,667	23,307
	<u>546,258</u>	<u>446,686</u>

(b) Transactions with related parties

Dividends paid to key management personnel	674,663	-
Subscription for new ordinary shares by key management personnel as a result of:		
- the rights issue, including underwriting allocation (note 20)	3,471,476	-
- the reinvestment of dividends (note 20)	674,663	-

Transactions relating to dividends and subscriptions for new ordinary shares were on the same terms and conditions that applied to other shareholders.

J M Ganim and G De Luca or their related entities acted as sub-underwriters of the rights issue undertaken during the financial year. These parties did not receive a fee from the Company in connection with this transaction.

Notes to the financial statements

For the year ended 30 June 2014

(continued)

25. Auditor's remuneration

During the year the following fees were paid or payable for services provided by the auditor of the parent entity, Pitcher Partners, its related practices and non-related audit firms:

	2014 \$	2013 \$
Audit and review of financial reports	60,000	58,500
Tax compliance services	7,600	8,930
	<u>67,600</u>	<u>67,430</u>

It is the group's policy to employ Pitcher Partners on assignments in addition to their statutory audit duties where Pitcher Partners' expertise and experience with the group are important. It is the group's policy to seek competitive tenders for all major consulting projects.

26. Contingent liabilities

In the prior year the group received a letter of demand from the owner of a property damaged as a result of the fire which destroyed the group's Home Hill property. In the unlikely event that this claim is successful, the group is appropriately insured.

The Group has no other material contingencies.

27. Commitments

Operating leases

The group leases an office and certain retail premises under non-cancellable operating leases expiring within two to five years.

	2014 \$'000	2013 \$'000
Commitments for minimum lease payments under non-cancellable operating leases are payable as follows:		
Within one year	245	192
Later than one year but not later than five years	461	658
Greater than five years	-	9
	<u>706</u>	<u>859</u>

28. Subsidiaries

The ultimate parent entity of the group is Eumundi Group Limited.

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 1(b):

Name of entity	Country of incorporation	Class of shares	Equity Holding*	
			2014	2013
Eumundi Property Group Pty Ltd	Australia	Ordinary	100%	100%
Eumundi Group Hotels Pty Ltd	Australia	Ordinary	100%	100%
Airlie Beach Lagoon Hotel Pty Ltd	Australia	Ordinary	100%	100%

* The proportion of ownership interest is equal to the proportion of voting power held.

Notes to the financial statements

For the year ended 30 June 2014

(continued)

29. Reconciliation of profit for the year to net cash flow from operating activities

	2014	2013
	\$'000	\$'000
Profit / (loss) for the year	3,166	(1,285)
Depreciation and amortisation	513	407
Straight line rental adjustment	(9)	(111)
Net (gain) / loss on fair value adjustment of investment properties	(2,430)	3,361
(Gain)/loss on disposal of available-for-sale financial asset	-	14
Other	(15)	68
Changes in operating assets and liabilities (net of assets disposed):		
(Increase)/decrease in:		
Trade receivables	232	(234)
Other receivables	(6)	(61)
Inventories	(5)	(314)
Other current assets	(10)	(114)
Increase/(decrease) in:		
Trade and other payables	175	457
Income tax payable	102	(48)
Deferred tax asset/liability*	909	(657)
Employee benefits	52	38
Cash flows from operating activities	<u>2,674</u>	<u>1,521</u>

* net of amounts recognised directly in equity and other comprehensive income.

30. Non-cash investing and financing activities

Dividends declared during the year were satisfied by the issue of shares under the dividend reinvestment plan, as disclosed in note 20.

During the prior year \$428,000 of property, plant and equipment was acquired in settlement of a portion of the loan receivable from a former tenant. The initial cash outflow, representing the funding provided to the tenant under the funding agreement, is shown as a separate cash outflow from investing activities in the statement of cash flows.

