



Australian Agricultural Projects Ltd

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**FINANCIAL REPORT**  
for the year ended 30 June 2017



# Australian Agricultural Projects Ltd

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## CORPORATE DIRECTORY

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### Directors

Mr Paul Robert Challis – Managing Director  
Mr Phillip John Grimsey – Non-Executive Director  
Mr Anthony Ho – Non-Executive Director

### Solicitor

HWL Ebsworth  
Level 26  
530 Collins Street  
Melbourne, Victoria, 3000

### Company Secretary

Mr Kimberley Arnold Hogg

### Share Registry

Computershare Investor Services Pty Ltd  
Level 11  
172 St George's Terrace  
Perth, Western Australia, 6000

### Principal Place of Business

Suite 2, 342 South Road  
Hampton East, Victoria, 3188

Facsimile: (61-3) 9532 1556

Telephone: (61-8) 9323 2000  
Facsimile: (61-8) 9323 2033

### Registered Office

79 Broadway  
Nedlands, Western Australia, 6009

Telephone: (61-8) 6389 2688  
Facsimile: (61-8) 6389 2588

### Stock Exchange

ASX Limited  
Level 40, Central Park  
152-158 St George's Terrace  
Perth, Western Australia, 6000

### Auditor

BDO East Coast Partnership  
Collins Square, Tower 4  
Level 18, 727 Collins Street  
Melbourne Victoria 3000

### Corporate Governance Statement

The Corporate Governance Statement for the financial year ended 30 June 2017 is dated as at 28 September 2017 and was approved by the Board on 28 September 2017. The statement is available on Australian Agricultural Projects Limited's website at <http://www.voopl.com.au/aap-shareholders>.

### Bankers

Commonwealth Bank of Australia  
Level 1, 482 Dean Street  
Albury, New South Wales, 2640

ASX Code: AAP



# Australian Agricultural Projects Ltd

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MANAGING DIRECTOR'S REVIEW

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28 September 2017

Dear Shareholders,

The Company has achieved its third annual operating profit in succession and has used the surplus cash flows from the year to continue to consolidate the balance sheet.

This result was achieved despite the lower than expected harvest due primarily to the low oil accumulation in the fruit arising from the late season. This confirms that the Company is in a position where the financial results are directly related to the annual harvest and will always be subject to the vagaries of climatic conditions.

The operating and financial reviews on pages 3 to 6 detail the performance for the year.

Your Company remains open to opportunities to expand its operations over the long term and in this aspect your directors appreciate your ongoing patience and support.

Yours faithfully

**PAUL CHALLIS**  
Managing Director



DIRECTORS' REPORT

The directors present their report together with the financial report of the consolidated entity, being Australian Agricultural Projects Ltd "the Company" and its subsidiaries, for the financial year ended 30 June 2017 and the auditor's report thereon.

**DIRECTORS**

The directors of the Company at any time during the year and to the date of this report are:

**Mr Paul Challis**

*Managing Director – Appointed 12 September 2007*

Mr Challis is an accountant with more than 20 years' experience in the finance, health and agricultural industries. Mr Challis has been involved with the olive industry, including a term as a director of the Australian olive industry's peak body – the Australian Olive Association, since the planting of the Company's first orchard in 2002. As part of his role as Managing Director, Mr Challis will continue to oversee grove operations.

**Mr Phillip Grimsey**

*Non-Executive Director – Appointed 12 September 2007*

Mr Grimsey is the founding partner of Grimsey Pty Ltd, a CPA practice specialising in the provision of an integrated financial services package to its predominantly professional client base. He has been actively involved in the development, structuring and marketing of the financial services of the group and has been a key contributor to the growth of Australian Agricultural Investments Ltd and its controlled entities (the "AAI Group").

Mr Grimsey will be retiring by rotation and seeking re-election by shareholders at the 2017 Annual General Meeting.

**Mr Anthony Ho**

*Non-Executive Director – Appointed 30 April 2003*

Mr Ho graduated in 1980 with a Bachelor of Commerce from the University of Western Australia. He qualified as a Chartered Accountant in 1983. Mr Ho is presently the principal of a public practice specialising in providing corporate and financial services to companies listed on the ASX. He is currently a director of a number of companies listed on ASX.

**COMPANY SECRETARY**

**Mr Kim Hogg**

*Company Secretary – Appointed 18 November 2003*

Mr Hogg has worked in the private sector for the past 20 years, predominantly in the coordination and documentation of capital raisings and as company secretary for both listed and unlisted companies. Mr Hogg is currently the secretary of a number of companies listed on the ASX.

**DIRECTORSHIPS IN OTHER LISTED ENTITIES**

Directorships of other listed entities held by directors of the Company during the last 3 years immediately before the end of the year are as follows:

Director	Company	Period of directorship	
		From	To
Mr P Challis	Nil	-	-
Mr P Grimsey	Nil	-	-
Mr A Ho	Alchemy Resources Limited	2011	Present
	Newfield Resources Limited	2011	Present
	Siburan Resources Limited	2009	November 2014
	Glory Resources Limited (now delisted)	2014	March 2016
	Mustera Property Group Ltd	2014	Present



DIRECTORS' REPORT (cont'd)

**DIRECTORS' INTERESTS**

The relevant interest of each director in the securities of the Company at the date of this report is as follows:

Director	Ordinary Shares 2017	Ordinary Shares 2016
Mr P Challis	12,473,845	12,473,845
Mr P Grimsey	33,263,585	33,263,585
Mr A Ho	2,000,001	2,000,001

**DIRECTORS' MEETINGS**

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

Director	Board Meetings		Nomination and Remuneration Committee Meetings		Audit and Risk Committee Meetings	
	Held	Attended	Held	Attended	Held	Attended
Mr P Challis	4	4	N/A	N/A	N/A	N/A
Mr P Grimsey	4	4	1	1	1	1
Mr A Ho	4	4	1	1	1	1

**Committee membership**

As at the date of the report, the Company had a Nomination and Remuneration Committee and an Audit and Risk Committee of the Board of Directors. Members acting on the committees of the Board during the financial year were:

Nomination and Remuneration Committee	Audit and Risk Committee
Mr P Grimsey (Chairman)	Mr A Ho (Chairman)
Mr A Ho	Mr P Grimsey

**PRINCIPAL ACTIVITY**

The Company's principal activity is the management of managed investment schemes and other investors olive groves located in Boort, Victoria.

