DIRECTORS REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2021

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TradeCoast Land Pty Ltd is an Australian company with its registered office located at Level 20, 266 George St, Brisbane, Queensland, Australia.

DIRECTORS' REPORT

The directors present their report together with the financial report of the company for the financial year ended 30 June 2021.

DIRECTORS

The names of directors in office at any time during or since the end of financial year are:

Bill Lyon; B. Bus (International Business & Marketing), Assoc Diploma Electrical Engineering (Telecommunications)

Bill is the Divisional Manager of Organisational Services responsible for the financial and strategic functions within Brisbane City Council. Previously Bill was CEO of Redland City Council and has held executive roles at Energex and Telstra.

Richard Butler; Bsc (Hons) Urban Estate Management, MRICS

Richard Butler is the Project Director Asset Optimisation at Brisbane City Council. The Asset Optimisation Project was established to identify and deliver short and long-term financial and other benefits for the organisation by enhancing the use of corporate assets, building on the recommendation of the AT Kearney review.

PRINCIPAL ACTIVITIES

The principal activity of the company during the financial year was the development and sale of land situated at Eagle Farm under a development agreement with TradeCoast Central (TCC).

OPERATING ACTIVITIES

The result of the company for the financial year ended 30 June 2021 is a loss of \$2,070,888. (2020: loss of \$1,750,402).

DIVIDENDS

No dividends were declared or paid in the 2020/21 year.

EVENTS ARISING SINCE THE END OF THE REPORTING PERIOD

A dispute arose between the TradeCoast Land and TradeCoast Central surrounding the interpretation of the Development Agreement and the Completion Option Deed in November 2019. While this was progressed in the Supreme Court no land sales occurred. This legal dispute was successfully concluded after the end of the financial year and the Development Agreement is now at an end.

REVIEW OF OPERATIONS

The main source of revenue received by the company in 2020/21 was from the payment of interest on cash investments.

A payment of Remaining Guaranteed Base Land Price was made in November 2019 in accordance with the Deed. TradeCoast Central advised they were taking up the Completion Option Deed. The parties were in dispute surrounding the interpretation of the Deed and the Completion Option Deed. This has been resolved after the year end.

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.

DIRECTORS' BENEFITS

During or since the financial year, no director of the company has received or become entitled to receive any benefits.

DIRECTORS' MEETINGS

Bill Lyon

Director

Brisbane, 01/11/2021

During the year, eleven directors' meeting were held. These meetings were each attended by two directors.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307(c) of the Corporations Act 2001 is attached.

Signed in accordance with a resolution of the directors.

Richard Butler

Director

Brisbane, 01/11/2021

AUDITOR'S INDEPENDENCE DECLARATION

To the Directors of TradeCoast Land Pty Ltd

This auditor's independence declaration has been provided pursuant to s.307C of the *Corporations Act 2001*.

Independence declaration

As lead auditor for the audit of TradeCoast Land Pty Ltd for the financial year ended 30 June 2021, I declare that, to the best of my knowledge and belief, there have been:

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

1 November 2021

Philip Airey as delegate of the Auditor-General

Queensland Audit Office Brisbane

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2021

	Note	2021 \$	2020 \$
Other Income	3	196,766	. 166,583
Expenses	4 _	(2,267,654)	(1,916,985)
Net profit/(loss) attributable to members of the company		(2,070,888)	(1,750,402)
Other Comprehensive Income	_		· <u>-</u>
Total comprehensive income for the period		(2,070,888)	(1,750,402)

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

STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2021

	Note	2021 \$	2020 \$
CURRENT ASSETS			
Cash & Cash Equivalents		26,923,260	28,984,343
Trade and Other Receivables	5	733,149	690,261
Inventories - Land for Sale	6	5,471,412	5,471,412
Total Assets	<u> </u>	33,127,821	35,146,016
CURRENT LIABILITIES Trade and Other Payables Unearned Revenue Total Liabilities	7 8	1,439,508 17,047,638 18,487,146	1,386,816 17,047,638 18,434,454
Net Assets		14,640,675	16,711,563
EQUITY			
Retained Earnings Contributed Equity		14,640,673	16,711,561
Total Equity		14,640,675	16,711,563

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

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2021

	Total	Contributed Equity	Retained Earnings
	\$	\$	\$
2020/2021			
Balance at the beginning of the year	16,711,561	. 2	16,711,563
Net Profit / (Loss)	(2,070,888)	-	(2,070,888)
Balance at the end of the year	14,640,673	2	14,640,675
2019/2020			
Balance at the beginning of the year	18,461,963	2	18,461,965
Net Profit / (Loss)	(1,750,402)	-	(1,750,402)
Balance at the end of the year	16,711,561	2	16,711,563

