

# 2015 Annual Report





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At LMW we are passionate about three things; property, our clients, and our company. In the 37 years since the company was founded we have helped many thousands of clients across Australia. We provide a high quality service that supports our clients to identify the opportunities and risks in property transactions, enabling them to achieve their property goals.

Our focus on building great relationships means in 2015 LMW continues to be one of Australia's largest independent property valuation and consultancy companies. We have long been an employer of choice because we care about and value our staff. Our objective is the delivery of quality services that allow our clients to manage in an ever changing and complex property market.

# **CHAIRMAN'S REPORT**

# Dear Shareholders

There can be nothing more exciting than being part of the development and growth of a company with such a proud lineage as the LMW Group. In my first year as Chairman, I have been proud to be part of a company that is striving to be the leader of independent property valuation and consultancy services in Australia.

The past year has been one of change, and foundation creation as Chris Nicholl and his Senior Executive Team have developed and enhanced the core strengths of LMW. The company as a whole has delivered good revenue growth that demonstrates that the strategies that underpin our plans are sound.

Sustainable growth, however, does not come without investment. LMW is very much a professional services company and as such our core strength is the quality of our people. Valuers don't just happen. It takes experience and an environment that nurtures talent. However, just employing the best valuers is wasted if LMW does not back them with dynamic business processes and the technology to meet the needs of our clients.

This investment was reflected in the 2015 financial results. In a year where Gross Revenues grew 10.7% to \$24.7 million, and Group Revenues (these exclude our franchise revenues) rose 7.7% to \$19.7 million, the decline in both Profit after Tax of \$1.15m and Net Profit After Tax of \$0.78m reflected our investment in staff and office upgrades and the settlement of two long-running legal issues.

The investment in staff, office upgrades and business systems is necessary for us to continue to grow our market share. The impact of these types of investments takes time to be reflected in the revenues and profits. However, even by year end there was an improvement in revenues, and the momentum is expected to continue.

The settlement of the two legal issues was a prudent action. The issues dated back some years and your Board decided it was time to have Management focused on the future of LMW.

The LMW dividend policy is regularly reviewed, with the Board taking into consideration the revenues and business margins being generated. We opted to maintain dividends at the same level as previous years namely a final fully franked dividend of 2.5 cents per share making the full-year dividend 3.75 cents per share. The Board expects LMW to continue to grow in FY16, and we expect to see an improvement in shareholder value and returns.

# LMW - expanding our footprint

LMW has a long and proud heritage. Having being founded in 1988 LMW has provided property valuation services to many thousands of homeowners, investors, developers and lenders. This history is reflected in the strength of the LMW brand and our reputation for being the best training ground for valuers.

While we have had a strong presence on the eastern seaboard of Australia, the strategic acquisition of 10% of Forrest Street Pty Ltd (our joint venture partner in LMW Hegney in WA and SA) further strengthens our ability to deliver a broader range of services to major clients nationally. The two companies share a common valuation platform and have worked together for five

years. There are readily achievable synergies available that will further contribute to top and bottom line growth in the near term.

# Board and Staff

Building a great company takes time and effort and the support of my fellow directors has been invaluable in making this a decisive year for LMW. I would like to take this opportunity to thank Stuart Gregory for the many years he contributed to the Board and the development of the direction of LMW.

Chris Nicholl has in his 18 months as CEO, created a strong, cohesive management team. His commitment to driving revenues and creating the right culture for all LMW staff is one of the reasons for the Board's positive outlook for FY16.

On behalf of the Board, I would like to acknowledge the support Chris has received from both his Senior Management team and all staff across the company. In a year, when there have been many changes, their ability to work together as a team, to collaborate and to continue to satisfy clients with the quality of their services is a testimony to the underlying culture of LMW.

# Outlook

The Board expects the fundamentals underpinning the continuing heightened levels of activity in the property sector to remain constant in the short to medium term. Low-interest rates will ensure there is continued strong activity in the residential sector. LMW is well placed for growth due to its independence and the expertise of its valuation teams. The business strategies such as, diversification of services and enhanced client engagement, will ensure that LMW is well placed to continue growth in its market share in FY2016.

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John V. McCarthy AO Chairman

# **OVERVIEW**

#### Who we are

LMW continues to be one of Australia's leading independent valuation and property consultancy companies with over 200 staff in 16 locations across Australia. Founded in 1988, and listed on the Australian Stock Exchange in 2003, with over 600 shareholders, LMW is proud of its heritage and ability to provide independent property valuation services.

# **Our Mission**

To be recognised for service excellence, integrity and accountability for what we do.

#### **Our Clients**

Our clients are people and companies throughout Australia who need a broad range of property valuation services. Whether they are lenders, investors or homeowners, LMW is their essential partner when it comes to expert advice and quality valuation reports. Our focus is to provide an unrivalled service that minimises property investment risks.

# **Our Staff**

We are a leading employer of choice in the property valuation market. We actively work to create a collaborative, proactive and supportive team environment that nurtures the strengths of our valuers. LMW staff are known for their expertise and extensive experience. We continuously invest in our staff for their personal development and to ensure our valuers apply industry best practice when valuing a property.

# Our Services

We offer high quality, Australia-wide service that helps minimise risk when it comes to property transactions for:

- Mortgage valuations
- Asset valuations
- Consulting and advisory services

Our specialist teams provide services across the following property sectors:

- Airports
- Self Storage
- Childcare
- Service Stations
- Management Rights
- Hotels and Leisure
- Residential
- Residential Developments
- Retail

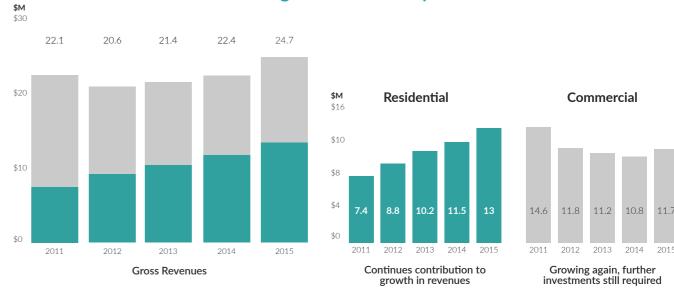
"LMW's independence is one of its core strengths. Being able to draw on the deep experience of my fellow valuers is central to our leadership in valuing Residential Developments. Good leadership from Management and senior staff combined with our commitment to proactive risk management practices underpin LMW's success."



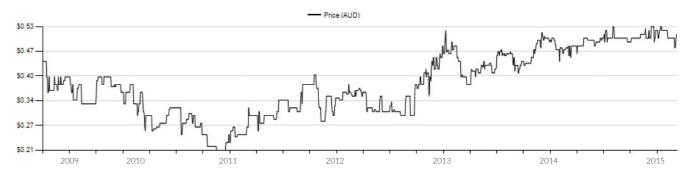
Robert Ellis AAPI BBus (Prop)
Associate Director Residential Developments

# **PERFORMANCE**

# Rebuilding LMW's market position



# Share price 1/9/2009 - 1/09/2015



# **5 Year Financial Results**

	FY 2015 \$m	FY 2014 \$m	FY 2013	FY 2012	FY 2011
Gross Revenues	24.7	22.4	21.4	20.6	22.1
Gross Revenues exclusing Franchises	19.7	18.3	19.7	20.7	22.2
Profit before Tax	1.15	1.68	1.06	0.78	0.68
Net Profit after Tax	0.78	1.17	0.72	0.49	0.46
	Cents				
Earnings per Share	2.8	4.2	2.6	1.8	1.7
Full year Dividend	3.75	3.75	3.25	3.0	3.0



LANDMARK WHITE LIMITED AND ITS CONTROLLED ENTITIES ABN 50 102 320 329

# **Commercial Property**

Commercial property values are closely tied to the overall performance of our economy. Understanding the risks that individual buildings, businesses and locations carry requires detailed knowledge of the markets. While our commercial valuation revenues are improving the division still requires additional investment. This sector has many niche markets, and each requires specialist knowledge. Traditionally LMW has been influential in the valuation of Commercial, Retail, Going Concerns, Industrial assets and the valuation of Residential Developments.

The depth of experience and expertise of our Residential Developments team has seen them rapidly become the leading valuation team in the Australia. The success of this particular niche gives us a blueprint to grow our market share across the other commercial property sectors by augmenting our sector expertise nationally. To achieve the long-term sustainable growth, we will need to deepen the skill base of our valuers and strengthen the valuation teams to support this initiative.

#### **Operational Achievements**

A top to bottom review of LMW's processes and practices in the early part of this financial year gave the Senior Management team a plan for growing market share and business margins. The primary focus was on creating strong foundations for future growth while restructuring the company and inducting new staff.

IT innovation to improve the productivity of our valuers and the quality of our client reporting garnered most of Management's attention during the year. The result has been well worth the effort, with a range of back-office systems and new business processes beginning to deliver efficiency and productivity gains, creating a more comprehensive suite of services for our clients. All the projects were delivered within the specified budgets and with minimal delays, reflecting the strong management focus on detail and deliverables.

If expertise and experience are important criteria for our clients, leadership is not far behind. We have made a number of senior appointments in our Commercial divisions to create a more proactive team culture. The result has been a stronger platform for major clients who increasingly want only to deal with one valuation firm nationally.

Risk Management has also benefited through the appointment of a Director to head a team that manages our increased focus on managing risk at



"For most people a property is their biggest asset. With over 20 years experience in property valuation, I love being part of the process for our clients. LMW totally embraces the team approach and that creates the right environment for innovative thinking – and a quality report for clients."

**Trisha Freeborn AAPI**Director Sydney Residential

all levels of LMW. Risk Management is not just about protecting our business, it is very much about protecting our clients. Having robust internal business systems and processes means clients know that there is a standard set of valuation methodology being implemented. Clients can be assured that the quality and accuracy of LMW's valuations is consistent across the entire team.

#### **Towards Excellence**

Flowing out of the operational review has been the development of a dynamic strategic business plan that will guide LMW's development for the next five years. Titled 'Towards Excellence', the plan has five strategic pathways. They are:

- People
- Innovation
- Planning and executing for growth
- Measurement
- Communication

The purpose of the plan is to provide concrete goals and measures for success. The plan consists of a mixture of short-term, long-term and stretch business goals and objectives. In the first months of its implementation, all of the staff have been introduced to the plan and the expectations it outlines.

Part of the process of having these company-wide initiatives is to create a collaborative spirit and to have everyone thinking as one company. Allied to this, we recently embarked on a refresh of our brand that you see in this report. This branding will be reflected in our new website and marketing materials in the coming months. The refresh of the brand also allowed us to spend time talking about our corporate aspirations. It offers an opportunity to communicate a greater understanding of what LMW represents as a company and how we meet the needs of our clients.

# **Core Elements of Success**

Part of the 'Towards Excellence' strategy is to build the capacity of our staff. Recognising staff are our core strength we are proactively providing career paths and mentoring for junior valuers. LMW has long been recognised as the training ground for valuers. We are now intent on keeping the talent we train through continuous investment in their training and the necessary business systems to broaden their ability to meet the needs of our clients.

Client relationships are central to our success and

"Ever since I was a teenager, I have had a huge appetite for property. No two properties are the same. Likewise no two clients are the same. The diverse interpretation and the opportunity that affords us at LMW to provide quality research is what keeps me committed."



**Dragan Lukic AAPI**Director Sydney Residential

FOR THE YEAR ENDED 30 JUNE 2015

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"Joining LMW was all about working with for a company that has a national presence. The LMW Brand is well respected across the property sector. I am surrounded by a great collaborative team and I can draw on their collective experience to meet the needs of my clients."

**Lauren Graham AAPI** Valuer over the years our teams have forged many great partnerships. Our focus is very much on high-value low-risk business. We want to create services, advice and research that competitors can't provide. Additionally we have put in place the necessary framework to implement the concept of national "client-centric" account management.

Adjunct to this will be the creation of a co-ordinated and holistic marketing strategy that will better outline the benefits of doing business with LMW and focus on delivering a superior customer experience.

# Managing Risk

The creation of a Valuation Risk Management Team, reporting into the Senior Management Team, represents the importance that the LMW Board and Management place on this aspect of our business. The focus of this new team is on providing oversight for high-value property valuations. Risk Management is not about not doing business rather it is about creating the right environment to ensure that the business is successful.

Internally our goal is to integrate risk management procedures into our staff development programs and to introduce risk compliance metrics into staff performance reviews.

# **Building the Best Teams**

As previously stated in this report, we have invested in building a proactive cohesive and collaborative team culture. Part of this has been assisted by the introduction of regular national staff meetings that foster inclusion and a better understanding of company-wide programs. Essential to this has been our emphasis on thinking as one company. The mantra we have is that a supportive culture internally creates strong open external leadership – a core requirement for our clients. We want to create strong teams, and good leaders create good teams.

# **Our Staff**

I would like to thank all of our staff for starting the journey. Their support, enthusiasm and ability to contribute to the development of LMW has been outstanding. It is never easy when there is so much change however their willingness to rise to the challenge has been gratifying.

The Board and I are committed to continuing LMW's role as a leading employer of choice. We know that we have some of the best valuers in the country and as we

grow we will need to attract similar talent. Our ability to offer productive work places, strong, cohesive teams and well-defined career paths will go a long way to ensuring LMW achieve its goals.