**OPERATING AND FINANCIAL REVIEW**

**Financial result**

The Company advises that the trading result for the year ended 30 June 2017 was a profit of \$442,641 (2016: \$380,957) which is a pleasing result given the lower than expected harvest. The key components of this result are:

- A harvest of 710,400 litres (2016: 845,900 litres) from the orchard at Boort resulting in management and lease fees of \$2,658,993 (2016: \$ 3,069,736);
- Harvest and processing fees derived from orchards independent of the projects the Company manages;
- Lower than budgeted operating expenses principally as a consequence of lower than expected water prices although this benefit was partially offset by the longer than expected harvest; and
- An upwards revaluation of the orchard asset of \$216,075 (2016: \$189,318).



DIRECTORS' REPORT (cont'd)

The table below summarises the annual financial performance over the past five years and details how business EBITDA is heavily reliant upon the size of the annual harvest. This relationship has been strong over the period, especially so as the price the Company receives for its oil has been fixed under the olive oil supply agreement that arose from the sale of the Redisland brand at the end of 2012.

	2017	2016	2015	2014	2013
<b>Harvest volume</b>	<b>Litres</b>	<b>Litres</b>	<b>Litres</b>	<b>Litres</b>	<b>Litres</b>
VOOP	409,600	493,400	505,800	347,500	549,800
VOOP II	160,700	210,700	208,000	142,100	148,900
Peppercorn	140,100	141,800	237,900	119,100	185,500
Total harvest (litres)	710,400	845,900	951,700	608,700	884,200
	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>EBITDA attributable to AAP</b>	823,931	819,599	1,400,654	285,402	1,187,551
Depreciation	(284,315)	(275,096)	(283,940)	(283,970)	(423,580)
Interest	(313,050)	(352,864)	(386,501)	(416,984)	(636,530)
Revaluations/other add backs	216,075	189,318	(161,933)	223,315	(434,489)
Tax			-	-	(613,620)
<b>NPAT to AAP</b>	442,641	380,957	568,280	(192,237)	(920,668)

The Company's surplus operating cash flows for 2017 amounted to \$334,022, similar to the previous year's surplus of \$382,872 despite the lower operating receipts resulting from the 2016 harvest being lower than the 2015 harvest. This surplus was utilised in the reduction of structured equipment finance of \$202,820 and the balance was reflected as an increase in cash at bank. The core CBA finance facilities and shareholder loans remain on an interest only basis. It is expected that the operating cash surplus for the next twelve months will be less than that for the 2017 year as a consequence of the lower harvest.

The net tangible assets of 3.86 cents (2016: 3.57 cents) per share continues to improve with the ongoing consolidation in the balance sheet.

**The olive orchards**

*Operations*

The Company continues to be a low cost producer of extra virgin olive oil and to provide effective services to the projects it manages. This year the Company was also able to supply a cost effective harvest and processing solution to an independent local orchard which has been brought back into production.

The significant features of this season were:

- The lower than expected cost of water largely due to the wet winter and spring in 2016. This allowed the Company to acquire water at prices well below the initial management budget as well as to acquire approximately a third of the 2017/8 water requirement in advance;
- The late flowering that occurred in the second half of November 2016. This led to a later than normal maturing of the fruit as well as less time for oil accumulation which had a negative impact on oil yield as described below; and
- The longer than usual harvest which resulted from the attempt to maximise the maturity of the fruit as well as the additional time it took to complete the third party harvest.



DIRECTORS' REPORT (cont'd)



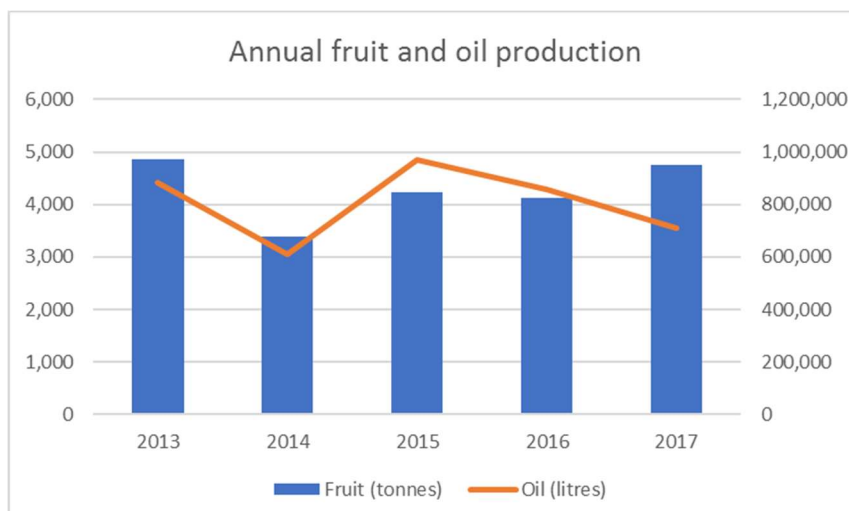
The orchard is generally in excellent health with the exception of the Barnea variety as previously reported. The replanting programme of this variety continues with up to 20,000 trees to be replanted this season. All of these trees are in the Victorian Olive Oil Project, the first planting by the Company in 2002. We expect it will take three to four years before these trees begin commercial production again, however, the contribution of the trees to be replanted has been reducing to a point where their removal will not have a significant impact on current production levels.