31. Earnings per share

(a) Basic & diluted earnings per share	2014	2013
Total basic & diluted earnings per share attributable to owners of the company	1.4¢	(0.9)¢
(b) Weighted average number of shares used as the denominator	Number of shares	
	2014	2013
Weighted average number of ordinary shares used in calculating basic earnings per share	231,656,707	141,949,690
Weighted average number of ordinary shares and potential ordinary shares used in calculating diluted earnings per share	231,656,707	141,949,690

There are no dilutive potential ordinary shares.

Directors' declaration

In the directors' opinion:

- (a) the attached financial statements and notes are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements, and
 - (ii) giving a true and fair view of the consolidated entity's financial position as at 30 June 2014 and of its performance for the financial year ended on that date, and
- (b) as stated in Note 1, the consolidated financial statements also comply with International Financial Reporting Standards, and
- (c) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable, and

The directors have been given the declarations by the chief executive officer and chief financial officer for the financial year ended 30 June 2014 required by section 295A of the *Corporations Act 2001*.

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



J M Ganim
Director

Dated at Brisbane this 29th day of August, 2014.



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IAN JONES
KYLIE LAMPRECHT
NORMAN THURECHT
BRETT HEADRICK
WARWICK FACE
NIGEL BATTERS
ADELE TOWNSEND
COLE WILKINSON

Independent Auditor's Report to the Members of Eumundi Group Limited

Report on the Financial Report

We have audited the accompanying financial report of Eumundi Group Limited, which comprises the consolidated statement of financial position as at 30 June 2014, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the year's end 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 gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 1(a), the directors also state, in accordance with Accounting Standard AASB101 *Presentation of Financial Statements*, that the financial statements comply with *International Financial Reporting Standards*.

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company'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 company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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

Independence

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

Opinion

In our opinion:

- a) the financial report of Eumundi Group Limited is in accordance with the *Corporations Act 2001*, including:
 - i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2014 and of its performance for the year ended on that date; and
 - ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- b) the consolidated 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 9 to 11 of the directors' report for the year ended 30 June 2014. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with Section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Opinion

In our opinion the Remuneration Report of Eumundi Group Limited for the year ended 30 June 2014 complies with Section 300A of the *Corporations Act 2001*.

PITCHER PARTNERS



R.C.N. WALKER
Partner

Brisbane, Queensland
29 August 2014

Corporate governance statement

This statement and information identified therein is available on the company's website at www.eumundi-ltd.com.au under the *Company policies and charters* section.

Introduction

The board has embraced the principles and recommendations of the ASX Corporate Governance Council ('ASX recommendations') and has corporate governance practices in keeping with today's shareholder expectations, but tailored to suit the company given its size and scope of operations.

These practices, which are outlined in this statement, have been in place for a number of years. To assist with adherence to the practices the board has a committee responsible for auditing and risk management and has documented a number of policy statements and charters including:

- Board charter
- Audit and risk committee charter
- Code of conduct
- Director's ethics policy
- Diversity policy.

These documents, together with other relevant information on corporate governance including the ASX recommendations, have been made available on the company's website: www.eumundi-ltd.com.au.

The board is committed to a philosophy of prudent business management designed to create long-term shareholder wealth. They believe the establishment of, and adherence to, sound corporate governance practices can assist in this process although some areas of the ASX recommendations are considered not necessarily appropriate for the company at this time given its size and scope of operations.

In this statement the board outlines the practices it has introduced and how, and the extent to which, they follow the ASX recommendations.

PRINCIPLE 1: LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT

A listed entity should establish and disclose the respective roles of board and management, and how their performance is monitored and evaluated.

Recommendation 1.1: Companies should establish the functions reserved to the board and those delegated to senior executives and disclose those functions.

The board has overall responsibility for the good governance of the company and is accountable to shareholders for the company's performance. The board is responsible for:

- charting the direction, strategies and financial objectives for the group and monitoring the implementation of those policies, strategies and financial objectives;
- monitoring compliance with regulatory compliance and ethical standards;
- ensuring the group has documented policies in place with respect to corporate governance principles and best practice that are commensurate with its operations;
- appointing and reviewing the performance of the managing director; and
- appointing and reviewing the performance of material advisers or external managers.