# Australian Market

The two significant factors likely to see the continued growth in the property valuation and sales market, are low-interest rates and the national shortage of housing.

It is our expectation that we are unlikely to see a significant weakening in demand for residential valuations while interest rates remain at current levels. While not all states are experiencing the demand that is apparent in the Sydney residential market there are no substantial weaknesses.

The commercial sector remains active with clients looking for quality of service, a national footprint and consistency of staff expertise. We will continue to develop our sector expertise to meet the needs of our clients.

# FY2016

In conclusion, FY 2015 has been a year of transition for LMW we have created the necessary frameworks required to create long-term sustainable shareholder value and returns. We are now seeing the returns on these investments and strategies. While there is still much to be done, and more investments still need to be made, LMW is well placed for robust growth in the coming years.

Chris Nicholl CEO

"Creating good business tools is all about understanding the business processes. At LMW there is a strong commitment to developing programs and systems that allow our valuers to do their best work. Our aim is to create the tools that our valuers need to grow LMW."



IT Support Desk

The Directors present their report together with the financial report of the Consolidated Entity, being LandMark White Limited ("the Company") and its controlled entities, for the year ended 30 June 2015 and the auditor's report thereon.

#### **DIRECTORS**

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

# Mr John V McCarthy AO - appointed 29 October 2014

Chairman (from 25 November 2014), Independent Non-Executive Director, member audit committee and remuneration committee

John is recognised as one of the industry's leaders. He has an intimate working relationship with major banks. superannuation funds, institutional investors, financiers and senior real estate professionals and property analysts, as well as most industry bodies within the property, building and construction industries. Roles have included National President of the Property Council of Australia. He is a former Director of the Australian Building Codes Board (ABCB) after spending 5 years as Chair of the Australian Construction Industry Forum. He served as inaugural Chair of Australian Sustainable Built Environment Council (ASBEC) and is Australia's first industry representative on the International Board of the CIB (International Council for Research and Innovation in Building and Construction). In 2009, he was awarded the Order of Australia. John works out of Sydney as Chairman of Australian Enterprise Holdings Property Pty Ltd. During the past 3 years, he has not acted as a director of any other Australian listed public company.

# Mr Stuart C Gregory – appointed 9 October 2003 – retired 25 November 2014

Chairman, Independent Non-Executive Director, member audit committee and remuneration committee

Stuart was a non-executive director of the board and until 30 June 2005 was Chief Executive Officer of McCullough Robertson, a Brisbane based law firm. Stuart held that position for 12 years. He has extensive experience in dealing with the broad range of issues unique to professional service organisations. Stuart is a Certified Practicing Accountant and member of the Australian Institute of Company Directors who, during his career, gained experience in financial services, investment banking, manufacturing and agribusiness. He is a director of Australian Food & Fibre Limited, Brisbane Housing Company Limited and NSX listed Sugar Terminals Limited. During the past 3 years, he has not acted as a director of any other Australian listed public company.

#### Mr Glen J White - appointed 26 September 2002

Non-Executive Director, member audit committee and remuneration committee

The co-founder of LandMark White's practice, Glen was a registered valuer with over 40 years extensive experience in the real estate industry throughout Queensland and New South Wales. Working in both the public and private sectors, Glen commenced his valuation career in 1968 and gained experience with the Queensland Lands Department, National Mutual Life Association and with a private valuation firm before working in the Queensland practice that has become LandMark White since the 1980s. Glen was a fellow of the Australian Property Institute and has now retired. During the past 3 years, he has not acted as a director of any other Australian listed public company.

# Mr Bradley J Piltz - appointed 26 September 2002

Non-Executive Director, member audit committee and remuneration committee

Brad has been involved in financial and property markets since 1975 and was co-founder of LandMark White. In addition to extensive experience with the Commonwealth Bank, Brad has acted for major corporations and government instrumentalities providing advice from portfolio analysis to property acquisition, disposal and tenancy requirements. Brad has acted in court as an expert witness; is highly experienced in rental determinations; prepared educational valuation materials; lectured in valuation; and appeared on Sydney radio and television providing property market commentary. He is a fellow of the Australian Property Institute, a fellow of the Royal Institute of Chartered Surveyors and a member of the Australian Institute of Company Directors. During the past 3 years, he has not acted as a director of any other Australian listed public company.

# Mr Christopher Paul Nicholl – appointed CEO 1 May 2014 – appointed Director 15 July 2014

#### Executive Director

Chris has 25 years experience in the property services sector and has previously held senior management and board positions with Colliers International and Jones Lang LaSalle both in Australia / New Zealand and in Asia.

In his current role, Chris works with and is responsible to the board for the strategic direction of the company and is responsible for the effective implementation of strategic initiatives as well as the operations of the group for all shareholders. His knowledge of the real estate markets in Asia Pacific and of the participants

together with his leadership experience will continue to inform opportunities for the company's consideration and ultimately strategic initiatives designed to improve total returns for shareholders.

Chris holds a Bachelor of Business Land Economics and is a Fellow of the Royal Institute of Chartered Surveyors and an Associate of the Australian Property Institute.

During the past 3 years, he has not acted as a director of any other Australian listed public company.

# COMPANY SECRETARY

Mr Frank Hardiman – appointed 16 March 2011

Frank is also Chief Financial Officer of the LandMark White group a position he was appointed to on 28 February 2011. Prior to joining LandMark White, he was Chief Financial Officer and Company Secretary of publicly listed Konekt Limited for 2 years and prior to that Chief Financial Officer for 16 years of the publicly listed PPK Group Limited (formerly Plaspak Group Limited). Frank has a Bachelor of Business Degree with an accounting major from University of Technology Sydney, is a registered tax agent and a Fellow of CPA Australia.

has reviewed its corporate governance practices against the Corporate Governance Principles and Recommendations (3rd edition) published by the ASX Corporate Governance Council.

The 2015 corporate governance statement is dated as at 30 June 2015 and reflects the corporate governance practices in place throughout the 2015 financial year. The 2015 corporate governance statement was approved by the board on 24 September 2015. A description of the group's current corporate governance practices is set out in the group's corporate governance statement which can be viewed at http://www.lmw.com.au/corporate-governance/w1/i1001782/

# PRINCIPAL ACTIVITIES

The principal activity of the Consolidated Entity during the course of the financial year was property valuation. There were no significant changes in the nature of the activities of the Consolidated Entity during the year.

# **REVIEW OF OPERATIONS**

The consolidated profit for the 12 months ended 30 June 2015 from ordinary activities after income tax attributable to equity holders of the company

Director	Boa	rd Meetings	Audit Commit	tee Meetings	Remuneration Cor	nmittee Meetings
	Held	Attended	Held	Attended	Held	Attended
Mr J McCarthy	6	6	1	1	-	-
Mr G White	9	9	2	2	1	1
Mr B Piltz	9	9	2	2	1	1
Mr S Gregory	9	9	2	2	1	1
Mr C Nicholl	9	9	-	-	-	-

# **DIRECTORS MEETINGS**

The number of directors' meetings and number of meetings attended by each of the directors of the Company during the financial year are:

# **COMPANY PARTICULARS**

LandMark White Limited is incorporated in Australia. The address of the registered office is: Level 15, 55 Clarence Street, Sydney, NSW 2000.

# **CORPORATE GOVERNANCE STATEMENT**

LandMark White Limited and the board are committed to achieving and demonstrating the highest standards of corporate governance. LandMark White Limited

amounted to \$779,000 which was a decrease of \$388,000 from the profit recorded in the previous year.

The Company continued to grow revenues across nearly all parts of its business. Gross revenues (including franchised offices) rose 10.6% to \$24.7m from \$22.4m in FY2014. Revenues excluding franchised offices also rose \$1.4m to \$19.7m, a 7.9% increase over the previous financial year. Notwithstanding the strong property markets in Sydney and Melbourne, the improvement in revenue also reflects management's effective implementation of the Group's "Towards Excellence" business strategy.

As noted in the LMW market update (20 May 2015), Net Profit after Tax was affected by the settlement of two long running actions and other one-off costs associated with restructuring of LMW. A 20% increase in professional staff employed in the period also contributed to the reduction in NPAT. The hiring of staff which occurred predominantly in the latter half of FY2015 means the Company's revenue growth does not

fully reflect the potential that now exists in the business.

LANDMARK WHITE LIMITED AND ITS CONTROLLED ENTITIES ABN 50 102 320 329

When the two settlement costs and the one-off restructuring costs (office upgrades, changes to leases, changes to salary structures) are taken into consideration the underlying Profit Before Tax for LMW was \$1.8m. The increase in professional staff across all areas of LMW's business lays the foundation for continued improvement in market share in the short to medium term.

Throughout the year, LMW continued to operate with strong cash balances. However, the investment in its joint venture partner (Forrest Street Pty Ltd –LMW Hegney) and the settlement of the two long standing legal matters reduced cash to \$218,000 at 30 June 2015.

#### Dividends

The Board has declared a final fully franked dividend of 2.5 cents per share payable on 2 October 2015. The total dividend FY2015 is 3.75 cents per share, which is greater than dividends paid in FY2014 of 3.5 cents. The dividend reflects the Board's confidence in LMW's underlying revenue results in FY2015 and the forecast growth for FY2016. LandMark White has maintained a consistent level of fully franked dividends since listing in 2003. With significant surplus franking credits dividends should continue to be fully franked for the foreseeable future.

# **Business Overview**

The results for the year show LMW is continuing to build its market share. While it is still early days, the second half results confirm the "Towards Excellence" strategy is starting to produce the improvement in revenues that the Board had been expecting. Second half revenues started to reflect the changes in client engagement strategies and the increased staff productivity from our investment in IT hardware.

The strategic acquisition of 10% of Forrest Street Pty Ltd (our joint venture partner in LMW Hegney in WA and SA) will further strengthen LMW's ability to deliver an enhanced range of services to major clients nationally. The two companies share a common valuation platform and have worked together for five years. There are readily achievable synergies available

that will further contribute to top and bottom line growth in the near term.

While residential valuations now exceed 50% of LMW's revenues, the commercial valuation division has continued to perform well. In particular, there was a greater than 40% rise in revenues from our specialist residential development valuations business. This increase is indicative of the value to be driven through recognised specialist expertise and is derived from a combination of a larger volume of valuations and fee increases.

The 2015 financial year has been a year of investment for future growth and sustainability of operations. We have invested in building our professional capacity, risk management, policies and procedures and our IT infrastructure to meet both the demand for property valuations and to create a platform for future quality and productivity gains from new software that will increase staff mobility and workplace flexibility.

#### Outlook

The Board expects the fundamentals underpinning the continuing heightened levels of activity in the property sector to remain constant in short to medium term. Low interest rates will ensure there is continued strong activity in the Residential markets. We fully expect future growth in the Commercial division as the strategies that underpin the "Towards Excellence" continue to be implemented. Queensland and NSW continue to show strong improvement in their revenues and business margins. The newly implemented changes in the Melbourne office provide the Board confidence in the expectation that Victoria will make a positive contribution this financial year.

LMW is well placed for growth due to its independence and the expertise of its valuation teams. The business strategies that underscore the "Towards Excellence strategy, such as service diversification and enhanced client engagement ensure LMW is well place to continue to grow its market share across the board in FY2016. The business through management restructures has built a base for further expansion. Year end staff numbers and revenue capability is such that significant growth is already built in for FY2016.

#### DIVIDEND

Dividends paid and payable by the Company since the end of the previous financial year were as follows on page 15.

The financial effect of the dividend declared after year end has not been brought to account in the financial statements for the year ended 30 June 2015.

Туре		Cents per share	Total amount \$	Franked/Unfranked	Date of payment
Declared and paid dur	ing the year	2.25 1.25	\$689,720 \$344,860	Franked at tax rate of 30% Franked at tax rate of 30%	2 October 2014 7 April 2015
Declared after end of y	rear	2.5	\$689,720	Franked at tax rate of 30%	2 October 2015

# EVENTS SUBSEQUENT TO THE END OF THE REPORTING PERIOD

On 1 July 2015 the consolidated entity acquired an additional 2.5% equity in Forrest Street Pty Ltd. This equity is part of the additional equity disclosed in the ASX announcement of 13 April 2015. A fully franked dividend of 2.5 cents per share was declared by Directors on 11 August 2015, to be paid on 2 October 2015.

There have been no other events subsequent to the end of the reporting period which affect the results contained in the financial statements or the continuing operations of the Consolidated Entity.

# STATE OF AFFAIRS

There were no significant changes in the state of affairs of the Consolidated Entity that occurred during the year under review.

#### LIKELY DEVELOPMENTS

Refer to the Review of Operations included in this Directors Report above.

# **ENVIRONMENTAL REGULATION**

The operations of the Consolidated Entity are not subject to any particular and significant environmental regulation under a law of the Commonwealth or of a State or Territory.

# REMUNERATION REPORT AUDITED

# Remuneration Committee

The role of the Remuneration Committee is to ensure that the remuneration policies and outcomes achieve an appropriate balance between the interests of LandMark White shareholders and rewarding and motivating executives and employees in order to achieve their long term commitment to the Consolidated Entity. The committee meets as required.