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

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2021

	Note	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		\$	\$
Cash receipts from operations			23,152,402
Cash payments for operations	•	(2,434,356)	(2,038,939)
GST received / (paid)		180,173	(2,064,523)
Interest received		193,100	213,270
Net Cash Flows From Operating Activities	9	(2,061,083)	19,262,210
CACHELONIC FROM INVESTING ACTIVITIES	•		
CASHFLOWS FROM INVESTING ACTIVITIES	-		
Net Cash Flows From Investing Activities		-	-
CASHFLOWS FROM FINANCING ACTIVITIES			
CASHFLOWS FROM FINANCING ACTIVITIES			·
Net Cash Flows From Financing Activities		-	_
NET INCREASE//DECREACE) IN CASH HELD		(0.004.000)	40.000.040
NET INCREASE/(DECREASE) IN CASH HELD		(2,061,083)	19,262,210
Cash at the beginning of the year		28,984,343	9,722,133
CASH AT THE END OF THE YEAR	•	26,923,260	28,984,343

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

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2021

1. BASIS OF PREPARATION

The following is a summary of the material accounting policies adopted by the entity in the preparation of the financial report.

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

The financial statements were authorised for issue by the Directors as at date of declaration.

The financial report has been prepared on an accrual basis. It is based on historical costs and does not take into account changing money values or, except where stated, current valuations of non-current assets. Historical Cost is based on the fair values of the consideration given in exchange for assets. The accounting policies have been consistently applied, unless otherwise stated. All amounts are reported in Australian dollars.

TradeCoast Land Pty Ltd is a for profit entity.

2. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

(a) Income Tax

Local government subsidiaries are exempt from income tax, under section 24AT of the *Income Tax Assessment Act* 1936. Brisbane City Council as the parent entity has not nominated TradeCoast Land Pty Ltd to be part of the Tax Equivalence Regime under National Competition Policy.

(b) Revenue Recognition

Interest revenue is brought to account when earned. Sales of inventory is brought to account when legal title of the land passes to the acquirer. Monies received from the sale of land are initially held in trust before being distributed in accordance with the Development Agreement.

Under the terms of the Development Agreement TradeCoast Land Pty Ltd is also entitled to a one third share of any Project Profits of Trade Coast Central Pty Ltd. Referred to as Deferred Land Price income, this is assessed annually.

Under the terms of the Development Agreement TradeCoast Land Pty Ltd is also entitled to payment of any Remaining Guaranteed Base Land Price income on the 15 year anniversary of the signing of the agreement. This anniversary fell in November 2019 and a payment was received. The payment has been recognised as unearned revenue and the revenue will be recognised as the related land sales occur.

(c) Cash and Cash Equivalents

Cash and cash equivalents included cash on hand, deposits held on account with banks, other short term highly liquid investments with original maturities of three months or less.

(d) Trade and Other Receivables

Receivables are due for settlement in 30 days and are carried at amount due. The collectability is assessed at period end and an allowance is made for impairment.

(e) Inventory - Land

Inventory is carried at the cost of the undeveloped land when the assets were transferred to the company in 2005.

Inventory is valued at the lower of cost and net realisable value.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2021

2. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(f) Payables

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

(g) Goods and Services Tax

Revenue and expenses are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the Australian Tax Office (ATO). In these circumstances, the GST is recognised as part of the cost of the acquisition of the asset or as part of an item of the expense.

Receivables and Payables are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the ATO is included as a current asset or liability in the Statement of Financial Position.

Cashflows are included in the Statement of Cash Flows on a gross basis. The GST components of cashflows arising from investing and financing activities which are recoverable from, or payable to, the ATO are classified as operating cash flows.

(h) Contributed Equity

Ordinary Shares

Ordinary shares are classified as equity. Dividends on ordinary shares are recognised as a liability in the period in which they are declared.

(i) Rounding and Comparatives

Amounts included in the statements have been rounded to the nearest \$1. Comparative information has been restated where necessary to be consistent with disclosures in the current reporting period.

(j) Adoption of New Standards and Interpretations

The company adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board that are mandatory for the current reporting period.

All other Australian accounting standards and interpretations with future commencement dates are either not applicable to the company's activities, or have no material impact on the company.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2021

		2021 \$	2020 \$
3.	OTHER INCOME		
	Interest Received Legal Fees Recoverable	193,100 3,667	205,766 53,535
	Consultancy Fees Recovered Adjustment of Deferred Land Price Income	- -	1,480 (94,199)
		196,766	166,583

Under the terms of the Development Agreement TradeCoast Land Pty Ltd is entitled to a one third share of any Project Profits of Trade Coast Central Pty Ltd (TCC), adjusted for the Net Saleable Land Area Variation Amount, and the Infrastructure Charges Variation Amount. This is referred to as Deferred Land Price Income (DLP). An adjustment to Deferred Land Price Income was recognised in FY20 in line with the Development Agreement.