In performing these responsibilities the board acts at all times in a manner designed to create and continue to build sustainable value for shareholders and in accordance with the duties and obligations imposed upon them by the Constitution and by law.

In addition to the matters expressly required by law to be approved by the board, powers specifically reserved for the Board are as follows:

- appointment of the chief executive officer and determination of his or her employment terms and conditions (including remuneration);
- appointment of direct reports to the chief executive officer;
- any matters in excess of discretions that may have, from time to time, been delegated to the chief executive officer and material advisers or external managers in relation to credit transactions, market risk limits and expenditure; and
- approvals of each of the following:
 - The strategic plan at least annually;
 - The budget and strategic plan, at least annually;
 - The remuneration and conditions of service including financial incentives for any executive directors, at least annually;
 - Significant changes to organisational structure and the appointment of such senior officers as the board may determine;
 - The acquisition, establishment, disposal or cessation of any significant business or assets of the group;
 - The issue of any shares, options, equity instruments or other securities in the group;
 - Any public statements which reflect significant issues of the group's policy or strategy;
 - Any changes to the discretions delegated from the board; and
 - The terms of all significant agreements.

The Board has a specific responsibility to:

- Monitor and assess management's performance in achieving any strategies and budgets approved by the board;
- Set criteria for, and evaluate at least annually, the performance of the chief executive officer;
- Set criteria for, and evaluate at least annually, the performance of material advisers or external managers;
- Clarify the respective roles and responsibilities of board members and management;
- Clarify the respective roles of board members and management; and
- Review on a regular and continuing basis:
 - Executive and succession planning (in particular for the chief executive officer); and
 - Executive development activities.

Within this context a board charter has been established, detailing the philosophy, values and functions of the Board. This charter is published on the company's website.

The board recognises that in a small dynamic organisation like the company with a very small board and compressed management structure, the relationships among directors, and particularly the relationship between the board and management, cannot be fully regulated in the interests of the company's on-going performance. Compliance with this recommendation therefore must also be considered in the context of this structure lending itself to often daily contact between members of the board and management and between board members themselves.

Presently one of the duties of the Board includes self appraisal and critical analysis of performance where acting in areas of executive capacity

Recommendation 1.2: Companies should disclose the process for evaluating the performance of senior executives.

The chairman undertakes an informal assessment of executive management from time to time. The board's principal benchmark is the company's financial performance year-on-year and compared to similar organisations. For the chief executive officer, performance objectives are discussed in conjunction with successes and failures rather than taking place at specified assessment times.

PRINCIPLE 2: STRUCTURE THE BOARD TO ADD VALUE

A listed entity should have a board of an appropriate size, composition, skills and commitment to enable it to discharge its responsibilities and duties effectively.

Recommendation 2.1: A majority of the board should be independent directors.

In the 2014 year the company did not comply fully with this recommendation. The group is committed to having a board whose members have the capacity to act independently of management, and have the collective skills necessary to optimise the long-term financial performance of the group.

The group has developed criteria for determining the independence of its board members. A director is considered to be independent if he or she:

- Is not a substantial securityholder of Eumundi Group Limited or of a company holding more than 5% of Eumundi's voting securities, or an officer of or directly or indirectly associated with a securityholder holding more than 5% of the group's voting securities;
- Is not and has not within the last three years been an employee of the group;
- Is not a principal of a material supplier or customer of the group, or an officer of, or directly or indirectly associated with, a significant supplier or customer;
- Has no material contractual relationship with the group or any of its associates other than as a director of the group; or
- Has no other interest or relationship that could interfere with the director's ability to act in the best interests of the group and independently of management.

In this context, the board considers that any director-related business relationship that is or is likely in the future to be more than 10% of the director-related business's revenue to be material. All directors are required to act in the best interest of Eumundi at all times.

At the present time the board is comprised of four non-executive directors, two of whom are independent directors. For each director, his qualifications, experience, special responsibilities, term in office and attendances at board meetings are detailed in the directors' report. The board believes it brings a wealth of relevant practical experience to the company and they all have a significant vested interest in ensuring proper governance.