The members of the Remuneration Committee during the year were:

 Mr Glen White (Chairman) Non-independent and non-executive

- Mr Stuart Gregory Independent and non-executive (retired 25 November 2014)
- Mr Brad Piltz Non-independent and non-executive
- Mr John V McCarthy Independent and non-executive (appointed 29 October 2014)

# Remuneration policies

Remuneration levels are competitively set to attract and retain appropriately qualified and experienced directors and senior executives. Remuneration packages of executives and the Chief Executive Officer include a mix of fixed remuneration and performance-based remuneration. The executive remuneration structures set out below are designed to attract suitably qualified candidates, and to affect the broader outcome of increasing the Consolidated Entity's net profit attributable to members of the parent entity.

The remuneration of the Consolidated Entity's senior executives includes a mix of fixed and performance based incentives. The fixed component consists of base remuneration, allowances and superannuation. The performance based component is a cash bonus based on a share of a fixed percentage of the level of profit of the executives' operational division. The performance-based component of the remuneration of the Chief Executive Officer is based on a fixed percentage of the increase in the level of profit after tax of the consolidated group. The board considers that the performance-linked incentive is appropriate as it directly aligns the individuals reward with the Consolidated Entity's performance.

The terms of remuneration are designed to align senior management compensation with the interests of shareholders by including performance related bonuses. These payments are linked to the achievement of individual and company objectives which are relevant to meeting LandMark White's overall goals.

In considering the Consolidated Entity's performance, the board has regard to the following indices in respect of the current financial year and previous years.

	2015 \$'000	2014 \$'000	2013 \$'000	2012 \$'000	2011 \$'000
Services revenue	19,732	18,279	19,638	20,702	22,219
Net profit to equity holders of the company	779	1,167	724	482	462
The factors that are considered to affect total shareholders return are summarised below:					
Dividends declared (per share)	\$0.0375	\$0.0350	\$0.0325	\$0.03	\$0.03
Share price at the end of the period	\$0.50	\$0.435	\$0.30	\$0.29	\$0.30
Change in share price	\$0.065	\$0.135	\$0.01	(\$0.01)	(\$0.0\$)

Non-executive directors are paid an annual fee for their service on the board and committees which is determined by the Remuneration Committee. Total remuneration for all non-executive directors is not to exceed \$400,000 per annum as approved by the shareholders. The non-executive directors is not to exceed \$400,000 per annum as approved by the shareholders. The non-executive directors do not receive bonuses nor are they currently entitled to be issued with options on securities in the Consolidated Entity. Non-executive directors do not receive any retirement benefits other than statutory superannuation payments.

The Consolidated Entity has a policy that prohibits those that are granted share-based payments as part of their remuneration from being compensated for changes in value of the underlying securities.

DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2015 LANDMARK WHITE LIMITED AND ITS CONTROLLED ENTITIES ABN 50 102 320 329

REMUNERATION REPORT. AUDITED

Directors' and senior executive officers' remuneration

Details of the nature and amount of each major element of the remuneration of each member of key management personnel are:

			Short term	Post- Employment	Long term benefits				
	Year	Salary & fees	Bonus (B)	Superannuation benefits	Movement in other long term benefits	Share based payment equity settled	Total \$	Proportion of remuneration performance related (%)	Value of options as proportion of remuneration (%)
Directors									
Non Executive Mr G White	2015	18,895	I	25,433	I	I	44,328	ı	I
Mr S Gregory Former Chairman	2015	21,581	1	2,050	I	ı	23,631	I	I
Mr B Piltz	2015	39,922	I	6,837	ı	ı	46,759	ľ	ı
From 29 October 2014 Mr John McCarthy Current Chairman	2015	36,809	1	3,497	T.	1	40,306	1	ī
Other Key Management Personnel									
CEO Mr C Nicholl	2015	236,209	ı	20,160	416	53,175	309,960	I	17%
Chief Financial Officer & Company Secretary Mr Frank Hardiman	2015	137,007	I	33,386	1,953	I	172,346	ı	1

REMUNERATION REPORT- AUDITED Directors' and senior executive officers'

	Share based	payment	Polity settled
Long term benefits	Movement	in other long	term henefite
Post- Employment		Superannuation	Salaw & feec Ronne (R) henefite term henefite
Short term			Route (R)
			Vear

				Employment	term benefits				
	Year	Salary & fees	Bonus (B)	Superannuation benefits \$	Movement in other long term benefits \$	Share based payment equity settled	Total \$	Proportion of remuneration performance related (%)	Value of options as proportion of remuneration (%)
Directors									
Non Executive Mr G White	2014	45,049	I	23,941	I	ı	98,990	I	ı
Mr S Gregory Former Chairman	2014	37,071	I	3,429	I	I	40,500	I	I
From 15 May 2014 Mr B Piltz	2014	6,559	I	909	I	I	7,165	I	I
<b>Executive - CEO</b> Mr B Piltz (Resigned 14 May 2014)	2014	222,992	ı	18,696	(2,677)	ı	239,011	ı	ı
Other Key Management Personnel									
CEO Mr C Nicholl From 1 May 2014	2014	36,109	ı	3,024	3,639	8,863	51,635	1	17%
Chief Financial Officer & Company Secretary Mr Frank Hardiman	2014	129,928	5,000	24,975	1,635	1	161,538	%8	ı

#### REMUNERATION REPORT AUDITED

Notes in relation to the table of directors' and executives officers' remuneration

# (a) Analysis of options included in remuneration **Option Plan - Share Based Payments**

The directors at their discretion allocate share options or performance rights that entitle key management personnel and senior employees to purchase shares in the entity. The terms of the options including vesting conditions and performance criteria vary depending upon the incentive arrangements appropriate for key management personnel and senior staff and are a part of an approved Employee Share Acquisition Scheme.

There were 1,000,000 options issued during the 2014 financial year to the Chief Executive Officer . These were granted on 12 May 2014 with an exercise price of 46 cents and expire on 30 April 2017. These are the only options outstanding at 30 June 2015. The terms and conditions of each grant of options over ordinary shares affecting remuneration of Chris Nicholl in this financial year or future reporting years are as follows:

Grant Date	Vesting date and exercisable date	Expiry date
12 May 2014	1 Sept 2015	30/4/17

Exercise price	Fair value per option at grant date
\$0.46	\$0.0709

Options granted carry no dividend or voting rights.

Values of options over ordinary shares granted to Chris Nicholl as part of compensation during the year ended 30 June 2014 was \$70,900 which will be expensed over the vesting period.

During the year options over ordinary shares in LandMark White Limited have not vested or been exercised, by company directors or company or Consolidated Entity executives.

# (b) Analysis of bonuses included in remuneration

No short term incentive cash bonus was awarded to any director of the Company or member of the Consolidated Entity's senior executive during the 2015 year.

#### **Contracted Commitment**

The maximum exposure to salary commitments under an employment contract for the CEO, Chris Nicholl not provided for in the financial statements and payable on termination under certain circumstances is as follows:

Within one year	62,500
One year or later and no later than five years	-
Later than five years	-
	\$62,500

For other named senior executives, the Consolidated Entity's liability for early termination of employment contracts, beyond normal termination notices are not considered material.

DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2015

# REMUNERATION REPORT- AUDITEI

Beneficial interest of directors in shares  $\boldsymbol{\hat{\alpha}}$ 

Movement in share

d held entities is as follows:

2015	Held at 1 July 2014	Purchases	Exercise of options	Sales	Held at 30 June 2015
Directors					
	()				()
Mr G White	9,4/0,134	I	ı	ı	9,470,134
Mr B Piltz	2,977,164	125,137	I	I	3,102,301
		ı	ı	ı	
IVIL J IVICCARTINY					
Mr C Nicholl		I	ı	I	
Mr S Gregory	129,000	ı	ı	ı	129,000
;					
Executive officers					
Mr F Hardiman	ı	I	I	I	I
2014	Held at 1 July 2013	Purchases	Exercise of options	Sales	Held at 30 June 2014
Directors					
Mr. G. White	9,587,364	I	ı	117,230	9,470,134
); — ; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ;	4 000 487	1		2002 503	207716
IVIL B PIITZ	0,00,00			0,77,0	Z,///,±O
Mr S Gregory	129,000	I	I	I	129,00
Mr C Nicholl	ı	ı	ı	ı	1
Executive officers					
	ı	ı	I	11	ı
Mr F Hardiman					

tegic direction and operational management of LandMark White ny. The Directors are of the opinion that only the executive officers Party Disclosures. utive officers named are the rits subsidiaries. In 2015 the bove meet the definition o

#### REMUNERATION REPORT AUDITED

# Non-key management personnel Identity of related parties

The Consolidated Entity has a related party relationship with its subsidiaries (refer to Note 26).

# Director Related Entity

# Particulars in relation to entity significantly influenced

The Consolidated Entity had a related party relationship with franchisee LandMark White (Sydney) Pty Ltd ATF LandMark White Sydney Unit Trust, an entity which Brad Piltz had a 42.5% interest in and exercised significant influence over until December 2013, when he relinquished his interest.

During the prior year, the following transactions took place between the Consolidated Entity and LandMark White Sydney Pty Ltd ATF The LandMark White Sydney Unit Trust whilst Mr Piltz had an ownership interest.

	Cons	olidated
	2015 \$'000	2014 \$'000
Licence & Service Income charged by		
the Consolidated Entity	-	389
	-	389

These transactions took place based on normal commercial terms and conditions and at market rates.

<END OF RENUMERATION REPORT>

# PROCEEDINGS ON BEHALF OF THE CONSOLIDATED ENTITY

During the financial year and in the interval between the end of the financial year and the date of this report the Consolidated Entity has made no application for leave under Section 237 of the *Corporations Act* 2001.

No person has applied for leave of court to bring proceedings on behalf of the Consolidated Entity or intervene in any proceeding to which the Consolidated Entity is a party for the purpose of taking responsibility on behalf of the Consolidated Entity for all or any part of these proceedings. The Consolidated Entity was not a party to any such proceedings during the year.

# **DIRECTORS' INTERESTS**

The relevant interest of each director in the shares issued by the Company as notified by the Directors to the Australian Securities Exchange in accordance with S205G(1) of the *Corporations Act 2001*, at the date of this report is as follows:

	Ordinary Shares	Options over Ordinary Shares
Mr G White	9,470,134	-
Mr B Piltz	3,102,301	-
Mr J McCarthy	-	-
Mr S Gregory	129,000	-
Mr C Nicholl	-	1,000,000

# **SHARE OPTIONS**

# Shares under option

Unissued ordinary shares of LandMark White Limited under option on the date of the report are as follows:

Grant date	Expiry date	Exercise Price	Number under option
12 May 2014	30 April 2017	\$0.46	1,000,000

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the company or of any other body corporate.

#### Shares issued on exercise of options

There were no options (2014: Nil options) exercised during the year. No ordinary shares have been issued as a result of the exercise of options.

# INDEMNIFICATION AND INSURANCE OF OFFICERS AND AUDITORS

# Indemnification

The Consolidated Entity has agreed to indemnify all current Directors of LandMark White Limited to the maximum extent permitted by law against any liability incurred by them by virtue of their holding office as an officer of the Consolidated Entity other than:

• A liability owed to the Consolidated Entity or a related body corporate of the Company;

- A liability for a pecuniary penalty order under section 1317G of the Law or a compensation order under section 1317H of the Law: or
- A liability owed to a person other than the Consolidated Entity that did not arise out of conduct in good faith.

During the year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

#### **Insurance Premiums**

Since the end of the previous financial period, the Consolidated Entity has paid premiums in respect of Directors and Officers liability insurance, for all past, present, or future directors, secretaries, officers or employees of the Consolidated Entity. Conditions of the Insurance policy restrict disclosure of the premium amount.

The insurance premiums relate to:

- Costs and expenses incurred by the relevant officers in defending proceedings, whether civil or criminal and whatever their outcome
- Other liabilities that may arise from their position, with the exception of conduct involving a willful breach of duty or improper use of information or position to gain a personal advantage.

Further details of insurance policies have not been disclosed as the policies prohibit such disclosure.

# **Rounding of Amounts**

The Consolidated Entity has applied the relief available under ASIC Class Order 98/100 and accordingly. amounts in the financial statements and directors' report have been rounded to the nearest thousand dollars, or in certain cases, to the nearest dollar.

# AUDITORS INDEPENDENCE DECLARATION **UNDER SECTION 307C OF THE CORPORATIONS ACT 2001**

The auditor's independence declaration is set out on page 23 and forms part of the Directors' Report for the financial year ended 30 June 2015.

# **NON-AUDIT SERVICES**

During the year William Buck, the Company's auditor, has performed certain other services in addition to their statutory duties.

The board has considered the non-audit services provided during the year by the auditor and in accordance with written advice provided by resolution of the audit committee, is satisfied that the provision of those non-audit services during the year by the auditor is compatible with, and did not compromise, the auditor independence requirements of the *Corporations* Act 2001 for the following reasons:

- All non audit services were subject to the corporate governance procedures adopted by the Consolidated Entity and have been reviewed by the audit committee to ensure that they do not impact the integrity and objectivity of the auditors; and
- The non-audit services provided do not undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants. as they did not involve reviewing or auditing the auditor's own work, acting in a management or decision making capacity for the Consolidated Entity, acting as an advocate for the Consolidated Entity or jointly sharing risks and rewards.