In addition to the replanting it is expected the Company will upgrade its filtration and irrigation control systems over the next season resulting in greater flexibility and control over the irrigation of the orchard.

We will continue to comment on orchard activity in our quarterly announcements.

*Yield*

The total amount of fruit harvested this season was the second highest at the orchard (refer graph below) and that was despite some of the Barnea blocks having very low fruit yields. Unfortunately, due to the late flowering and ripening of the fruit, the oil accumulation during the season was very low resulting in the second lowest volume of oil produced over the past five years.







## DIRECTORS' REPORT (cont'd)

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The final oil content (volume of oil divided by the weight of fruit) this season was 14.9% whereas the average for the previous four years had been 20.0%. Low oil content was experienced across all olive orchards in the region this season and is independent of management's efforts. Had this season's oil content been close to the 20.0% average, then we would have expected total oil volumes in excess of 900,000 litres. We expect this key driver to oil yields to return to normal levels next year.

All of the extra virgin olive oil produced has been accepted by Boundary Bend under the Olive Oil Supply Agreement and will be sold to them over the first ten months of this financial year. These sales will complete the fixed price component of the agreement and the 2018 harvest will trigger the farm gate pricing formula which is a price extrapolated from the weighted average retail price of sales of packaged goods by Boundary Bend. In this way the future price the Company will receive will be subject to movements in retail prices and local market conditions.

### *Forestry Project*

The Company made a bid during the year to manage a forestry MIS project as well as to acquire the underlying land in conjunction with the growers in the project. While the bid was not successful, we are pleased to note that the project has been able to successfully reconstruct itself along the lines we envisaged.

### **Looking forward**

The Company remains open to other agricultural investments that would complement its current asset and skill base but in the interim will continue to focus on the long term improvement to the underlying orchard assets. Consistent with this approach is the ongoing strengthening of the balance sheet in order to provide an environment where the agricultural risk associated with the business can be best managed.

### **Appreciation**

On behalf of the board, I thank our small management team who continue to manage the orchard to a high standard. The Directors take this opportunity to record their appreciation.

### **Impact of legislation and other external requirements**

The Board believes that the consolidated entity has adequate systems in place for the management of its environmental regulations and is not aware of any breach of those environmental requirements as they apply to the consolidated entity. There were no changes in environmental or other legislative requirements during the year that have significantly affected the results or operations of the consolidated entity.

### **SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS**

There has not been any significant change in the state of affairs of the Company during the year.

### **RESULTS**

The consolidated entity reported a profit of \$442,641 (2016: \$380,957) after income tax for the year.

### **DIVIDENDS**

No dividend has been declared or paid by the Company during the year or to the date of this Report.



## DIRECTORS' REPORT (cont'd)

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### **MATTERS SUBSEQUENT TO REPORTING DATE**

Other than any matters described in these financial statements, there has not arisen in the interval between the end of the year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors to affect significantly the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

### **LIKELY DEVELOPMENTS**

The consolidated entity will continue to operate the olive grove at Boort in line with the discussion above in the Operating and Financial Review.

### **OPTIONS**

#### **Options granted during the year**

There were no options granted during the financial year. No options have been granted since the end of the financial year. No options were exercised during the year and no options lapsed during the year. There were no options on issue at 30 June 2017.

### **INDEMNIFICATION AND INSURANCE OF OFFICERS**

#### **Indemnification**

The Company has agreed to indemnify the current directors and company secretary of the Company against all liabilities to another person (other than the Company or a related body corporate) that may arise from their position as directors of the Company, except where the liability arises out of conduct involving a lack of good faith.

The agreement stipulates that the Company will meet, to the maximum extent permitted by law, the full amount of any such liabilities, including costs and expenses.

#### **Insurance Premiums**

The Company paid a premium, during the year in respect of a director and officer liability insurance policy, insuring the directors of the Company, the company secretary, and all executive officers of the Company against a liability incurred as such a director, secretary or executive officer to the extent permitted by the Corporations Act 2001. The directors have not included details of the nature of the liabilities covered or the amount of the premium paid in respect of the directors' and officers' liability and legal expenses' insurance contracts; as such disclosure is prohibited under the terms of the contract.

### **INDEMNIFICATION AND INSURANCE OF AUDITORS**

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

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

### **PROCEEDINGS ON BEHALF OF THE COMPANY**

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

### **NON-AUDIT SERVICES**

No non-audit services were provided by the consolidated entity's auditor, BDO East Coast Partnership.



**DIRECTORS' REPORT (cont'd)**

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**OFFICERS OF THE COMPANY WHO ARE FORMER AUDIT PARTNERS OF BDO EAST COAST PARTNERSHIP**

There are no officers of the Company who are former audit partners of BDO East Coast Partnership.

**REMUNERATION REPORT**

The remuneration report is set out on pages 10 to 16 and forms part of the Directors' Report.

**AUDITOR'S INDEPENDENCE DECLARATION**

The auditor's independence declaration is set out on page 9 and forms part of the Directors' Report.

Dated at Melbourne, Victoria this 28th day of September 2017.

Signed in accordance with a resolution of the directors, made pursuant to s298(2)(a) of the Corporations Act 2001.

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Paul Challis  
*Managing Director*

**DECLARATION OF INDEPENDENCE BY RICHARD DEAN TO THE DIRECTORS OF AUSTRALIAN AGRICULTURAL PROJECTS LIMITED**

As lead auditor of Australian Agricultural Projects Limited for the year ended 30 June 2017, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Australian Agricultural Projects Limited and the entities it controlled during the period.