4. EXPENSES

Rates (General and Water)	-	70,226
Land Tax	-	260,497
Legal Fees	, 1,433,905	830,475
Consultancy Fees	387,184	256,208
Contractor's Fees	406,348	350,943
Body Corporate Fees	-	135,657
Audit Fees	19,200	12,300
Other Expenses	21,018	678
	2,267,654	1,916,985

TradeCoast Land recognises expenses in the year when goods or services have been received.

5. TRADE AND OTHER RECEIVABLES

GST Receivable	70,171	31,316
Recoverable GUP expenses	662,978	658,945
	733,149	690,261

Gateway Upgrade Project costs of \$1,325,957 to date have been incurred . A deed exists between TradeCoast Land Pty Ltd and TradeCoast Central Pty Ltd to govern the joint action taken to achieve compensation for land resumed by Department of Transport and Main Roads(refer note 10). Under item 2.7 of the terms of the Deed, TradeCoast Land Pty Ltd will pay all costs associated with this action. If any compensation paid by Department of Transport and Main Roads is insufficient to recover these costs, then TradeCoast Central Pty Ltd must pay half of any shortfall. Consequently, half of the GUP claim expenses to date are carried as a receivable on the statement of financial position.

6. INVENTORIES - LAND FOR SALE

Movements in land held at cost	2021	2020
Balance at the beginning of the year Land sold during the year	5,471,412	5,471,412 -
Land held for sale	5,471,412	5,471,412

TRADECOAST LAND PTY LTD NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2021

		2021 \$	2020 \$
7.	TRADE AND OTHER PAYABLES		
	Accrued Expenses Deferred Land Price Payable	221,129 1,218,379	168,437 1,218,379
	·	1,439,508	1,386,816
8.	UNEARNED REVENUE Unearned Revenue	17,047,638	17,047,638

Unearned revenue relates to the Remaining Guaranteed Base Land Price received under the Development agreement in November 2019. Its recognition as revenue is dependent on the outcome of the legal dispute with TCC Pty Ltd (Note 13).

9 RECONCILIATION OF STATEMENT OF CASH FLOWS

Reconciliation of net profit/(loss) to the net cash flows from operating activities

Net profit attributable to members of the company Dividend Paid	(2,070,888)	(1,750,402)
	(2,070,888)	(1,750,402)
Changes in assets and liabilities		
(Increase)/decrease in debtors	(42,888)	2,791,809
(Increase)/decrease in inventory	- .	-
Increase/(decrease) in creditors	52,692	18,220,804
	9,804	21,012,613
Net cash flows from/(used in) operating activities	(2,061,083)	19,262,210

10. CONTINGENCIES AND COMMITMENTS

(a) Contingent assets

Legal Claims Made for Gateway Upgrade Project Land Resumption

A parcel of land was resumed by the Department of Transport and Main Roads in 23 March 2005 for the Gateway Deviation Corridor. A joint claim by TradeCoast Land Pty Ltd and TradeCoast Central Pty Ltd has been brought against Department of Transport and Main Roads. The dispute is ongoing and until resolved the extent of any financial settlement cannot be reliably estimated.

(b) Contingent liabilities

In the Directors' opinion, TCL does not have any contingent liabilities as at 30 June 2021.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2021

11. RELATED PARTY TRANSACTIONS

(a) Key personnel

Directors

Bill Lyon (Chair) (Commenced May 2017) Richard Butler (Commenced Dec 2016)

(b) Key Management Personnel Compensation

During or since the end of financial year, no key personnel of the company have received or become entitled to receive any benefits.

Key personnel of the company are paid officers of Brisbane City Council and compensation is provided to Brisbane City Council for their services. Of the contractor fees paid to Brisbane City Council disclosed below, \$269,420 (2020 \$288,790) relates directly to this entity's key management personnel.

(c) Transactions with Brisbane City Council, the ultimate and Australian controlling entity:

The Company has recognised in the financial statements the following amounts paid to Brisbane City Council:

General rates \$0 (2020 \$70,226) Contractor's Fees \$406,348 (2020 \$350,943) Legal Costs \$61,309 (2020 \$44,118)

(d) Transactions with Trade Coast Central, the joint venture partner

There was no transactions between Trade Coast Central Pty Ltd and Trade Coast Land Pty Ltd for the 2020-21 financial year in accordance with the Deed.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2021

12. FINANCIAL INSTRUMENTS DISCLOSURE

(a) Financial Risk Management Policies

The Directors' overall risk management strategy seeks to assist the company in meeting its financial targets, whilst minimising potential adverse effects on financial performance. Risk management policies are approved and reviewed by the Board of Directors on a regular basis.