	2015 \$'000	2014 \$'000
Statutory audit	75,152	79,000
Service other than statutory audit – Tax related and		
other services	7,600	9,000

Details of the amounts paid to the auditors of the Consolidated Entity, William Buck, and its related practices for audit and non-audit services provided during the year are set out below:

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

John V. McCarthy AO Director

Dated at Sydney this 24th day of September 2015



# AUDITOR'S INDEPENDENCE DECLARATION (UNDER SECTION 307C OF THE CORPORATIONS ACT 2001) TO THE DIRECTORS OF LANDMARK WHITE LIMITED

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2015 there have been:

- No contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit: and
- No contraventions of any applicable code of professional conduct in relation to the audit.

William Buck

William Buck **Chartered Accountants** 

ABN 16 021 300 521

Molemill M A Nevill

Partner

Sydney, 24 September 2015

CHARTERED ACCOUNTANTS

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# STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME

# FOR THE YEAR ENDED 30 JUNE 2015

# STATEMENT OF FINANCIAL POSITION

# **AS AT 30 JUNE 2015**

		Consc	olidated
	Note	2015 \$'000	2014 \$'000
Revenue from rendering of services		19,731	18,279
Expenses from operating activities			
Employee expenses Report presentation expenses Marketing expenses Communications expenses Administration expenses Occupancy expenses Depreciation and amortisation expenses Other expenses from operating activities		13,912 713 121 225 2,033 971 168 448	12,472 844 130 270 1,605 843 157 308
Results from operating activities		1,140	1,650
Finance income Finance expense	7(a) 7(a)	21 6	28 1
Profit before tax		1,155	1,677
Income tax expense	8	376	510
Profit for the year attributable to owners of the parent Total other comprehensive income (net of tax)		779 -	1,167
Total comprehensive income for the year attributable to owners of the parent		779	1,167
Basic earnings per share from total operations	9	\$0.028	\$0.042
Diluted earnings per share from total operations	9	\$0.028	\$0.042

		Consc	olidated
Assets	Note	2014 \$'000	2013 \$'000
Cash and cash equivalents Term deposits	10	218 103	1,716
Trade and other receivables	11	2,628	2,080
Inventories	12	99	83
Other current assets		479	409
Total current assets		3,527	4,288
Deferred tax assets	14	463	436
Term deposits		247	288
Property, plant and equipment	15	306	220
Intangible assets	16	5,035	5,076
AFS financial assets	17	575	
Total non-current assets		6,626	6,020
Total assets		10,153	10,308
Liabilities			
Trade and other payables	18	966	815
Current tax liabilities	13	159	269
Employee benefits	19	2,004	2,010
Total current liabilities		3,129	3,094
Deferred tax liabilities	14	30	25
Employee benefits	19	130	106
Provisions	20	189	206
Total non current liabilities		349	337
Total liabilities	_	3,478	3,431
Net assets		6,675	6,877
Equity	_		
Issued capital	21	6,008	6,008
Retained earnings		605	860
Reserves	21	62	9
Total equity	_	6,675	6,877

The Statement of Profit & Loss and Other Comprehensive Income is to be read in conjunction with the notes to and forming part of the financial statements.

The Statement of Financial Position is to be read in conjunction with the notes to and forming part of the financial statements.

# STATEMENT OF CHANGES IN EQUITY

# **AS AT 30 JUNE 2015**

	Share Capital \$'000	Share Option Reserve \$'000	Retained Earnings \$'000	Total Equity \$'000
Consolidated				
Balance at 1 July 2013	6,008	-	657	6,665
Total comprehensive income Dividends to shareholders Net share based compensation benefit	- - -	- - 9	1,167 (964)	1,167 (964) 9
Balance at 30 June 2014	6,008	9	860	6,877
Balance at 1 July 2014	6,008	9	860	6,877
Total comprehensive income Dividends to shareholders Net share based compensation benefit	- - -	- - 53	779 (1,034)	779 (1,034) 53
Balance at 30 June 2015	6,008	62	605	6,675

The Statement of Changes in Equity is to be read in conjunction with the notes to and forming part of the financial statements.

# **STATEMENT OF CASH FLOWS**

# FOR THE YEAR ENDED 30 JUNE 2015

		Cons	olidated
Cash flows from operating activities	Note	2015 \$'000	2014 \$'000
Cash receipts in the course of operations Cash payments in the course of operations Interest received Interest paid Increase in security deposits		21,103 (20,246) 21 (6) (62)	19,955 (18,558) 28 (1)
Income tax paid		(486)	(254)
Net cash provided by operating activities	27	324	1,170
Cash flows from investing activities Payments for property, plant and equipment Payments for intangible assets Purchase of investments		(198) (15) (575)	(43) (29)
Net cash used in investing activities		(788)	(72)
Cash flows from financing activities Dividends paid		(1,034)	(966)
Net cash used in financing activities		(1,034)	(966)
Net increase/(decrease) in cash and cash equivalents held Cash and cash equivalents at beginning of the year		(1,498) 1,716	132 1,584
Cash and cash equivalents at the end of the year	10	218	1,716

The Statement of Cash Flows is to be read in conjunction with the notes to and forming part of the financial statements.

LANDMARK WHITE LIMITED AND ITS CONTROLLED ENTITIES ABN 50 102 320 329

# FOR THE YEAR ENDED 30 JUNE 2015

# 1.STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

LandMark White Limited (the 'Company') is a for-profit company incorporated and domiciled in Australia. The consolidated financial statements of the Company for the financial year ended 30 June 2015 comprise the Company and its subsidiaries (together referred to as the 'Consolidated Entity'). The principal business activities of the Consolidated Entity during the year were commercial and residential property valuations.

The financial statements were authorised for issue by the directors on 24th September 2015.

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements, and have been applied consistently by entities within the Consolidated Entity.

# (a) Statement of compliance

The financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards (including Australian Accounting Interpretations) and the *Corporations Act 2001*. The financial statements of the Consolidated Entity comply with International Financial Reporting Standards ('IFRS') and Interpretations issued by the International Accounting Standards Board ('IASB').

# (b) Basis of measurement

The consolidated financial statements have been prepared on an accrual basis and are based on historical cost, modified, where applicable by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

# (c) Functional and presentation currency

These consolidated financial statements are presented in Australian dollars which is the Company's functional currency and the functional currency of all entities within the Consolidated Entity.

# (d) Use of estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in

which the estimate is revised and in any future periods affected. The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of the assets and liabilities within the next financial year are discussed below.

#### Revenue recognition

During the year, the Consolidated Entity recognised revenue from the rendering of services using the percentage of completion method in accordance with the accounting policy as disclosed in Note 1(r). In determining the amount of revenue to be recognised, the Directors of the Consolidated Entity are required to exercise judgement in determining the percentage of completion of relevant contracts.

# Impairment of goodwill

The Consolidated Entity assesses whether goodwill is impaired at least annually in accordance with the accounting policy in Note 1(g). These calculations involve an estimation of the recoverable amount of the cash-generating units to which the goodwill is allocated.

# Provisions

The Consolidated Entity assesses whether a provision should be raised at the end of the reporting period to settle future potential obligations. The calculation for determining the amount of the provision is based on the potential loss from the future obligation and the likelihood of the Consolidated Entity incurring that obligation.

# (e) Basis of consolidation

Subsidiaries are all those entities over which the Consolidated Entity has control. The Consolidated Entity controls an entity when the Consolidated Entity 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 the control is transferred to the Consolidated Entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the Consolidated Entity 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 Consolidated Entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest is acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the Consolidated Entity. Losses incurred by the Consolidated Entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the Consolidated Entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The Consolidated Entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in the profit and loss.

# (f) Property, plant and equipment

# (i) Recognition and measurement

Items of property, plant and equipment are stated at cost less accumulated depreciation (see below) and impairment losses (see accounting policy Note 1(I)).

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognised net within "other income" in the Statement of Profit & Loss and other Comprehensive Income.

# (ii) Depreciation

Depreciation is charged to the Statement of Profit & Loss and Other Comprehensive Income on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Leased assets are depreciated over the shorter of the lease term and their useful lives, unless it is reasonably certain that the Consolidated Entity will obtain ownership by the end of the lease term.

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

Office equipment 2-5 yearsFurniture and fittings 4-5 years

• Leasehold improvements life of the lease or 10 years

The residual value, the useful life and the depreciation method applied to an asset are reassessed at least annually.

# (g) Intangible assets

# (i) Goodwill

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 values of the assets transferred, the liabilities incurred and the equity interests issued by the Consolidated Entity.

Goodwill on the acquisition of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold. Goodwill is allocated to cash generating units for the purpose of impairment testing. The allocation is made to those cash generating units or groups of cash generating units that are expected to benefit from the business combination in which the goodwill arose.

# (ii) IT Development & Software

Costs incurred in developing products or systems and costs incurred in acquiring software and licences that will contribute to future period financial benefits through revenue generation and/or cost reduction are capitalised to software and systems. Costs capitalised include external direct costs of materials and service and direct payroll and payroll related costs of employees' time spent on the project. Amortisation is calculated on a straight line basis over periods generally ranging from 3 to 5 years. IT development costs include only those costs directly attributable to the development phase and are only recognised following completion of technical feasibility and where the entity has an intention and ability to use the asset.

# (iii) Subsequent expenditure

Subsequent expenditure on capitalised intangible assets is capitalised only when it increases the future

LANDMARK WHITE LIMITED AND ITS CONTROLLED ENTITIES ABN 50 102 320 329

economic benefits embodied in the specific asset to which it relates. All other expenditure is expensed as incurred.

# (h) AFS financial assets

AFS financial assets are non-derivative financial assets that are either designated to this category or do not qualify for inclusion in any of the other categories of financial assets. The Consolidated Entity's only AFS financial asset is a 10% investment held in a private property group, Forrest Street Pty Ltd.

The equity investment in Forrest Street Pty Ltd is measured at cost less any impairment charges, as its fair value cannot currently be estimated reliably.

Gains and losses are recognised in other comprehensive income and reported within the AFS reserve within equity, except for impairment losses and foreign exchange differences on monetary assets, which are recognised in profit or loss. When the asset is disposed of or is determined to be impaired, the cumulative gain or loss recognised in other comprehensive income is reclassified from the equity reserve to profit or loss and presented as a reclassification adjustment within other comprehensive income.

#### (i) Trade and other receivables

Trade receivables, which generally have 30-90 day terms, are recognised initially at fair value and subsequently measured at amortised cost after making an assessment of the recoverability of receivables over 120 days.

Collectability of trade receivables is reviewed on an ongoing basis. Individual debts that are known to be uncollectible are written off when identified. An impairment provision is recognised when there is objective evidence that the Consolidated Entity will not be able to collect the receivable. Financial difficulties of the debtor, default payments or debts more than 120 days overdue are considered objective evidence of impairment. The amount of the impairment loss is the receivable carrying amount compared to the present value of estimated future cash flows, discounted at the effective interest rate.

#### (i) Work in progress

Client engagements in progress at the end of the reporting period are recorded in the Statement of Financial Position as an asset and revenue in the Statement of Profit & Loss and Other Comprehensive Income, based on the stage of completion of

the engagement. The stage of completion of an engagement is determined through the use of internally developed measures that assess the progress of engagements from commencement to completion. Payments in advance are recognised as unearned income until the services are provided.

# (k) Cash and cash equivalents

Cash and cash equivalents comprise cash balances, short term bills and call deposits with original maturities of three months or less that are readily convertible to known accounts of cash and which are subject to an insignificant risk of change in value. The Consolidated Entity does not have loan facilities in place.

# (I) Impairment

#### Non-financial assets

The carrying amounts of the Consolidated Entity's non-financial assets, other than inventories and deferred tax assets are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists then the assets recoverable amount is estimated. For goodwill and intangible assets that have indefinite lives or that are not yet available for use, the recoverable amount is estimated at the end of each reporting period.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generate cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating units that are expected to benefit from the synergies of the combination.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the Statement of Profit & Loss and Other Comprehensive Income. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of

the other assets in the unit (group of units) on a prorata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at the end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

# (m) Share capital

Ordinary shares and share options are classified as equity.

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

Incremental costs directly attributable to the issue of ordinary shares and share options are accounted for as a deduction from equity, net of any related tax effects.

# (n) Employee benefits

# (i) Wages, salaries, annual leave and non-monetary benefits

Liabilities for employee benefits for wages, salaries and annual leave that are expected to be wholly settled within 12 months of the end of the reporting period represent present obligations resulting from employees' services provided at the end of the reporting period. These liabilities are calculated at undiscounted amounts based on remuneration wage and salary rates that the Consolidated Entity expects to pay including related on-costs, such as workers compensation insurance, superannuation and payroll tax.

Annual leave not expected to be wholly settled within 12 months of the end of the reporting period is considered a long term employee benefit for measurement purposes only and as such is measured on a discounted basis as outlined in Note 1(n) (ii).

# (ii) Other long-term employee benefits

The Consolidated Entity's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods plus related on costs; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The discount rate is the yield at the end

of the reporting period on government bonds that have maturity dates approximating the terms of the Consolidated Entity's obligations.