Richard Dean  
Partner

**BDO East Coast Partnership**

Melbourne, 28 September 2017



## REMUNERATION REPORT (AUDITED)

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This Remuneration Report outlines the director and executive remuneration arrangements of the Company and the consolidated entity in accordance with the requirements of the *Corporations Act 2001* ("the Act") and its regulations. This information has been audited as required by section 308(3C) of the Act.

For the purposes of this report, key management personnel of the consolidated entity are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company and the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company.

### KEY MANAGEMENT PERSONNEL

The following were key management personnel of the consolidated entity at any time during the financial year and unless otherwise indicated were key management personnel for the entire financial year:

#### Directors

Name	Position held
Mr P Challis	Managing Director
Mr P Grimsey	Non-Executive Director
Mr A Ho	Non-Executive Director

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#### Other Key Management Personnel

Name	Position held
Mr K Hogg	Company Secretary

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### REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Board of Directors of the Company is responsible for determining and reviewing remuneration policies for the directors and executives. If necessary, the Nomination and Remuneration Committee obtains independent advice on the appropriateness of remuneration packages given trends in comparable companies and in accordance with the objectives of the consolidated entity.

### PRINCIPLES OF REMUNERATION

The remuneration structures explained below are competitively set to attract and retain suitably qualified and experienced candidates, reward the achievement of strategic objectives and achieve the broader outcome of creation of value for shareholders. The remuneration structures take into account:

- the capability and experience of the key management personnel;
- the key management personnel's ability to control the relevant segments performance;
- the consolidated entity's performance including:
  - the consolidated entity's earnings; and
  - the growth in share price and delivering constant returns on shareholder wealth.



REMUNERATION REPORT (AUDITED)

**REMUNERATION STRUCTURE**

In accordance with best practice corporate governance, the structure of non-executive directors' remuneration is clearly distinguished from that of executives.

**Non-executive director remuneration**

The Constitution and the ASX Listing Rules specify that the aggregate remuneration of non-executive directors shall be determined from time to time by a general meeting. Total remuneration for all non-executive directors, last voted upon by shareholders at the 2003 General Meeting, is not to exceed \$100,000 per annum. Directors' fees cover all main board activities and membership of committees.

Non-executive directors do not receive any retirement benefits, nor do they receive any performance related compensation. Non-executive directors' fees as at the reporting date is as follows:

Name	Non-executive directors' fees (per annum)
Mr P Grimsey	-
Mr A Ho	\$12,000

**Executive remuneration**

Remuneration for executives is set out in employment agreements.

Executive directors may receive performance related compensation but do not receive any retirement benefits, other than statutory superannuation.

**Fixed remuneration**

Fixed remuneration consists of base compensation as well as employer contributions to superannuation funds.

Fixed remuneration is reviewed by the Nomination and Remuneration Committee through a process that considers individual and overall performance of the consolidated entity. As noted above, the Nomination and Remuneration Committee has access to external advice independent of management.

**Other benefits**

Key management personnel may receive benefits such as car allowances, and the Company pays fringe benefits tax on these benefits.

**Long-term incentives**

Long-term incentives (LTI) may be provided to key management personnel via the Australian Agricultural Projects Ltd Employee Option Scheme (EOS). The LTI are provided as options over ordinary shares of the Company to key management personnel based on their position within the consolidated entity. Vesting conditions may be imposed on any LTI grants if considered appropriate, in accordance with the EOS's terms and conditions.

LTI are considered to promote continuity of employment and provide additional incentive to recipients to increase shareholder wealth. Options may only be issued to directors subject to approval by shareholders in general meeting.

The Company has introduced a policy that prohibits employees and directors of the consolidated entity from entering into transactions that operate or are intended to operate to limit the economic risk or are designed or intended to hedge exposure to unvested Company securities. This includes entering into arrangements to hedge their exposure to LTI granted as part of their remuneration package. This policy may be enforced by requesting employees and directors to confirm compliance.



REMUNERATION REPORT (cont'd)

**REMUNERATION STRUCTURE (cont'd)**

**Consequences of performance on shareholder wealth**

In considering the consolidated entity's performance and benefits for shareholder wealth, the directors have regard to the following indices in respect of the current financial year and the previous four financial years:

	2017	2016	2015	2014	2013
Profit/(loss) for the year	\$442,641	\$380,957	\$568,280	(\$459,963)	\$1,924,789
Dividends paid	Nil	Nil	Nil	Nil	Nil
Change in share price	0.9 cents	1.4 cents	0.1 cents	-	-
Share price at beginning of the period	2.5 cents	1.1 cents	1.0 cents	1.0 cents	1.0 cents
Share price at end of the period	3.4 cents	2.5 cents	1.1 cents	1.0 cents	1.0 cents
Earnings per share	0.29 cents	0.25 cents	0.37 cents	(0.30 cents)	1.20 cents

The overall level of key management personnel's compensation takes into account the performance of the consolidated entity since the Company's incorporation on 30 April 2003. As a result, the level of compensation has remained relatively unchanged, other than the increase or decrease in compensation levels due to the appointment or resignation of key management personnel.

There were no performance related remuneration transactions during the financial year (2016: Nil).

**USE OF REMUNERATION CONSULTANTS**

The Nomination and Remuneration Committee did not engage the services of a remuneration consultant during the year.

**VOTING AND COMMENTS MADE AT THE COMPANY'S 2016 ANNUAL GENERAL MEETING**

The Remuneration Report for the 2016 financial year received positive shareholder support at the 2016 AGM with a vote of more than 90% in favour. The Company did not receive any specific feedback at the AGM or throughout the year on its remuneration practices.

**EMPLOYMENT AGREEMENTS**

The consolidated entity has employment agreements with all senior executives who are not directors, that are capable of termination between one and three months' notice. The terms of the contracts are open ended although the consolidated entity retains the right to terminate a contract immediately by making payment equal to the termination period in lieu of notice. The key executives are also entitled to receive on termination of employment their statutory entitlements of accrued annual and long service leave, together with any superannuation benefits.