The main purpose of non-derivative financial instruments is to raise finance for company operations. The company does not have any derivative instruments as at 30 June 2021.

(b) Liquidity Risk

All financial liabilities are expected to be settled within 12 months and reflect their carrying values as disclosed at Note 7.

(c) Interest Rate Risk

Interest rate risk refers to possible fluctuations in the values of financial instruments as a result of changes in market rates. Exposure to interest rate risk arises predominantly from assets and liabilities bearing variable interest rates as the company intends to hold financial assets and liabilities to maturity.

(d) Trade and	Other Receivables	2021	2020
		\$	\$
Not Due		70,171	31,316
Past due	1 - 30 days	<u>-</u>	-
	31 - 60 days	-	-
	61 - 90 days	<u>-</u> '	-
	over 90 days	662,978	658,945
	Total	733,149	690,261

(e) Fair values

The fair value of trade and other receivables and payables is assumed to approximate their carrying amount.

13. SUBSEQUENT EVENTS

Dispute on interpretation of Development Agreement

A payment of Remaining Guaranteed Base Land Price was received in November 2019 as required by the Development Agreement. TradeCoast Central advised they were taking up the Completion Option Deed. The parties were in dispute surrounding the interpretation of the Development Agreement and the Completion Option Deed. This was successfully concluded in August 2021 and the Development Agreement is now at an end. As a consequence, Inventories in Note 6 and Unearned Revenue in Note 8 will be derecognised in the 2021/22 financial year. Further, the Deferred Land Price Income referred to in Note 2(b) will also be recognised in the 2021/22 financial year. The terms of the settlement remain confidential in line with the legally binding agreement between the parties.

The Directors declared a dividend of \$25M be paid to the shareholder in September 2021.

DIRECTORS' DECLARATION

The directors of the company declare that:

- 1. The financial statements and notes, as set out on pages 5 to 14:
 - (a) comply with Australian Accounting Standards and the Corporations Act 2001; and
 - (b) give a true and fair view of the financial position as at 30 June 2021 and performance for the year ended on that date
- 2. In the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

On behalf of the Board

Bill Lyon Director

Brisbane, 1st Newember 2021



INDEPENDENT AUDITOR'S REPORT

To the Members of TradeCoast Land Pty Ltd

Report on the audit of the financial report

Opinion

I have audited the accompanying financial report of TradeCoast Land Pty Ltd (the Company). In my opinion, the financial report:

- a) gives a true and fair view of the Company's financial position as at 30 June 2021, and its financial performance and cash flows for the year then ended
- b) complies with Australian Accounting Standards.

The financial report comprises the statement of financial position as at 30 June 2021, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, notes to the financial statements including summaries of significant accounting policies and other explanatory information, and the directors' declaration.

Basis for opinion

I conducted my audit in accordance with the *Auditor-General Auditing Standards*, which incorporate the Australian Auditing Standards. My responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of my report.

I am independent of the Company in accordance with the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (the Code) that are relevant to my audit of the financial report in Australia. I have also fulfilled my other ethical responsibilities in accordance with the Code and the Auditor-General Auditing Standards. I am also independent of the Company in accordance with the auditor independence requirements of the Corporations Act 2001, and confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Other information

Other information comprises financial and non-financial information (other than the audited financial report). At the date of this auditor's report, the available other information in TradeCoast Land's annual report for the year ended 30 June 2021 was the directors' report.

Those charged with governance are responsible for the other information.

My opinion on the financial report does not cover the other information and accordingly I do not express any form of assurance conclusion thereon.



In connection with my audit of the financial report, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or my knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact.

I have nothing to report in this regard.

Responsibilities of the Company for the financial report

The Company's directors are responsible for the preparation of the financial report that gives a true and fair view in accordance with the *Corporations Act 2001*, the Corporations Regulations 2001 and Australian Accounting Standards, and for such internal control as the Company's directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error.

The Company's directors are also responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

My objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, I exercise professional judgement and maintain professional scepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial report, whether
 due to fraud or error, design and perform audit procedures responsive to those risks,
 and obtain audit evidence that is sufficient and appropriate to provide a basis for my
 opinion. The risk of not detecting a material misstatement resulting from fraud is higher
 than for one resulting from error, as fraud may involve collusion, forgery, intentional
 omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit
 procedures that are appropriate in the circumstances, but not for expressing an opinion
 on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Company.



Better public services

- Conclude on the appropriateness of the Company's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify my opinion. I base my conclusions on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

I communicate with the Company's directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

2 November 2021

as delegate of the Auditor-General

Queensland Audit Office Brisbane