# (iii) Share based payment transactions

Equity-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares that are provided to employees in exchange for rendering of services. The costs of equitysettled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binominal or Black Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with the non-vesting conditions that do not determine whether the Consolidated Entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The costs of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in the profit and loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

Market conditions are taken into consideration in determining fair value. Therefore, any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the Consolidated Entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Consolidated Entity or employee and is not satisfied during the

vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

# (iv) Defined contribution plans

A defined contribution plan is a post-employment benefit under which an entity pays defined contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as employee expenses in the Statement of Profit & Loss and Other Comprehensive Income when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

#### (o) Provisions

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

#### (p) Leased assets

Leases in terms of which the Consolidated Entity assumes substantially all the risks and rewards of ownership are classified as finance leases.

Upon initial recognition, finance leases are measured at an amount equal to the lower of the fair value of the leased item and the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges are included in short and long term payables. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the Statement of Profit & Loss and Other Comprehensive Income over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in terms of which the Consolidated Entity does not assume substantially all the risks and rewards of ownership are classified as operating leases and the leased assets are not recognised in the Consolidated Entity's Statement of Financial Position. Payments made under operating leases are charged to the Statement of Profit & Loss and Other Comprehensive Income on a straight line basis over the period of the lease.

# (q) Trade and other payables

Trade and other payables are stated at their amortised cost. Trade payables are non-interest bearing and are normally settled on 30-day terms.

#### (r) Revenue and other income

Revenues are recognised at fair value of the consideration received net of the amount of goods and services tax (GST) payable to the taxation authority. Exchanges of goods or services of the same nature and value without any cash consideration are not recognised as revenues.

#### Interest Income

Interest revenue is recognised using the effective interest rate method, which, for floating rate financial assets, is the rate inherent in the instrument. Interest income is recognised as it accrues in the Statement of Profit & Loss and Other Comprehensive Income, using the effective interest method.

#### Dividend Revenue

All dividends receivable shall be recognised as revenue when the right to receive the dividend has been established.

# Rendering of services

Revenue from the rendering of services is recognised in the period in which the services are provided:

- Where it is probable that the compensation will flow to the entity;
- The amount to be received can be reliably measured; and
- The stage of completion of the contract can be reliably measured.

# (s) Finance income and expense

Finance income comprises interest income on funds invested as outlined above in (r) and dividend income.

Finance expenses comprise interest expense on borrowings, unwinding of the discount on provisions and impairment losses recognised on financial assets. All borrowing costs are recognised in the Statement of Profit & Loss and Other Comprehensive Income using the effective interest method.

#### (t) Income tax

Income tax on the Statement of Profit & Loss and Other Comprehensive Income for the year comprises

current and deferred tax. Income tax is recognised in the Statement of Profit & Loss and Other Comprehensive Income except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

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

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 the initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit and 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 asset is realised or the deferred income tax liability is settled.

Deferred tax assets arising from deductible temporary differences and unused tax losses are recognised 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 are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

The Company and its wholly-owned Australian resident entities have formed a tax-consolidated group with effect from 1 July 2003 and are therefore taxed as a single entity from that date. The head entity within the tax-consolidated group is LandMark White Limited.

# (i) Tax consolidation

Current tax expense/income, deferred tax liabilities and deferred tax assets arising from temporary differences

of the members of the tax-consolidated group are recognised in the separate financial statements of the members of the tax-consolidated group using the group allocation approach by reference to the carrying amounts of assets and liabilities in the separate financial statements of each entity and the tax values applying under tax consolidation.

Any current tax liabilities (or assets) and deferred tax assets arising from unused tax losses of the subsidiaries are assumed by the head entity in the tax-consolidated group and are recognised as amounts payable (receivable) to (from) other entities in the tax-consolidated group in conjunction with any tax funding arrangement amounts (refer below). Any difference between these amounts is recognised by the Company as an equity contribution or distribution.

The Company recognises deferred tax assets arising from unused tax losses of the tax-consolidated group to the extent that it is probable that future taxable profits of the tax-consolidated group will be available against which the tax losses can be utilised.

Any subsequent period adjustments to deferred tax assets arising from unused tax losses as a result of revised assessments of the probability of recoverability are recognised by the head entity only.

# (ii) Nature of tax funding arrangements and tax sharing arrangements

The head entity, in conjunction with other members of the tax-consolidated group, has entered into a tax funding arrangement which sets out the funding obligations of members of the tax-consolidated group in respect of tax amounts. The tax funding arrangements require payments to/from the head entity equal to the current tax liability (asset) assumed by the head entity and any tax-loss deferred tax asset assumed by the head entity, resulting in the head entity recognising an inter-entity receivable (payable) egual in amount to the tax liability (asset) assumed. Any such inter-entity receivables (payables) are at call. Contributions to fund the current tax liabilities are payable as per the tax funding arrangement and reflect the timing of the head entity's obligation to make payments for tax liabilities to the relevant tax authorities.

The head entity in conjunction with other members of the tax-consolidated group has also entered into a tax sharing agreement. The tax sharing agreement provides for the determination of the allocation of income tax liabilities between the entities should the head entity

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default on its tax payment obligations. No amounts have been recognised in the financial statements in respect of this agreement as payment of any such amounts under the tax sharing agreement is considered remote.

#### (u) Goods and services tax

Revenue, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

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

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

# (v) Financial instruments Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets quoted in an active market with fixed or determinable payments and fixed maturities that the group's management has the positive intention and ability to hold to maturity. If the group were to sell other than an insignificant amount of held-to-maturity financial assets, the whole category would be tainted and reclassified as available-for-sale. Held-to-maturity financial assets are included in non-current assets, except for those with maturities less than 12 months from the end of the reporting period, which would be classified as current assets.

# Non-derivative instruments

Non-derivative financial instruments comprise trade and other receivables, cash and cash equivalents and trade and other payables.

Non-derivative financial instruments are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, non-derivative financial instruments are measured as described in notes 1(i), 1(k), and 1(q).

Accounting for finance income and expense is discussed in Note 1(s).

#### (w) Earnings per share

The Consolidated Entity presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise share options granted to employees.

# (x) Comparative Figures

When required by accounting standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

#### (y) Adoption of New and Revised Accounting Standards

During the current year, the Consolidated Entity adopted all of the new and revised Australian Accounting Standards and Interpretations applicable to its operations which became mandatory.

The adoption of these standards has had no impact on the recognition, measurement and disclosure of certain transactions.

AASB 2013-9 Amendments to Australian Accounting Standards – Conceptual Framework, Materiality and Financial Instruments [Part B] (applicable for annual reporting periods commencing on or after 1 January 2014) and AASB 2014 -1 Amendments to Australian Accounting Standards [Part C] (applicable for annual reporting periods commencing on or after 1 July 2014)

The changes made to AASB 1031 in respect of materiality withdraw the substantive content contained within the standard and provide signpost references to materiality in other Australian Accounting Standards.

# AASB 2014 -1 Amendments to Australian Accounting Standards [Part A] (applicable for annual reporting periods commencing on or after 1 July 2014)

Part A of this Standard makes various amendments to Australian Accounting Standards arising from the issuance by the International Accounting Standards Board (IASB) of International Financial Reporting Standards (IFRS) Annual Improvements to IFRS 2010–2012 Cycle and Annual Improvements to IFRS 2011–2013 Cycle, including:

- AASB 1 clarification in the basis of conclusion.
- AASB 2 amendments to certain definitions contained within the standard.

- AASB 3 clarification that contingent consideration that is classified as an asset or a liability shall be measured at fair value at each reporting date and clarification that AASB 3 excludes from its scope the accounting for the formation of a joint arrangement in the financial statements of the joint arrangement itself.
- AASB 8 amendments to disclosures.
- AASB 13 clarification regarding the measurement of short-term receivables and payables and clarification that the scope of the portfolio exception in paragraph 52 of AASB 13 includes all contracts accounted for within the scope of AASB 139 or AASB 9, regardless of whether they meet the definition of financial assets or financial liabilities as defined in AASB132.
- AASB 116 and AASB 138 clarification that when an item of property, plant and equipment or intangible asset is revalued the gross carrying amount is adjusted in a manner that is consistent with the revaluation of the carrying amount.
- AASB 124 clarification that an entity providing key management personnel services to the reporting entity or to the parent of the reporting entity is a related party of the reporting entity.
- AASB 140 clarification that determining whether a specific transaction meets the definition of both a business combination as defined in AASB 3 Business Combinations and investment property as defined in AASB140 Investment Property requires the separate application of both standards independently of each other.
- AASB 2014 -1 Amendments to Australian Accounting Standards [Part B] (applicable for annual reporting periods commencing on or after 1 July 2014)

Part B of this Standard makes amendments to AASB 119 Employee Benefits in relation to the requirements for contributions from employees or third parties that are linked to service. The amendments clarify that if the amount of the contributions is independent of the number of years of service, an entity is permitted to recognise such contributions as a reduction in the service cost in the period in which the related service is rendered, instead of attributing the contributions to the periods of service. In contrast, if the amount of the contributions is dependent on the number of years of service, an entity is required to attribute those contributions to periods of service using the same attribution method applied to the gross benefit.

# Interpretation 21 Levies (applicable for annual reporting periods commencing on or after 1 January 2014)

This Interpretation clarifies the circumstances under which a liability to pay a levy imposed by a government should be recognised, and whether that liability should be recognise in full at a specific date or progressively over a period of time.

#### (z) New Accounting Standards for Application in Future Periods

The AASB has issued new and amended accounting standards and interpretations that have mandatory application dates for future reporting periods and which the Consolidated Entity has decided not to early adopt. A discussion of those future requirements and their impact on the Consolidated Entity is as follows:

AASB 9: Financial Instruments, AASB 2010-7:
Amendments to Australian Accounting Standards arising from AASB 9 (December 2010) [AASB 1, 3, 4, 5, 7, 101, 102, 108, 112, 118, 120, 121, 127, 128, 131, 132, 136, 137, 139, 1023 & 1038 and Interpretations 2, 5, 10, 12, 19 & 127], AASB 2012-6 Amendments to Australian Accounting Standards – Mandatory Effective Date of AASB 9 and Transition Disclosures [AASB 9, AASB 2009-11, AASB 2010-7, AASB 2011-7 & AASB 2011-8], AASB 2013-9 Amendments to Australian Accounting Standards – Conceptual Framework, Materiality and Financial Instruments [Part C] and AASB 2014-1 Amendments to Australian Accounting Standards [Part E] (applicable for annual reporting periods commencing on or after 1 January 2018).

AASB 9 includes requirements for the classification and measurement of financial assets and the accounting requirements for financial liabilities.

The changes made to accounting requirements by these standards include:

- Simplifying the classifications of financial assets into those carried at amortised cost and those carried at fair value
- Simplifying the requirements for embedded derivatives
- Allowing an irrevocable election on initial recognition to
  present gains and losses on investments in equity instruments
  that are not held for trading in other comprehensive income.
  Dividends in respect of these investments that are a return on
  investment can be recognised in profit or loss and there is no
  impairment or recycling on disposal of the instrument
- Financial assets will need to be reclassified where there is a change in an entity's business model as they are initially classified based on (a) the objective of the entity's business model for managing the financial assets; and (b) the characteristics of the contractual cash flows. Amending the rules for financial liabilities that the entity elects to measure at fair value, requiring changes in fair value attributed to the entity's won credit risk to be presented in other comprehensive income
- Adding Chapter 6 Hedge Accounting which supersedes the general hedge accounting requirements as they exist in AASB 139 and the addition of new disclosure requirements.

The Chapter 6 requirements include a new approach

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to hedge accounting, intended to more closely align hedge accounting with risk management activities.

Under this standard, the company's investment in Forrest Street Pty Ltd will need to be valued at fair value at each reporting date rather than the carrying value being assessed for impairment at reporting date. Based on agreements in place this investment is likely to become an equity accounted investment by implementation date of this standard. Therefore, this standard is not expected to materially impact the Consolidated Entity.

# AASB 2014-3 Amendments to Australian Accounting Standards – Accounting for Acquisitions of Interests in Joint Operations (applicable for annual reporting periods commencing on or after 1 July 2016)

This standard amends AASB 11 to provide guidance on the accounting for acquisitions of interests in joint operations in which the activity constitutes a business. The amendments require the acquirer of an interest in a joint operation in which the activity constitutes a business to apply all of the principles in AASB 3 and other Australian Accounting Standards except for those principles that conflict with the guidance in AASB 11 in accounting for the acquisition. AASB 2014-3 also requires disclosure of the information required by AASB 3 and other Australian Accounting Standards for business combinations.

This standard is not expected to impact the Company.

# FRS 15 Revenue from Contracts with Customers (applicable for annual reporting periods commencing on or after 1 January 2017)

IFRS 15 establishes a single, comprehensive framework for revenue recognition, and replaces the previous revenue Standards IAS 18 Revenue and IAS 11 Construction Contracts, and the related Interpretations on revenue recognition IFRIC 13 Customer Loyalty Programmes, IFRIC 15 Agreements for the Construction of Real Estate, IFRIC 18 Transfers of Assets from Customers and SIC-31 Revenue—Barter Transactions Involving Advertising Services.

IFRS 15 introduces a five step process for revenue recognition with the core principle of the new Standard being for entities to recognise revenue to depict the transfer of goods or services to customers in amounts that reflect the consideration (that is, payment) to which the entity expects to be entitled in exchange for those goods or services.

IFRS 15 will also result in enhanced disclosures about revenue, provide guidance for transactions that were not previously addressed comprehensively (for example, service revenue and

contract modifications) and improve guidance for multipleelement arrangements.