The employment contract outlines the components of compensation paid to each executive but does not prescribe how compensation levels are to be modified year to year. Compensation levels are reviewed each year to take into account cost of living changes, any change in the scope of the role performed by the executive and any changes to meet the principles of remuneration.

All directors of the Company are employed under a letter of appointment. The letters of appointment set out remuneration details and are rolling with no fixed term.



# Australian Agricultural Projects Ltd

ABN 19 104 555 455

## REMUNERATION REPORT (cont'd)

### REMUNERATION OF KEY MANAGEMENT PERSONNEL

Details of the nature and amount of each major element of the remuneration of each key management person of the consolidated entity are:

		SHORT TERM		LONG TERM	POST-EMPLOYMENT	SHARE-BASED PAYMENTS	Total	Proportion of remuneration performance related %	Value of options as proportion of remuneration %
		Salary & fees \$	Other benefits \$	Long term benefits* \$	Superannuation benefits \$	Options \$			
<b>Directors</b>									
<i>Non-executive</i>									
Mr P Grimsey	2017	-	-	-	-	-	-	-	-
	2016	-	-	-	-	-	-	-	-
Mr A Ho	2017	12,000	-	-	-	-	12,000	-	-
	2016	12,000	-	-	-	-	12,000	-	-
<i>Executive</i>									
Mr P Challis	2017	140,000	-	2,743	13,300	-	156,043	-	-
	2016	140,000	-	8,319	13,300	-	161,619	-	-
<b>Total, all directors</b>	<b>2017</b>	<b>152,000</b>	<b>-</b>	<b>2,743</b>	<b>13,300</b>	<b>-</b>	<b>168,043</b>	<b>-</b>	<b>-</b>
	<b>2016</b>	<b>152,000</b>	<b>-</b>	<b>8,319</b>	<b>13,300</b>	<b>-</b>	<b>173,619</b>	<b>-</b>	<b>-</b>





REMUNERATION REPORT (cont'd)

		SHORT TERM		LONG TERM	POST-EMPLOYMENT	SHARE-BASED PAYMENTS			
		Salary & fees \$	Other benefits \$	Long term benefits* \$	Superannuation benefits \$	Options \$	Total \$	Proportion of remuneration performance related %	Value of options as proportion of remuneration %
<b>Other key management personnel</b>									
<i>Consolidated</i>									
Mr K Hogg	2017	-	-	-	-	-	-	-	-
	2016	-	-	-	-	-	-	-	-
<b>Total, all key management personnel</b>									
	2017	-	-	-	-	-	-	-	-
	2016	-	-	-	-	-	-	-	-
<b>Total, all directors and key management personnel</b>									
	2017	152,000	-	2,743	13,300	-	168,043	-	-
	2016	152,000	-	8,319	13,300	-	173,619	-	-

\* Long term benefits relate to the change in long service leave entitlements from the previous year.



REMUNERATION REPORT (cont'd)

**OPTION HOLDINGS BY KEY MANAGEMENT PERSONNEL**

There are no options held by key management personnel, and there were no movements during the year (2016: also nil).

**SHAREHOLDINGS OF KEY MANAGEMENT PERSONNEL**

	Held at 1 July 2016	Purchases	Received on exercise of options	Other changes	Held at 30 June 2017
<b>Directors</b>					
Mr P Challis	12,473,845	-	-	-	12,473,845
Mr P Grimsey	33,263,585	-	-	-	33,263,585
Mr A Ho	2,000,001	-	-	-	2,000,001

	Held at 1 July 2015	Purchases	Received on exercise of options	Other changes	Held at 30 June 2016
<b>Directors</b>					
Mr P Challis	12,473,845	-	-	-	12,473,845
Mr P Grimsey	33,263,585	-	-	-	33,263,585
Mr A Ho	2,000,001	-	-	-	2,000,001

No shares were granted to key management personnel during the reporting year as compensation in 2017 or 2016.

**Other key management personnel transactions with the Company or its controlled entities**

A number of key management persons, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities.

A number of those entities transacted with the Company or its subsidiaries during the financial year. The terms and conditions of those transactions were no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to unrelated entities on an arm's length basis.

The aggregate amounts recognised during the year relating to key management personnel and their related parties were as follows:

Transaction	Note	Transactions value year ended 30 June		Balance outstanding as at 30 June		
		2017 \$	2016 \$	2017 \$	2016 \$	
<b>Directors</b>						
Mr A Ho	Secretarial and accounting fees	(i)	-	-	(79,775)	(126,060)
Mr P Grimsey and Mr P Challis	Management fees	(ii)	494,282	338,749	-	-
	Shareholder Loans	(iii)	-	-	(1,466,000)	(1,466,000)
	Interest paid on loans	(iv)	112,280	112,280	(137,500)	(212,463)



REMUNERATION REPORT (cont'd)

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**Other key management personnel transactions with the Company or its controlled entities (continued)**

*Notes in relation to the table of related party transactions*

- (i) A company associated with Mr Ho, provides company secretarial services in connection with the operations of the consolidated entity. No fees were charged in the year.
- (ii) The consolidated entity manages an olive orchard for a company in which Mr P Challis and Mr P Grimsey are both beneficially entitled to minority shareholdings (approx 1.3% each). The management fees for this project had been paid in accordance with production sharing agreement. The fees charged for this project are of a similar amount and nature as the fees charged for management of other projects managed by the consolidated entity.
- (iii) The consolidated entity entered into shareholder loan agreements with entities associated with Mr P Grimsey (\$339,000) and Mr P Challis (\$127,000) in 2009. In addition, an entity associated with Mr P Challis has provided a \$1,000,000 unsecured loan facility to the Company, which was fully drawn at 30 June 2017.
- (iv) The consolidated entity pays interest in relation to the unsecured shareholder loan agreements referred to in note (iii). Average interest rate for the year was 7.71%

**SHARE-BASED COMPENSATION**

**Equity based payments**

There were no equity based payments during the year ended 30 June 2017 (2016: Nil).