The board members would be regarded as independent other than their interest as significant company shareholders. It is believed that this substantial shareholding actually provides directors with a strong incentive to ensure that their judgement is not clouded in board deliberations, as the outcome (indirectly) impacts on them as much as, or even more than most other shareholders.

With this and other circumstances in mind the board distinguishes between the concept of independence and the issues of conflict of interest or material personal interests that may arise from time-to-time. Whenever there is an actual or potential conflict of interest or material personal interest, the board's policies and procedures ensure that:

- the interest is fully disclosed and the disclosure is recorded; and
- the relevant director is excluded from all considerations of the matter by the board, unless the other directors unanimously otherwise decide.

If considered warranted, the board may resolve to obtain independent professional advice about the execution of board responsibilities at the company's expense. Where appropriate such advice is shared with the other directors.

Given the specialised nature of the hotel and property/other investments industry, it is not easy for a company of this size to find suitably qualified person(s) to appoint to the board who comply fully with the independence test.

Recommendation 2.2: The chairperson should be an independent director.

The board considers that, at the present time, the company's interests are best served by having Mr J.M. Ganim, as its chairman. Mr Ganim has a substantial interest in the company's shares but is not an executive of the company and for the reasons outlined in *Recommendation 2.1* that shareholding may be seen as beneficial to the interests of all shareholders.

Ultimately shareholders will determine if the current mix of directors and the position of chairperson is unacceptable.

Recommendation 2.3: The roles of chairperson and chief executive officer should not be exercised by the same individual.

The company complies with this recommendation. Mr J Ganim is the chairperson and Ms S Jacobi-Lee is the chief executive officer.

Recommendation 2.4: The board should establish a nomination committee.

It is reasonable for a small size board like the company's to be accountable for their own appointments and reappointments. The full board performs the functions of a nomination committee and regularly reviews board membership. This includes an assessment of the necessary and desirable competencies of directors, board succession plans, evaluation of the board's performance and consideration of appointments and removals. Whilst directors are not appointed for specific terms, their periods in office are regularly reviewed.

When a director vacancy occurs, the board identifies the particular skills, experience and expertise that will best complement board effectiveness, and then undertakes a process to identify candidates who can meet those criteria. The board then appoints the most suitable candidate who must stand for election at the next annual general meeting of the company. Nomination of existing directors for reappointment is not automatic and is contingent of their past performance, contribution to the company and the current and future needs of the board and the company. The board is aware of the advantages of board renewal and succession planning.

Notices of meeting for the election of directors comply with the ASX Corporate Governance Council's best practice recommendations.

Recommendation 2.5: Companies should disclose the process for evaluating the performance of the board, its committees and individual directors.

The chairman undertakes an informal review of individual board member performance from time to time together with an assessment of external managers. The board's principal benchmark is the company's financial performance year-on-year and compared to similar organisations.

For the board itself, a "whole of board" informal evaluation process has been adopted.

PRINCIPLE 3: ACT ETHICALLY AND RESPONSIBLY

A listed entity should act ethically and responsibly.

Recommendation 3.1: Establish a code of conduct to guide the directors, the chief executive officer (or equivalent), the chief financial officer (or equivalent) and any other key executives as to:

- 3.1.1 The practices necessary to maintain confidence in the company's integrity;*
- 3.1.2 The practices necessary to take into account their legal obligations and the reasonable expectations of their stakeholders; and*
- 3.1.3 The responsibility and accountability of individuals for reporting and investigating reports of unethical practices.*

The board supports the requirement for directors and employees to observe the high standards of behaviour and business ethics that already exist in the company through practices and policies ingrained over time. All directors, managers and employees are expected to act with integrity, striving at all times to enhance the reputation and performance of the company.

The company has a formal corporate ethics policy for directors, setting out the obligations of the board in relation to trading in the company's shares, continuous disclosure, fiduciary duties, related party transactions, integrity of accounts and risk management. The code of conduct addresses trading in the company's shares as well as other ethical issues and responsibilities and whereby this covers directors, all employees and significant external managers.