The Company has not yet assessed the impact of this standard.

The Company does not anticipate early adoption of any of the above Australian Accounting Standards or Interpretations.

# (aa) Rounding of Amounts

The group has applied the relief available under ASIC Class Order 98/100 and accordingly, amounts in the financial statements and directors' report have been rounded to the nearest thousand dollars, or in certain cases, to the nearest dollar.

# (ab) Parent entity information

In accordance with the *Corporations Act 2001*, these financial statements present the results of the Consolidated Entity only. Supplementary information about the parent entity is disclosed in Note 4.

# (ac) Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is current when: it is expected to be realised or intended to be sold or consumed in normal operating cycle; it is held primarily for the purposes of trading; it is expected to be realised within twelve months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non current.

A liability is current when: it is expected to be settled in normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within twelve months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non current.

# 2. DETERMINATION OF FAIR VALUES

A number of the Consolidated Entity's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and / or disclosure purposes. Where applicable, further information about the assumptions

made in determining fair values is disclosed in the notes specific to that asset or liability.

#### (a) Property, plant and equipment

The fair value of property, plant and equipment recognised as a result of a business combination is based on market values. The market value of property is the estimated amount for which a property could be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. The market value of items of plant, equipment, fixtures and fittings is based on the quoted market prices for similar items.

#### (b) Trade and other receivables

The fair value of trade and other receivables approximates their carrying value.

# (c) Share-based payment transactions

The fair value of employee share options is measured using the Black-Scholes formula. Measurement inputs include share price on measurement date, exercise price of the instrument, expected volatility (based on weighted average historic volatility adjusted for changes expected due to publicly available information), weighted average expected life of the instruments (based on historical experience and general option holder behaviour), expected dividends, and the risk-free interest rate (based on government bonds). Service and non-market performance conditions attached to the transactions are not taken into account in determining fair value.

# (d) AFS financial assets

Forrest Street Pty Ltd is a small private company whose equity instruments are not traded in an active market and whose standalone financial statements are not subject to a statutory audit resulting in the inability to reliably measure the fair value of the Group's investment using present value techniques due to the unavailability of reliable data. Therefore, the investment in Forrest Street Pty Ltd has been stated at cost less impairment charges.

# 3. FINANCIAL RISK MANAGEMENT

The Consolidated Entity has exposure to the following risks from their use of financial instruments:

- Credit risk:
- Liquidity risk;
- Interest rate risk.

This Note presents information about the Consolidated Entity's exposure to each of the above risks, their objectives, policies and processes for measuring and managing risk, and the management of capital. Further quantitative disclosures are included throughout the financial statements.

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. The Chief Executive Officer and Chief Financial Officer are responsible for developing and monitoring risk management policies.

Risk management policies are established to identify and analyse the risks faced by the Consolidated Entity, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Consolidated Entity's activities. The Consolidated Entity, through their training and management standards and procedures, aim to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Consolidated Entity's Audit Committee oversees how management monitors compliance with the Consolidated Entity's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Consolidated Entity.

#### (i) Credit risk

Credit risk is the risk of financial loss to the Consolidated Entity if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Consolidated Entity's receivables from wholesale and retail customers.

# Trade and other receivables

The Consolidated Entity's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the Consolidated Entity's customer base, including the default risk of the industry and country, in which customers operate, has less of an influence on credit risk. However, geographically there is no concentration of credit risk within Australia.

The Consolidated Entity has established a credit policy under which each new customer is analysed individually for creditworthiness before the Consolidated Entity's standard payment and delivery

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terms and conditions are offered. Credit limits are established for each customer, these limits are reviewed regularly. Customers which fail to meet the Consolidated Entity's benchmark creditworthiness are placed on a restricted customer list and may transact with the Consolidated Entity only on a prepayment basis.

In monitoring customer credit risk, customers are grouped according to their credit characteristics, including whether they are an individual or legal entity, whether they are a wholesale, retail or end-user customer, geographic location, industry, aging profile, maturity and existence of previous financial difficulties. The Consolidated Entity's trade and other receivables relate mainly to the Consolidated Entity's retail customers. The Consolidated Entity does not require collateral in respect of trade and other receivables.

The Consolidated Entity has established an allowance for impairment that represents their estimate of incurred losses in respect of trade and other receivables and investments.

#### (ii) Liquidity risk

Liquidity risk is the risk that the Consolidated Entity will not be able to meet its financial obligations as they fall due. The Consolidated Entity's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Consolidated Entity's reputation.

Typically, the Consolidated Entity ensures that it has sufficient cash on demand to meet expected operational expenses for a period of 45 to 60 days, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

#### (iii) Interest risk

Interest rate risk is the risk that changes in interest rates will affect the Consolidated Entity's income or the value of its holdings of financial instruments. The objective of interest rate risk management is to manage and control interest rate risk exposures within acceptable parameters, while optimising the return.

Interest rate risk is managed by seeking to maximise the yield achieved on cash held at bank.

# (iv) Capital management

The board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board of Directors monitors the return on capital, which the Consolidated Entity defines as net operating income divided by total shareholders' equity. The board compares this to general relevant returns that would be available to alternate use of funds such as property and general stock market returns available at the time but does not specifically benchmark them. The Board of Directors also monitors the dividend yield to ordinary shareholders and compares them to general ASX listed returns at the time but does not specifically benchmark them.

There were no changes in the Consolidated Entity's approach to capital management during the year. The Consolidated Entity is not subject to externally imposed capital requirements given the absence of borrowings.

# 4. PARENT INFORMATION

#### Guarantees

LandMark White Limited has not entered into any guarantees, in the current or previous financial year, in relation to the debts of its subsidiaries.

#### **Contractual Commitments**

At 30 June 2015, LandMark White Limited had not entered into any contractual commitments for the acquisition of property, plant and equipment (2014: nil).

#### Contingencies

The Consolidated Entity is involved in matters of litigation in the normal course of business in undertaking valuation services. At 30 June 2015, the Consolidated Entity has professional indemnity insurance, and under the terms of the insurance policy, each claim has an excess which is required to be paid by the Consolidated Entity.

It was not practical to estimate the maximum contingent liability arising from litigation; however, in a worse case situation there could be a material adverse effect on the Consolidated Entity's financial position. In the directors' opinion, disclosures of any further information in relation to litigation would be prejudicial to the interests of the Consolidated Entity.

The following information has been extracted from the books and records of the parent and has been prepared in accordance with the accounting standards.

# STATEMENT OF FINANCIAL POSITION

Assets	2014 \$'000	2013 \$'000
Current assets Non current assets	1,369 6,168	2,543 5,704
Total Assets	7,537	8,247
Liabilities		
Current liabilities Non current liabilities	1,729 80	3,376 64
Total Liabilities	1,809	3,440
Equity		
Issued capital Retained earnings Share options reserve	6,008 (341) 62	6,008 (1,210) 9
Total Equity	5,728	4,807
STATEMENT OF PROFIT & LOSS AND OTHER COMPREHENSIVE INCOME		
Total profit/(loss)	1,903	698
Total comprehensive income/(loss)	1,903	698

# 5. SEGMENT REPORTING

The Consolidated Entity's operations and clients are located entirely in Australia.

The Consolidated Entity's operating segments have been identified based on the segments analysed within management reports. Based on these criteria, it has been determined that the Consolidated Entity only operates in the Valuation segment, which provides valuation, research and advice services in relation to property and businesses.

Accordingly, no separate segment reporting is required.

Two customers contributed \$7,688,401 to total revenue of the Consolidated Entity during the 2015 financial year.

# 6. AUDITOR REMUNERATION

	Consolidated	
	2015 \$'000	2014 \$'000
Audit services	\$ 000	\$ 000
Auditor of the Consolidated Entity - William Buck Audit and review of the financial reports	75	79
Other services		
Auditor of the Consolidated Entity - William Buck Taxation and other services	8	9
Total audit services	83	88
7.		
(a) FINANCE INCOME		
Interest income	21	28
Interest expense	(6)	(1)
Net finance income	15	27
(b) OPERATING EXPENSES		
Operating lease expenses relating to occupancy	661	587
Superannuation expense	1,029	901
8. INCOME TAX EXPENSE		
Recognised in the Statement of Profit & Loss and Other Comprehensive Income		
Current tax expense		
Current year Adjustments for prior years	395	448
	395	(13) 435
Deferred tax expense - Origination and reversal of temporary differences		
Deterred tax expense. Ongination and reversal of temporary universities	(19)	75
Total income tax expense in Statement of Profit & Loss and Other Comprehensive Income		
	376	510
Reconciliation of income tax expense to prima facie tax payable  Profit from continuing operations before tax		
Prima facie income tax expense calculated at 30%	1,155	1,677
on profit (2014: 30%)	347	503
Increase/(decrease) in income tax expense due to: Non-deductible entertainment	017	300
Non deductible share based expense	15	17
Income tax (over)/under provided in prior year	16	3 (13)
Fully franked dividend Income tax expense	(2)	-
	376	510

# 9. EARNINGS PER SHARE

# Basic earnings per share

The calculation of basic earnings per share at 30 June 2015 was based on the profit attributable to ordinary shareholders of \$779,000 (2014: \$1,167,000) and the weighted average number of ordinary shares outstanding during the financial year ended 30 June 2015 of 27,588,781 (2014: 27,588,781) calculated as follows:

# Diluted earnings per share

	Cor	solidated
	2015 \$'000	2014 \$'000
Profit attributable to ordinary shareholders	779	1,167
	2015	2014
Weighted average number of ordinary shares		
Issued Ordinary Shares at 1 July	27,588,781	27,588,781
Weighted average number of ordinary shares at 30 June	27,588,781	27,588,781
Weighted average number of ordinary shares Issued Ordinary Shares at 1 July	<b>2015</b> 27,588,781	<b>201</b> -27,588,78

The calculation of diluted earnings per share at 30 June 2015 was based on the profit attributable to ordinary shareholders of \$779,000 (2014: Profit of \$1,167,000) and the weighted average number of ordinary shares outstanding during the financial year ended 30 June 2015 of 27,668,781 (2014: 27,588,781) calculated as follows:

	2015 \$'000	2014 \$'000
Profit attributable to ordinary shareholders	779	1,167
	2015	2014
Weighted average number of ordinary shares (diluted)		
Weighted average number of ordinary shares at 30 June	27,668,781	27,588,781
Weighted average number of ordinary shares (diluted) at 30 June	27,668,781	27,588,781

1,000,000 options were granted to an employee via the Employee Share Ownership Plan (ESOP) during the year ended 30 June 2014. As at the date of this report, there are 1,000,000 options over unissued ordinary shares in LandMark White Limited.

# 10. CASH AND CASH EQUIVALENTS

	Consc	lidated
	2015 \$'000	2014 \$'000
Cash at bank and on hand	218	1,716
Cash and cash equivalents in the Statement of Cash Flows	218	1,716

# 11. TRADE AND OTHER RECEIVABLES

	Consolidated	
	2015 \$'000	2014 \$'000
Current Trade receivables Less: provision for impairment Other receivables	2,621 (9) 16	2,111 (33) 2
	2,628	2,080

# Impairment

During the year, a decrease in the provision for impairment of receivables of \$24,000 (2014: \$12,000) was recorded in the Statement of Profit & Loss and Other Comprehensive Income and included in other expenses. Refer also to Note 23.

# **12. INVENTORIES**

Work in progress	99	83

# 13. CURRENT TAX LIABILITIES

The current tax liability for the Consolidated Entity of \$159,000 (2014:\$269,000) represents the amount of income taxes payable in respect of current and prior financial periods. In accordance with the tax consolidation legislation, LandMark White Limited as the head entity of the Australian tax-consolidated group has assumed responsibility for the current tax asset/liability initially recognised by the members in the tax-consolidated group.