*Employee option scheme*

The Company operates an incentive scheme known as the Australian Agricultural Projects Ltd Employee Option Scheme ("EOS") approved at the general meeting on 30 May 2003.

The maximum number of options that can be granted under the Scheme is restricted to 5% of the total issued shares as at the date of the grant of options. There is no issue price for any options granted under the EOS.

Each option is convertible to one ordinary share. The exercise price of the options, determined in accordance with the terms of the plan, is the highest of:

- 110% of the market price of the Company's shares on the date on which the options are issued;
- 20 cents; or
- any greater price determined by the Directors.

All options expire on the earlier of their expiry date or one month after termination of the employee's employment.

There were no options issued under the employee share scheme during the year ended 30 June 2017 (2016: nil).

At 30 June 2017 there were no option on issue under this scheme.

*Modification of terms of equity-settled share-based payment transactions*

No terms of equity-settled share-based payment transactions (including options and rights granted as compensation to a key management person) have been altered or modified by the issuing entity during the reporting period or the prior period.



# Australian Agricultural Projects Ltd

ABN 19 104 555 455

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME for the year ended 30 June 2017

	Note	2017 \$	2016 \$
Revenue	3	3,339,207	3,460,844
Cost of sales		(2,240,792)	(2,361,842)
Gross profit		<u>1,098,415</u>	<u>1,099,002</u>
Other income	4	463	1,107
Corporate and administrative expenses		(274,947)	(280,510)
Depreciation and amortisation		(284,315)	(275,096)
Borrowing costs		(313,050)	(352,864)
Net fair value gain on investment property	13	216,075	189,318
<b>Profit before income tax</b>		<u><b>442,641</b></u>	<u><b>380,957</b></u>
Income tax expense	7	-	-
<b>Profit after income tax</b>		<u><b>442,641</b></u>	<u><b>380,957</b></u>
Other Comprehensive Income		-	-
<b>Total Comprehensive Income attributable to the members of Australian Agricultural Projects Limited</b>		<u><u><b>442,641</b></u></u>	<u><u><b>380,957</b></u></u>
Basic earnings per share	20	0.29	0.25
Diluted earnings per share	20	0.29	0.25

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



# Australian Agricultural Projects Ltd

ABN 19 104 555 455

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION as at 30 June 2017

	Note	2017 \$	2016 \$
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	8	192,100	36,541
Trade and other receivables	9	2,641,856	2,889,453
Inventories	10	295,128	357,350
Other current assets	11	98,057	67,283
<b>Total Current Assets</b>		<b>3,227,141</b>	<b>3,350,627</b>
<b>NON-CURRENT ASSETS</b>			
Property, plant & equipment	12	1,188,314	1,414,195
Investment property	13	8,789,560	8,573,485
<b>Total Non-Current Assets</b>		<b>9,977,874</b>	<b>9,987,680</b>
<b>TOTAL ASSETS</b>		<b>13,205,015</b>	<b>13,338,307</b>
<b>CURRENT LIABILITIES</b>			
Bank overdraft	8	492,874	494,525
Trade and other payables	14	2,390,653	2,855,076
Provisions	15	295,680	287,161
Loans and borrowings	16	996,566	1,107,932
<b>Total Current Liabilities</b>		<b>4,175,773</b>	<b>4,744,694</b>
<b>NON-CURRENT LIABILITIES</b>			
Loans and borrowings	16	3,145,946	3,152,958
<b>Total Non-Current Liabilities</b>		<b>3,145,946</b>	<b>3,152,958</b>
<b>TOTAL LIABILITIES</b>		<b>7,321,719</b>	<b>7,897,652</b>
<b>NET ASSETS</b>		<b>5,883,296</b>	<b>5,440,655</b>
<b>EQUITY</b>			
Issued capital	17	22,840,966	22,840,966
Reserves	17	259,784	259,784
Accumulated losses		(17,217,454)	(17,660,095)
<b>TOTAL EQUITY</b>		<b>5,883,296</b>	<b>5,440,655</b>

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

**CONSOLIDATED STATEMENT OF CASH FLOWS**  
for the year ended 30 June 2017

	<b>Note</b>	<b>2017</b>	<b>2016</b>
		<b>\$</b>	<b>\$</b>
<b>Cash flows from operating activities</b>			
Cash receipts in the course of operations		4,010,932	4,411,138
Cash payments in the course of operations		(3,290,792)	(3,597,269)
Interest received		463	1,107
Interest paid		(386,581)	(432,104)
<b>Net cash provided by operating activities</b>	<b>24</b>	<b>334,022</b>	<b>382,872</b>
<b>Cash flows from investing activities</b>			
Payments for property, plant and equipment		(58,434)	(141,773)
<b>Net cash used in investing activities</b>		<b>(58,434)</b>	<b>(141,773)</b>
<b>Cash flows from financing activities</b>			
Proceeds from hire purchase facilities		84,442	122,272
Repayment of secured bank facilities		-	(225,000)
Repayment of hire purchase liabilities		(202,820)	(164,890)
<b>Net cash used in financing activities</b>		<b>(118,378)</b>	<b>(267,618)</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>		<b>157,210</b>	<b>(26,519)</b>
<b>Cash and cash equivalents at the beginning of the year</b>		<b>(457,984)</b>	<b>(431,465)</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>8</b>	<b>(300,774)</b>	<b>(457,984)</b>

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



# Australian Agricultural Projects Ltd

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## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the year ended 30 June 2017