Employees are encouraged and participate in appropriate training programs covering such areas as workplace health and safety and programs peculiar to the company's activities. The code of conduct is made available to all employees and is permanently on display in each workplace.

The board has written guidelines, set out in the corporate ethics policy and code of conduct that restrict dealings by all directors and employees in the company's shares and provides an understanding of insider trading and issues relative to price-sensitive information.

The company's policy regarding dealings by directors and employees in the company's shares is that they should never engage in short term trading. They should not enter into transactions when they are in possession of price sensitive information not yet released by the company to the market, or a period of twenty-one (21) days prior to release by the company of half yearly and annual reports, or such shorter period as may be approved of by the board. Other periods when directors and employees cannot trade in shares include the period two (2) business days after the release of half yearly and annual reports to the market and three (3) business days after the release of price sensitive information.

The corporate ethics policy for directors and the code of conduct are available on the company's website.

Recommendation 3.2 – Entities should establish a diversity policy and disclose the policy or a summary of that policy. The policy should include requirements for the board to establish measurable objectives for achieving gender diversity and for the board to assess annually both the objectives and the progress in achieving them.

The company values diversity and recognises the benefits it can bring to an organisation's ability to achieve its goals. Accordingly the company has developed a diversity policy, a copy of which can be found on the company's website. This policy outlines the company's diversity objectives in relation to gender, age, cultural background and ethnicity.

It is the company's policy to support female representation at senior leadership and Board levels.

The board receives a report on an annual basis that provides the following information:

	2014			2013		
	Female		Total	Female		Total
	No of staff	%		No of staff	%	
Total employees*	20	38%	52	18	36%	50
Total full time employees*	9	26%	34	6	25%	24
Supervisors & managers*	6	26%	23	5	24%	21
Key management personnel**	3	100%	3	3	100%	3
Directors	0	0%	4	0	0%	4

*excluding directors & key management personnel

** excluding directors

The board will endeavour to improve the diversity of the board at any time nominations are required to fill board positions.

PRINCIPLE 4: SAFEGUARD INTEGRITY IN CORPORATE REPORTING

A listed entity should have formal and rigorous processes that independently verify and safeguard the integrity of its corporate reporting.

Recommendation 4.1: The board should establish an audit committee.

The company has an audit and risk management committee and the number of meetings of the committee held during the 2014 year is set out in the Directors' Report.

Recommendation 4.2: Structure the audit committee so that it:

- *consists only of non-executive directors;*
- *consists of a majority of independent directors;*
- *is chaired by an independent chair, who is not chair of the board; and*
- *has at least three members.*

In 2014 the committee comprised Mr. V.A. Wills (chairman), Mr. J.M. Ganim, Mr G. De Luca and Mr C.R. McCart. Audit committee meetings are attended, by invitation, by the engagement partner (or their nominee) from the company's external auditor and such other senior staff or professional people as may be appropriate from time to time.

Recommendation 4.3: The Audit committee should have a formal charter.

The committee operates under formal terms of reference (charter) approved by the board, which is reviewed annually. The board charter encompasses the role and responsibilities relating to audit matters along the lines set out in the ASX guidelines.

The external auditor, Pitcher Partners, has declared its independence to the board and has confirmed that the audit partner will be rotated in accordance with the Corporations Act and relevant independence requirements. The committee has examined material provided by the external auditor and is satisfied that the standards for auditor independence and associated issues are complied with.

On account of the small size of the board this charter also extends to risk management and compliance. The audit and risk management committee charter is available on the company's website.

PRINCIPLE 5: MAKE TIMELY AND BALANCED DISCLOSURE

A listed entity should make timely and balanced disclosure of all matters concerning it that a reasonable person would expect to have a material effect on the price or value of its securities.

Recommendation 5.1: Companies should establish written policies designed to ensure compliance with ASX listing rule disclosure requirements and to ensure accountability at a senior executive level for that compliance and disclose those policies or a summary of those policies.

The company has a written disclosure policy contained within the directors' corporate ethics policy titled *the Company's Obligation of Disclosure* that complies with the recommendation. This policy ensures that the company complies not only with its obligations at law and under the ASX listing rules, but with best practice as it has evolved in recent years.