# 14. DEFERRED TAX ASSETS AND LIABILITIES

# Recognised deferred tax assets

Deferred tax assets are attributable to the following:

	Assets	
	2015 \$'000	2014 \$'000
Consolidated		
Employee provisions	391	340
Doubtful debts provision	3	10
Accruals	17	16
Operating lease provisions	5	10
Make good provisions	36	39
Other	11	21
Total deferred tax assets	463	436

	Liabilities	
	2015 \$'000	2014 \$'000
Consolidated Inventories	(30)	(25)
Total deferred tax liabilities	(30)	(25)

# Recognised deferred tax liabilities

Deferred tax liabilities are attributable to the following:

Movement in temporary differences during the year

Deferred tax assets

			Recognised in other	
Consolidated	Balance 1 July 14 \$'000	Recognised in Profit & Loss \$'000	comprehensive income \$'000	Balance 30 June 15 \$'000
Employee provisions	340	51	-	391
Doubtful debts	10	(7)	=	3
Accruals	16	1	=	17
Operating lease provisions	10	(5)	=	5
Make good provisions	39	(3)	=	36
Other	21	(10)		11
	436	27	-	463

Consolidated	Balance 1 July 13 \$'000	Recognised in Profit & Loss \$'000	Recognised in other comprehensive income \$'000	Balance 30 June 14 \$'000
Employee provisions	394	(54)	_	340
Doubtful debts	14	(4)	_	10
Accruals	18	(2)	=	16
Operating lease provisions	14	(4)	-	10
Make good provisions	35	4	_	39
Other	21	-	_	21
	496	(60)	-	436

# Deferred tax liabilities

Consolidated	Balance 1 July 14 \$'000	Recognised in) Profit & Loss) \$'000)	Recognised in other comprehensive income \$'000	Balance 30 June 15 \$'000
Inventories	(25)	(5)	-	(30)
	(25)	(5)	=	(30)

# 14. DEFERRED TAX ASSETS AND LIABILITIES continued

Consolidated	Balance 1 July 13 \$'000	Recognised in Profit & Loss \$'000	Recognised in other comprehensive income \$'000	Balance 30 June 14 \$'000
Inventories	(20)	(5)	-	(25)
	(20)	(5)	-	(25)

# 15. PROPERTY, PLANT AND EQUIPMENT Costs

Cost	Office Equipment \$'000	Furniture and Fittings \$'000	Leasehold Improvements \$'000	Total \$'000
Balance at 1 July 2013 Additions Disposals	2,412 33 (5)	221 - (2)	910 3 (10)	3,543 36 (17)
Balance at 30 June 2014	2,440	219	903	3,562
Balance at 1 July 2014	2,440	219	903	3,562
Additions Disposals Writeback (i)	54 - -	- - -	131 - (50)	185 - (50)
Balance at 30 June 2015	2,494	219	984	3,697

Accumulated Depreciation	Office Equipment \$'000	Furniture and Fittings \$'000	Leasehold Improvements \$'000	Total \$'000
Balance at 1 July 2013 Depreciation charge for the year Disposals	2,274 72 (5)	219 - (2)	739 55 (10)	3,232 127 (17)
Balance at 30 June 2014	2,341	217	784	3,342
Balance at 1 July 2014	2,341	217	784	3,342
Depreciation charge for the year Disposals Writeback (i)	69 - -	1 - -	54 - (75)	124 - (75)
Balance at 30 June 2015	2,410	218	763	3,391
Carrying Amounts				
At 1 July 2013	138	2	171	311
At 30 June 2014	99	2	119	220
Balance at 1 July 2014	99	2	119	220
At 1 July 2014	84	1	221	306

# (i) Adjustments relate to changes in make good requirements within Leasehold improvement category.

# **16. INTANGIBLE ASSETS**

The following cash generating units have significant carrying amounts of goodwill:

	Conso	lidated
	2015 \$'000	2014 \$'000
Goodwill	4,918	4,918
Computer software	90	154
Trademarks	27	4
	5,035	5,076

	Consc	olidated
	2015 \$'000	2014 \$'000
Goodwill		
LandMark White Commercial	1,833	1,833
LMW Residential	3,085	3,085
	4,918	4,918
Movement in Goodwill		
Balance at 1 July	4,918	4,918
Additions/disposals/impairments	-	_
Balance at 30 June	4,918	4,918

Goodwill has an infinite useful life and is not amortised. The goodwill amount is tested for impairment annually by estimating the recoverable amount of the cash generating units based on value in use.

The key assumptions and the approach to determining the value in use when estimating the recoverable amount of a cash generating unit are:

#### Assumption How determined

# Cash flows

The forecast 5 year cash flows are based on forecast results for the year ended 30 June 2015. The 2015 forecast forms the basis of cash flows in subsequent financial years adjusted based on the following assumptions determined on management's past experience:

- No increase in revenues and expenses in the first year and 3% increase in the years after
- Increase in employee expense calculated as 45% of the increase in revenue since the prior year
- Increase in variable expenses calculated as 18% of the increase in revenue since the prior year
- Terminal value at the end of year 5 based on year 5 cash flows.

Discount rate The discount rate adopted was a pre tax rate of 18.8% (2014: 18.8%) and was based on the current risk free interest rate, industry and business specific risk factors, market borrowing rates and investor expected returns.

> On forecast 5 years cash flows, there would not be any impairment until the discount rate reached 73.9% for Residential and 88.5% for Commercial. In this scenario, all other variables are unchanged.

LANDMARK WHITE LIMITED AND ITS CONTROLLED ENTITIES ABN 50 102 320 329

	Consolidated	
	2015 \$'000	2014 \$'000
Computer software	90	154
Movement in Computer Software Balance at 1 July Additions Amortisation Writeback	154 - (56) (8)	152 46 (44)
Balance at 30 June	90	154
Trademarks		
Balance at 1 July Additions Amortisation	4 23 -	- 4 -
Balance at 30 June	27	4
17. AFS FINANCIAL ASSETS AFS financial assets The details and carrying amounts of AFS financial assets are as follows:		
Investment in Forrest Street Pty Ltd	575	_
	575	-

The investment in Forrest Street Pty Ltd represents a 10% equity interest in an unlisted company. Forrest Street Pty Ltd is a small private company whose equity instruments are not traded in an active market and whose standalone financial statements are not subject to a statutory audit resulting in the inability to reliably measure the fair value of the Group's investment using present value techniques due to the unavailability of reliable data. Therefore, the investment in Forrest Street Pty Ltd has been stated at cost less impairment charges.

# 18. TRADE AND OTHER PAYABLES

	Conso	Consolidated	
	2015 \$'000	2014 \$'000	
Current	307	129	
Trade payables	659	686	
Other payables and accrued expenses	966	815	

# 19. EMPLOYEE BENEFITS

	Conso	Consolidated	
	2015 \$'000	2014 \$'000	
Current			
Liability for payroll	2	=	
Liability for superannuation payable	1	11	
Liability for annual leave	657	587	
Liability for long service leave	516	439	
Bonus liability	828	973	
	2,004	2,010	
Non Current			
Liability for long service leave	130	106	

#### (a) Share Based Payments

The directors in accordance with employment contracts may allocate share options that entitle key management personnel and senior employees to purchase shares in the entity. The terms of the options including vesting conditions and performance criteria vary depending upon the incentive arrangements appropriate for key management personnel and senior employees.

On the 12 May 2014, 1,000,000 options were issued at an exercise price of 46 cents and a total fair value of \$70,900 as identified in the key management personnel disclosures below and the remuneration report in the director's report.

Set out below are the summaries of options granted:

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
12 May 2014	30 April 2017	\$0.46	1,000,000	-	-	-	1,000,000
			1,000,000	-	=	-	1,000,000
	Weighted average	exercise price	\$0.46	-	=	-	\$0.46

The weighted average share price during the financial year was \$0.4918.

The weighted average remaining contractual life of options outstanding at the end of the financial year was 1.83 years (2014: 2.83 years).

For the options granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date are as follows:

Grant date	Expiry date	Share price at grant date	Expected price	Expected volatility %	Dividend yield %	Risk free interest rate %	Fair value at grant date
12 May 2014	20 April 2017	\$0.46	\$0.46	44.21	8.19	2.66	\$0.07

 $^{46}$ 

LANDMARK WHITE LIMITED AND ITS CONTROLLED ENTITIES ABN 50 102 320 329

# **20. PROVISIONS**

	Consolidated		
		2015 \$'000	2014 \$'000
Non Current			
Operating lease		17	34
Make good		172	172
		189	206
Consolidated	Operating Lease \$'000	Make Good \$'000	Total \$'000
Balance at 1 July 2013	48	172	220
Reversal during the year	(14)	-	(14)
Balance at 30 June 2014	34	172	206
Reversal during the year	(17)	-	(17)
Balance at 30 June 2015	17	172	189

# Operating lease

Provisions are made in order to straight line minimum lease payments for rental of office space over the total lease periods.

# Make good

The provision has not been discounted to its present value as the effect is not material. It is expected that the expense will be incurred in a 5 year period.

#### 21. CAPITAL AND RESERVES

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share on a poll at meetings of the Company. On a show of hands, every shareholder present at a meeting or by proxy is entitled to one vote.

There are currently 27,588,781 ordinary fully paid shares on issue (2014: 27,588,781). Shares have no par value, and the company does not have a limited amount of capital.

# 22. DIVIDENDS

Dividends recognised in the current year by the Company are:

	Consolidated				
	Cents per share	Total amount \$'000	Franked/ Unfranked	Date of Payment	
<b>2015</b> Final 2014 ordinary Interim 2015 ordinary	2.5 1.25	690 344	Franked Franked	2 October 2014 7 April 2015	
Total		1,034			
<b>2014</b> Final 2014 ordinary Interim 2015 ordinary	2.52 1.25	620 344	Franked Franked	2 October 2013 4 April 2014	
Total	_	964			

Dividends declared or paid during the year were fully franked at the tax rate of 30%. (2014: 30%)

After the end of the reporting period, the directors have declared a final dividend of 2.5 cents per share, representing \$689,720 fully franked and payable on 2 October 2015. The financial effect of this dividend has not been brought to account in the financial statements for the year ended 30 June 2015. The declaration and subsequent payment of dividends has no income tax consequences.

Dividend franking account	Consolidated	
	2014 \$'000	2013 \$'000
30% franking credits available to shareholders of LandMark White Limited for subsequent		
financial years	1,484	1,529

The above available amounts are based on the balance of the dividend franking account at the end of the reporting period adjusted for:

- (a) Franking credits that will arise from the payment of the current tax liabilities;
- (b) Franking debits that will arise from the payment of dividends recognised as a liability at the year-end; and
- (c) Franking credits that will arise from the receipt of dividends recognised as receivables by the tax consolidated group at the year-end.

The ability to utilise the franking credits is dependent upon there being sufficient available profits to declare dividends. The impact on the dividend franking account of dividends proposed after the end of the reporting period but not recognised as a liability is to reduce it by \$296,000 (2014: \$296,000).

# 23. FINANCIAL INSTRUMENTS

# Credit Risk

# Exposure to credit risk

The carrying amount of the Consolidated Entity's financial assets represents the maximum credit risk exposure. The Consolidated Entity's maximum exposure to credit risk at the end of the reporting period was:

	C	Consolidated carrying amount		
	Note	2015 \$'000	2014 \$'000	
Trade and other receivables	11	2,628	2,080	
Cash and cash equivalents	10	218	1,716	
Term deposits & other		350	288	
		3,196	4,084	

The Consolidated Entity's maximum exposure to credit risk for trade and other receivables before impairment losses at the end of the reporting period by type of customer was:

	Consolidated carrying amount		
	2015 \$'000	2014 \$'000	
Financial customers	1,831	1,513	
Commercial non financial customers	760	560	
Residential non financial customers	30	38	
	2,621	2,111	

The Consolidated Entity's most significant customer, an Australian financial customer, accounts for \$614,581 of the trade and other receivables carrying amount at 30 June 2015 (2014: financial customer \$495,341).

LANDMARK WHITE LIMITED AND ITS CONTROLLED ENTITIES ABN 50 102 320 329

# Impairment losses

The aging of the Consolidated Entity's trade and other receivables at the end of the reporting period was:

		Consolidated		
	Gross	Impairment	Gross	Impairment
	2015 \$'000	2015 \$'000	2014 \$'000	2014 \$'000
Not past due Past due 0-30 days	1,494 707	-	1,253 569	-
Past due 0-30 days Past due 31-120 days	420	9	265	9
Past due 121-365 days	=	=	24	24
	2,621	9	2,111	33

The movement in the allowance for impairment in respect of trade receivables during the year was as follows:

	Consolidated carrying amount	
	2015 \$'000	2014 \$'000
Balance at 1 July Impairment loss reduced	33 (24)	45 (12)
Balance at 30 June	9	33

Based on historic default rates, the Consolidated Entity believes that no impairment allowance is necessary in respect of trade receivables not past due or past due by up to 90 days. The Consolidated Entity's policy is to enforce upfront payment from clients who do not have a good credit history or from those who are relatively unknown. Accordingly, the trade receivables balance is comprised of customers that have no previous history of poor credit with the Consolidated Entity.

# Liquidity Risk

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the impact of netting arrangements:

	Consolidated 30 June 2015		
	Carrying amount \$'000	Contractual cash flows \$'000	6 months or less \$'000
Non-derivative financial liabilities			
Trade and other payables	966	966	966
Bonus liability	828	828	828
_	1,794	1,794	1,794

	Consolidated 30 June 2014		
	Carrying amount \$'000	Contractual cash flows \$'000	6 months or less \$'000
Non-derivative financial liabilities			
Trade and other payables	815	815	815
Bonus liability	973	973	973
_	1,788	1,788	1,788

#### Interest rate risk

At the end of the reporting period the interest rate profile of the Consolidated Entity's interest-bearing financial instruments was:

Consolidated carrying amount	
2015 \$'000	2014 \$'000
218	1,716
	2015 \$'000

#### Cash flow sensitivity analysis for rate instruments

There is no material impact of interest rate changes on the profitability of the company.

#### Fair values

# Fair values versus carrying amounts

The Directors consider that the fair value of financial assets and financial liabilities of the Consolidated Entity approximate their carrying amount.

# 24. COMMITMENTS

The Consolidated Entity does not have any capital expenditure commitments at the end of the reporting period.

#### Operating lease commitments

	Consolidated	
	2015 \$'000	2014 \$'000
Within one year One year or later and no later than five years Later than five years	588 1,120 55	722 1,012
	1,763	1,734

The Consolidated Entity leases property and equipment under non-cancellable operating leases expiring from one to five years. Leases of property generally provide the Consolidated Entity with a right of renewal at which time all terms are renegotiated. Lease payments may be increased to reflect market rates or changes in the Consumer Price Index.