	Issued capital \$	Reserves \$	Accumulated losses \$	Total \$
<b>Balance as at 1 July 2015</b>	<b>22,840,966</b>	<b>259,784</b>	<b>(18,041,052)</b>	<b>5,059,698</b>
Profit for the year after income tax	-	-	380,957	380,957
Other comprehensive income for the year	-	-	-	-
Total comprehensive income for the year	-	-	380,987	380,957
<b>Balance as at 30 June 2016</b>	<b>22,840,966</b>	<b>259,784</b>	<b>(17,660,095)</b>	<b>5,440,655</b>
<b>Balance as at 1 July 2016</b>	<b>22,840,966</b>	<b>259,784</b>	<b>(17,660,095)</b>	<b>5,440,655</b>
Profit for the year after income tax	-	-	442,641	442,641
Other comprehensive income for the year	-	-	-	-
Total comprehensive income for the year	-	-	442,641	442,641
<b>Balance as at 30 June 2017</b>	<b>22,840,966</b>	<b>259,784</b>	<b>(17,217,454)</b>	<b>5,883,296</b>

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



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
for the year ended 30 June 2017

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## 1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

### Reporting entity

The consolidated financial report of Australian Agricultural Projects Ltd for the year ended 30 June 2017 was authorised for issue in accordance with a resolution of the directors on 28th September 2017.

Australian Agricultural Projects Ltd (the **Company**) is a company limited by shares incorporated in Australia whose shares are quoted on the Australian Securities Exchange. The registered office for the Company is 79 Broadway, Nedlands, Western Australia, 6009 and the principal place of business is Suite 2, 342 South Road, Hampton East VIC 3188.

Separate financial statements for Australian Agricultural Projects Ltd as an individual entity are no longer presented as consequence of a change to the Corporation Act 2001, however limited financial information for Australian Agricultural Projects Limited as an individual entity is included in Note 25.

The nature of the operations and principal activities of the consolidated entity are described in the Directors' Report.

### Basis of preparation

#### *Statement of compliance*

The financial report is a general-purpose financial report, which has been prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards (**AASBs**) and other authoritative pronouncements of the Australian Accounting Standards Board (**AASB**) as appropriate for profit oriented entities. The consolidated financial report of the consolidated entity also complies with the International Financial Reporting Standards (**IFRSs**) as issued by the International Accounting Standards Board.

#### *Basis of measurement*

The financial report is prepared on the accruals basis and the historical cost basis with the exception of financial assets and liabilities and the investment property which are recorded at fair value. The financial report is presented in Australian dollars and all values are rounded to the nearest dollar unless otherwise stated.

#### *Significant accounting policies*

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

### Going Concern

The financial report has been prepared on the basis of a going concern, as the directors expect the consolidated entity to be in a position to pay its debts as and when they become due for a period of twelve months from the date of approving this financial report.

The long term profitability and cash flows of the consolidated entity are dependent upon the volume of future harvests along with the value of extra virgin olive oil. These factors are subject to many influences outside of the consolidated entity's control such as growing conditions, movements in the AUD exchange rate and global supply conditions. These uncertainties create some doubt about the consolidated entity's profitability and cashflows beyond the twelve month forecast period.

Separate to the continuation of normal operations, the consolidated entity has the ability to restructure its existing finance facilities or to raise funds from additional capital raising from existing shareholders or make a placement of shares to institutional or sophisticated investors.

Should the consolidated entity be unable to continue as a going concern it may be required to realise its assets and discharge its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or the amount of liabilities that might result should the consolidated entity be unable to continue as a going concern and meet its debts as and when they fall due.





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
for the year ended 30 June 2017

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**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Significant accounting judgements, estimates and assumptions**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements and estimates on historical experience and on other various factors it believes to be reasonable under the circumstances, the results of which form the basis of the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in the following notes:

- (a) Note 7 - Recognition of Deferred Tax Assets
- (b) Note 13 - Investment Property

**Principles of consolidation**

*Subsidiaries*

Subsidiaries are entities controlled by the consolidated entity.

Control exists when the reporting entity is exposed, or has the rights, to variable returns from its involvement with another entity and has the ability to affect those returns through its 'power' over that other entity. The reporting entity has power when it has rights that give it the current ability to direct the activities that significantly affect the investee's returns. The consolidated entity not only has to consider its holdings and rights but also the holdings and rights of other shareholders in order to determine whether it has the necessary power for consolidation purposes.

The financial statements of subsidiaries are included in the consolidated financial statements from the date control commences until the date control ceases.

In the Company's financial statements, investments in subsidiaries are carried at cost less any impairment charges.

*Transactions eliminated on consolidation*

Intra-group balances, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

**Foreign currency**

*Functional and presentation currency*

Both the functional and presentation currency of the company and its Australian subsidiaries is Australian dollars (\$). The United States subsidiaries' functional currency is United States Dollars which is translated to presentation currency. The United States subsidiaries are non-operating and have no assets or liabilities denominated in US dollars.

Exchange variations resulting from the translation are recognised in the foreign currency translations reserve in equity.

On consolidation, exchange differences arising from the translation of the net investment in United States subsidiaries are taken to the foreign currency translation reserve. If a United States subsidiary were sold, the proportionate share of exchange differences would be transferred out of equity and recognised in the statement of profit or loss and other comprehensive income.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
for the year ended 30 June 2017

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**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Segment reporting**

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

Operating segments that meet the quantitative criteria as prescribed by AASB 8 are reported separately. However, an operating segment that does not meet the quantitative criteria is still reported separately where information about the segment would be useful to users of the financial statements. Information about other business activities and operating segments that are below the quantitative criteria are combined and disclosed in a separate category for "all other segments".

**Cash and cash equivalents**

Cash and cash equivalents in the statement of financial position comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purposes of the statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts. Bank overdrafts are included in current liabilities in the statement of financial position.