The company secretary has been designated as the person responsible for communications with the ASX including to ensure compliance with the continuous disclosure requirements in the listing rules and overseeing information going to the ASX, shareholders and other interested parties. All key announcements are vetted by the company's legal advisors prior to announcement. All announcements are transmitted to the board and the external auditor's designated audit partner upon release. The matter of continuous disclosure is a permanent item on the agenda for all board meetings.

Authority to speak about the company's affairs to the media, brokers, analysts or investors is restricted to the chairman.

All directors have obligations outlined in the directors' corporate ethics policy to keep the company promptly informed of any personal or related interests in securities trading and contracts relevant to securities. The company, in turn, promptly reports such trading to the ASX.

All announcements made to the ASX by the company are also published on the company's website.

PRINCIPLE 6: RESPECT THE RIGHTS OF SECURITY HOLDERS

A listed entity should respect the rights of its security holders by providing them with appropriate information and facilities to allow them to exercise those rights effectively.

Recommendation 6.1: Companies should design a communications policy for promoting effective communication with shareholders and encouraging their participation at general meetings and disclose their policy or a summary of that policy.

A board approved general communications strategy has been designed and implemented to not only comply with the ASX guidelines, but to generate and foster a long-term close association with shareholders and investors.

The company aims to keep shareholders informed of the company's performance and all major developments in an ongoing manner. Information is communicated to shareholders through:

- the Annual Report which is distributed to all shareholders (unless specifically requested otherwise);
- other correspondence regarding matters impacting on shareholders as required; and
- for matters of importance attempts at direct contact being made with majority shareholders by telephone.

All documents that are released publicly are made available on the company's website. A notice inviting shareholders to use this website has been circulated with the Annual Report since the 2002 year.

Shareholders are also encouraged to participate in the Annual General Meeting to ensure a high level of accountability and identification with the company's strategies and goals.

PRINCIPLE 7: RECOGNISE AND MANAGE RISK

A listed entity should establish a sound risk management framework and periodically review the effectiveness of that framework.

Recommendation 7.1: Companies should establish policies for the oversight and management of material business risks and disclose a summary of those policies.

The company places a high priority on risk management and identification throughout the group's operations and regularly reviews its adequacy. A risk control program has been developed which includes legislative compliance. On account of the small size of the board the functions of audit committee and risk management committee are combined and operate under the same audit and risk management committee charter.

Recommendation 7.2: The board should require management to design and implement the risk management and internal control system to manage the company's material business risks and to report to it on whether those risks are being managed effectively.

The company adopts a rigorous approach to understanding and proactively managing the risks Eumundi faces in its business. Eumundi recognises taking business decisions which entail calculated risks and managing these risks within sensible tolerances is fundamental to creating long term value for securityholders and meeting commitments to Eumundi's employees, tenants, customers, business partners, consultants and the communities in which it does business.

The company's system of risk management is integrated with its day-to-day business processes and functional responsibilities. Management is responsible for the design and implementation of the risk management framework and for adapting it to changes in the business and the external environment in which Eumundi operates. Business units are responsible for integrating the risk management framework within their business processes and systems.

The board is responsible for satisfying itself that management has in place a sound system for the management and internal control of material business risks. The board is assisted in this function by the audit and risk committee. The ongoing monitoring of risks is by executive management is achieved through regular reports and briefings from the business units. Material risks to forecast and budget are incorporated into these reports and highlight issues that may either require immediate attention or have the potential to cause material negative impacts.

Recommendation 7.3: The Board should disclose whether it has received assurance from the chief executive officer (or equivalent) and the chief financial officer (or equivalent) that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management & internal control, and that the system is operating effectively in all material respects in relation to financial reporting risks.

This is a standing board requirement and such written confirmations have been received.

The board acknowledges that it is responsible for the overall internal control framework, but recognises that no cost-effective system will preclude the possibility of errors, mistakes and irregularities.