# 25. CONTINGENCIES

The Consolidated Entity is involved in matters of litigation in the normal course of business in undertaking valuation services. At 30 June 2015, the Consolidated Entity has professional indemnity insurance, and under the terms of the insurance policy, each claim has an excess which is required to be paid by the Consolidated Entity. It was not practical to estimate the maximum contingent liability arising from litigation; however, in a worst case situation there would be a material adverse effect on the Consolidated Entity's financial position. In the directors' opinion, disclosures of any further information in relation to litigation would be prejudicial to the interests of the Consolidated Entity.

# **26. CONTROLLED ENTITIES**

# Particulars in relation to controlled entities

Name	2015 ownership %	2014 ownership %
Parent entity/Ultimate controlling party LandMark White Limited		
Subsidiaries		
LandMark White (Gold Coast) Pty Ltd	100	100
LandMark White (Brisbane) Pty Ltd	100	100
LMW Residential Pty Ltd	100	100
LMW Group Pty Ltd	100	100
LMW Business Advisory Pty Ltd	100	100
LMW Invest Pty Ltd	100	100
LandMark White (Melbourne) Pty Ltd	100	100
LMW Advisory Pty Ltd	100	100
LMW Hegney Pty Ltd	50	50
All of the above controlled entities were incorporated in Australia.		

# 27. RECONCILIATION OF CASHFLOWS FROM OPERATING ACTIVITIES

	Consolidated	
	2015 \$'000	2014 \$'000
Reconciliation of profit from ordinary activities after income tax to		
net cash provided by operating activities		
Profit for the period after tax	779	1,167
Adjustments for the period:		
Depreciation and amortisation	168	157
Options & performance rights expense	53	9
Doubtful debt increase/(decrease)	(19)	(11)
Provision for make good	(10)	14
Legal provision	-	-
Operating lease provision	(18)	(14)
Net cash provided by operating activities before change		
n assets and liabilities	953	1,322
Change in assets and liabilities during the financial period:		
Increase)/decrease in security deposits	(62)	-
Increase)/decrease in receivables	(519)	(114)
Increase)/decrease in inventories	(16)	(18)
Increase)/decrease in deferred tax assets	(27)	60
Increase)/decrease in other assets	(70)	(119)
ncrease/(decrease) in payables	151	(200)
ncrease/(decrease) in provision for income tax	(110)	191
ncrease/(decrease) in deferred tax liabilities	5	5
ncrease/(decrease) in employee provision	19	43
Net cash provided by operating activities	324	1,170

# 28. RELATED PARTIES

# Key Management Personnel

The following were key management personnel of the Consolidated Entity and unless otherwise indicated were key management personnel for the entire period:

# Non-Executive Directors

Mr S Gregory (Chairman - resigned 25 November 2014)

Mr G White

Mr B Piltz (from 15 May 2014)

Mr John McCarthy (appointed 29 October 2014 Chairman from 25 November 2014)

# **Executive Director**

Mr C Nicholl (appointed 15 July 2014) Mr B Piltz (CEO to 14 May 2014)

#### Executive

Mr C Nicholl (appointed 1 May 2014 as CEO)

Mr F Hardiman

Refer to the Remuneration Report contained in the Directors' Report for details of remuneration paid or payable to each of the Consolidated Entity's key management personnel for the year ended 30 June 2015.

The total remuneration of key management personnel for the year are as follow:

No director has entered into a material contract with the Company or the Consolidated Entity since the end of the

	Consolidated	
	2015 \$'000	2014 \$'000
Short-term employee benefits	490,423	486,940
Other long-term benefits	2,369	(1,635)
Post-employment benefits	91,363	74,671
Share-based payments	53,175	8,863
	637,330	568,839

previous financial year and there were no material contracts involving directors' interests existing at year-end.

# Options and rights over equity instruments

During the previous financial year there were 1,000,000 options granted at an exercise price of 46 cents which are exercisable no earlier than 1 September 2015 and with an expiry date of 30 April 2017. There were no options exercised during the year and outstanding options at 30 June 2015 were the 1,000,000 granted during the 2014 year. Refer to Note 19(a) for further details.

#### Movement in shares

The movement during the reporting period in the number of ordinary shares in LandMark White Limited held directly, indirectly, or beneficially by each key management personnel including their personally related entities is as follows:

2015	Held at 1 July	Purchases	Exercise of options	Sales	Held at 30 June
Directors					
Mr G White	9,470,134	-	-	-	9,470,134
Mr B Piltz	2,977,164	125,137	-	-	3,102,301
Mr C Nicholl	_	=	-	-	=
Mr J McCarthy	_	-	-	-	-
Mr S Gregory	129,000	-	-	-	129,000
Executive officers					
Mr F Hardiman	-	-	-	-	-
2014					
Directors	9,587,364	-	-	117,230	9,470,134
Mr G White	6,900,687	-	-	3,923,523	2,977,164
Mr B Piltz	129,000	-	-	=	129,000
Mr C Nicholl	, <u> </u>	_	_	_	-
Mr S Gregory					
Executive officers					
Mr F Hardiman	-	-	-	-	-

The executive officers named are those who are directly accountable and responsible for the strategic direction and operational management of LandMark White Limited or its subsidiaries. In 2015 there were no executive officers holding shares in the Company. The Directors are of the opinion that only the executive officers detailed above meet the definition of key management personnel as set out in AASB 124 *Related Party Disclosures*.

# Non-key management personnel Identity of related parties

The Consolidated Entity has a related party relationship with its subsidiaries (refer to Note 26).

# Director Related Entity

# Particulars in relation to entity significantly influenced

The Consolidated Entity had a related party relationship with franchisee LandMark White (Sydney) Pty Ltd ATF LandMark White Sydney Unit Trust, an entity which Brad Piltz had a 42.5% interest in and exercised significant influence over until December 2013, when he relinquished his interest.

During the year, the following transactions took place between the Consolidated Entity and LandMark White Sydney Pty Ltd ATF The LandMark White Sydney Unit Trust whilst Mr Piltz had an ownership interest.

		Consolidated	
	2015 \$'000	2014 \$'000	
Licence & Service Income charged by the Consolidated Entity	-	389	
	-	389	

These transactions took place based on normal commercial terms and conditions and at market rates.

# **DIRECTORS DECLARATION**

#### 29. EVENTS SUBSEQUENT TO THE END OF THE REPORTING PERIOD

On 1 July 2015 the consolidated entity acquired an additional 2.5% equity in Forrest Street Pty Ltd. This equity is part of the additional equity disclosed in the ASX announcement of 13 April 2015.

A fully franked dividend of 2.5 cents per share was declared by Directors on 11 August 2015, to be paid on 2 October 2015.

There have been no other events subsequent to the end of the reporting period which affect the results contained in the financial statements or the continuing operations of the Consolidated Entity.

# **DIRECTORS' DECLARATION**

- 1. In the opinion of the directors of LandMark White Limited ('the Company'):
- (a) The financial statements and notes set out on pages 24 to 54 and the remuneration disclosures of the Remuneration report in the Directors' report, set out on pages 15 to 21, are in accordance with the Corporations Act 2001, including:
- (i) Giving a true and fair view of the financial position of the Company and the Consolidated Entity as at 30 June 2015 and of its performance, for the financial year ended on that date; and
- (ii) Complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001;
- (b) The financial report also complies with International Financial Reporting Standards as discussed in Note 1(a);
- (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
- 2. The directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the Chief Executive Officer and Chief Financial Officer for the financial year ended 30 June 2015.

Signed in accordance with a resolution of the directors:

John V. McCarthy AO Director

Dated at Sydney this 24th day of September 2015



# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LANDMARK WHITE LIMITED AND CONTROLLED ENTITIES

#### Report on the Financial Report

We have audited the accompanying financial report of LandMark White Limited (the Company) on pages 16 to 58, which comprises the statement of financial position as at 30 June 2015, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the 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 company and 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, the directors also state, in accordance with Accounting Standard AASB 101 Presentation of Financial Statements, that the financial statements comply with International Financial Reporting Standards.

#### Auditor's Responsibility

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

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

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

#### Independence

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

# CHARTERED ACCOUNTANTS

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# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LANDMARK WHITE LIMITED AND CONTROLLED ENTITIES

#### Auditor's Opinion

In our opinion:

- a) the financial report of LandMark White Limited on pages 16 to 58 is in accordance with the Corporations Act 2001, including:
- i. giving a true and fair view of the Company and consolidated entity's financial position as at 30 June 2015 and of its performance for the year ended on that date; and
- ii. complying with Australian Accounting Standards (including the Australian Accounting

Interpretations) and the Corporations Regulations 2001; and

b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 1.

#### Report on the Remuneration Report

We have audited the Remuneration Report included in pages 6 to 12 of the directors' report for the year ended 30 June 2015. 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.

#### Auditor's Opinion

In our opinion, the Remuneration Report of LandMark White Limited for the year ended 30 June 2015, complies with section 300A of the Corporations Act 2001.

# Matters Relating to the Electronic Presentation of the Audited Financial Report

This auditor's report relates to the financial report of LandMark White Limited for the year ended 30 June 2015 included on LandMark White Limited's web site. The company's directors are responsible for the integrity of the LandMark White Limited's web site. We have not been engaged to report on the integrity of the LandMark White Limited's web site. The auditor's report refers only to the financial report. It does not provide an opinion on any other information which may have been hyperlinked to/from these statements. If users of this report are concerned with the inherent risks arising from electronic data communications they are advised to refer to the hard copy of the audited financial report to confirm the information included in the audited financial report presented on this web site.

William Buck

Chartered Accountants ABN 16 021 300 521

William Buck

Molemill

Partner

Sydney, 24 September 2015

M A Nevill

CHARTERED ACCOUNTANTS

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Additional information required by the Australian Stock Exchange Limited Listing Rules and not disclosed elsewhere in this report is set out below.

The Company was admitted to the Australian Stock Exchange under rule 1.3.2(b).

# Shareholdings (as at 26 August 2015)

# **Substantial Shareholders**

The number of shares held by substantial shareholders and their associates are set out below:

Shareholder	Number of Ordinary Shares
White Valuations Pty Ltd	9,470,134
Piltz Holdings Pty Ltd	3,080,301
IHOP Pty Ltd & Associates	1,687,981

# **Voting Rights**

# **Ordinary Shares**

Holders of ordinary shares are entitled to one vote per share at shareholder meetings.

# Options

There are no voting rights attached to options.

# Distribution of equity security holders

# On-market buy-back

		hares		
Category	Number of Shareholders	Number of Shares	Number of Option Holders	Number of Options
1 - 1,000	25	16,810	-	-
1,001-5,000	279	992,658	-	-
5,001-10,000	95	797,985	-	-
10,001-50,000	154	3,888,829	-	-
50,001-100,000	22	1,666,356	-	-
100,001 and over	31	20,226,143	1	1,000,000
Total	607	27,588,781	1	1,000,000

There is no current on-market buy-back.

# Marketable Parcels

The number of shareholders holding less than a marketable parcel of 1,052 shares (based on closing price of \$0.475 on 26 August 2015) is 25 and they hold 16,010 securities.

# Twenty Largest Shareholders

Name	Number of Ordinary Shares held	Percentage of capital held
White Valuations Pty Ltd <glen a="" c="" fund="" super="" white=""></glen>	9,470,134	34.33
Brad Piltz Super Fund	2,265,105	8.21
IHOP Pty Ltd	1,151,952	4.18
McMullin Nominees Pty Ltd	1,098,942	3.98
Piltz Holdings Pty Ltd	809,196	2.93
Kevin King Pty Ltd	580,000	2.10
Llanzeal Pty Ltd	551,551	2.00
Phillips Consolidated Pty < Phillips Family Super Fund A/C>	350,000	1.27
Mr Christian Earnest Hansen & Mrs Fay Elizabeth Hansen < Hansen Family Super Fund A/C>	300,000	1.09
Mr Mark Sheffield Hancock & Mr Ian Denis Westwood	300,000	1.09
Mr Brett Andrew Gorman	273,534	0.99
Australian Executor Trustees	267,246	0.97
MPG Funds Management Ltd	262,495	0.95
Mr Alister John Forsyth	250,000	0.91
C N & W J Pointon Pty Ltd < Pointon Super Fund A/C>	235,000	0.85
Mr Gordon Coad & Miss Shirley Pratt < Coad & Pratt Super account>	200,000	0.72
Mr Christopher Holden	200,000	0.72
Mr Richard Andrew Booth	200,000	0.72
Bond Street Custodians Limited	196,651	0.71
Mrs Margaret Elaine Treseder	190,000	0.69
	19,116,806	69.29

# Offices and officers

# Company Secretary

Mr Frank Hardiman

# Principal Registered Office

Level 15

55 Clarence Street Sydney NSW 2000

Telephone: 02 8823 6300 Facsimile: 02 8823 6399 Website: www.lmw.com.au

# Location of Share Registry

Brisbane

Link Market Services

# Stock Exchange

The Company is listed on the Australian Securities Exchange.

# Other information

LandMark White Limited, incorporated and domiciled in Australia, is a publicly listed company limited by shares.

# 2015 Annual Report

LandMark White Limited and its Controlled Entities for the year ended 30 June 2015

ABN 50 102 320 329