For these reasons, and in view of its size, the company relies on its management, under the control of the board, to perform internal audit functions. This is done in regular consultation with, but independent of, the external auditor. The executive managers attend all board meetings and meetings of the audit and risk management committee and provide appropriate reports.

PRINCIPLE 8: REMUNERATE FAIRLY AND RESPONSIBLY

A listed entity should pay director remuneration sufficient to attract and retain high quality directors and design its executive remuneration to attract retain and motivate high quality senior executives and to align their interests with the creation of value for security holders.

Recommendation 8.1: The board should establish a remuneration committee.

Given the size of the company and the number of directors on the board, it is not practical to establish a separate remuneration committee. It is reasonable that the board be accountable for setting their own remuneration and that of senior executives where the above formal remuneration policy is available to shareholders.

Recommendation 8.2: Companies should clearly distinguish the structure of non-executive directors' remuneration from that of executive directors and senior executives.

The board comprises four non-executive directors. Remuneration is set out in the relevant section of the Annual Report. Details of the nature and amount of each element of the remuneration of each director of the company and the key management personnel of the company are disclosed in the relevant section of the Annual Report. As outlined in the remuneration policy there is no retirement benefit scheme for directors other than payment of statutory superannuation.

Shareholder information

The shareholder information below was applicable as at 19 August 2014.

A. Distribution of Equity Securities

Analysis of numbers of equity security holders by size of holding:

Ordinary Shares	
1 – 1,000	110
1,001 – 5,000	433
5,001 – 10,000	218
10,001 – 50,000	213
50,001 – 100,000	31
100,001 – 500,000	77
500,001 – 1,000,000	9
1,000,001 and over	44
Total	1,135

There are 787 shareholders who hold less than a marketable parcel of ordinary shares in the company.

B. Equity security holders

Twenty largest quoted equity security holders:

	Number held	Percentage
1. De Luca Group Superannuation Fund	52,536,372	16.65
2. Ganboys Pty Ltd	24,365,933	7.72
3. Gansons Pty Ltd	20,649,256	6.55
4. Ganbros Pty Ltd	19,284,432	6.11
5. SCMS Pty Ltd – SJ Shoobridge S/F Account	16,922,835	5.36
6. Agpro Pty Ltd – Joe Ganim Super Fund	16,549,905	5.25
7. Blann Properties Pty Ltd	13,000,000	4.12
8. Wilhelm Super Fund Account	11,779,137	3.73
9. Mrs. Tracy Fraser	10,734,846	3.40
10. Mrs. Tracy Fraser A/C	10,344,560	3.28
11. Mr. Robert Fraser and Mrs Tracy Fraser – Fraser Family SF A/C	5,280,423	1.67
12. Mr Paul Ganim and Mrs Alison Ganim	4,967,433	1.57
13. Ruminator Pty Ltd	4,939,402	1.57
14. Atkone Pty Ltd	4,819,402	1.53
15. Mr Joseph Ganim	4,421,333	1.40
16. Keiser Shipping and Transport Pty Ltd	4,324,871	1.37
17. Keiser Investments Pty Ltd – Gann Family Retirement Account	4,279,973	1.36
18. Archer Management Pty Ltd – Archer Super Fund	3,498,608	1.11
19. Rogand Superannuation Pty Ltd	2,936,948	0.93
20. Swanclyffe Pty Ltd	2,896,895	0.92
Total	238,532,614	75.62

C. Substantial holders

Substantial holders in the company are set out below:

	Number held	Percentage
De Luca Group Superannuation Fund	52,536,372	16.65
Tracy Fraser	26,359,829	8.35
Ganboys Pty Ltd	24,365,933	7.72
Gansons Pty Ltd	20,649,256	6.55
Ganbros Pty Ltd	19,284,432	6.11
SCMS Pty Ltd – SJ Shoobridge S/F Account	16,922,835	5.36
Agpro Pty Ltd – Joe Ganim Super Fund	16,549,905	5.25

D. Voting rights

The voting rights attached to each class of equity securities are set out below:

- a) Ordinary Shares
On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.
- b) Options
No voting rights.