**Trade and other receivables**

Trade receivables, which generally have 30-90 day terms, are recognised and carried at original invoice amount less an allowance for any uncollectible monies. An allowance for doubtful debts is made when there is objective evidence that the consolidated entities will not be able to collect the debts. Bad debts are written off when identified.

**Financial instruments**

*Non-derivative financial instruments*

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

Non-derivative financial instruments are recognised initially at fair value plus, for instruments not at fair value through profit or loss, any directly attributable transaction costs. Subsequent to initial recognition non-derivative financial instruments are measured as described below.

Fair values of financial assets and liabilities are determined in accordance with generally accepted pricing models based on estimated future cash flows.

A financial instrument is recognised if the consolidated entity becomes a party to the contractual provisions of the instrument. Financial assets are derecognised if the consolidated entity's contractual rights to the cash flows from the financial assets expire or if the consolidated entity transfers the financial asset to another party without retaining control or substantially all risks and rewards of the asset. Regular purchases and sales of financial assets are accounted for at trade date, i.e., the date that the consolidated entity commits itself to purchase or sell the asset. Financial liabilities are derecognised if the consolidated entity's obligations specified in the contract expire or are discharged or cancelled.

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the consolidated entity's cash management are included as a component of cash and cash equivalents for the purposes of the statement of cash flows.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

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**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Issued capital**

Incremental costs directly attributable to issue of ordinary shares and share options are recognised as a deduction from equity, net of any related income tax benefit.

**Property, plant and equipment**

*Recognition and measurement*

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes expenditures that are directly attributable to the acquisition of the asset.

*Subsequent costs*

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the consolidated entity and its cost can be measured reliably. The costs of day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

*Depreciation*

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Land is not depreciated.

The estimated useful lives are as follows:

Plant and equipment	2.5 to 14 years
Motor vehicles	5 to 10 years
Office furniture and equipment	2.5 to 14 years
Buildings	10 to 25 years

Depreciation methods, useful lives and residual values are reassessed at the reporting date.

**Investment property**

Investment properties are measured initially at cost, including transaction costs. The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met, and excludes the costs of day-to-day servicing of an investment property. Subsequent to initial recognition, investment properties are stated at fair value, which is based on discounted cash flows of future income streams, adjusted if necessary, for any difference in the nature, location or condition of the specific asset at the reporting date. Gains or losses arising from changes in the fair values of investment properties are recognised in profit or loss in the year in which they arise.

Investment properties are derecognised either when they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognised in profit or loss in the year of retirement or disposal.

**Leased assets**

Leases under which the consolidated entity assumes substantially all the risks and benefits of ownership are classified as finance leases. Upon initial recognition the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to the initial recognition, the asset is accounted for in accordance with the accounting policy applicable to the asset.

Other leases are operating leases and the leased assets are not recognised in the consolidated entity's statement of financial position.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

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**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Impairment**

*Financial assets*

A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised.

*Non-financial assets*

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

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. A cash-generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups. Impairment losses are recognised in profit or loss. 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 *pro rata* 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 each reporting date 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.

**Inventories**

Inventories are measured at the lower of cost and net realisable value. Net realisable value is the estimated selling price less associated costs to sell.

**Provisions**

A provision is recognised if, as a result of a past event, the consolidated entity has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. The time value of money is not material to the currently recognised provisions and they are not discounted to expected future cash flows at a pre-tax rate.

**Employee Benefits**

*Short-term employee benefits*

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

*Other long-term employee benefits*

The liability for annual leave and long service leave not expected to be settled within 12 months of the reporting date are measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

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**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Employee Benefits (continued)**

*Defined contribution superannuation expense*

Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

*Share-based payments*

The consolidated entity provides benefits to employees (including directors) of the consolidated entity in the form of share-based payment transactions, whereby employees render services in exchange for shares or rights over shares.

The Company operates an incentive scheme to provide these benefits, known as the Australian Agricultural Projects Limited Employee Option Scheme ("EOS") approved at the general meeting on 30 May 2003.

The cost of these share-based payment transactions is measured by reference to the fair value at the date at which the options are granted. The fair value is determined using a Black-Sholes model.

In valuing share-based payment transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of Australian Agricultural Projects Limited ('market conditions').

The cost of share-based payment transactions is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award ('vesting date').

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the number of awards that, in the opinion of the directors of the Company, will ultimately vest. This opinion is formed based on the best available information at balance date. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of earnings per share.

**Revenue**

Revenue is recognised and measured at the fair value of the consideration received or receivable to the extent it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

*Sale of goods*

Revenue from the sale of goods is recognised when there has been a transfer of risks and rewards to the customer, no further work or processing is required, the quantity and quality of the goods has been determined, the price is fixed and generally title has passed.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

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**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Revenue (continued)**

*Rendering of services*

Revenue from the management and ongoing maintenance of the orchard schemes not subject to production sharing is recognised by reference to separate contracts. The rates are set at the beginning of the financial year and billed when proceeds from the sale of the produce is available.

*Production sharing revenue*

Revenue from the production sharing arrangement is earned under lease and management agreements whereby the company is entitled to an agreed percentage of the crops proceeds. Revenue is recognised once the company has sufficient information to enable determination with reasonable certainty of the Company's share of the value of the oil.

*Interest Revenue*

Revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

*Rental Revenue*

Rental revenue from investment properties is accounted for on a straight-line basis over the lease term. Contingent rental income is recognised as income in the period in which it is earned.

**Lease payments**

Payments made under operating leases are recognised in profit or loss on a straight line basis over the term of the lease.

Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

**Income tax**

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit or loss 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 reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognisable for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

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**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Income tax (continued)**

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

*Tax consolidation*

The Company and its wholly-owned Australian resident entities formed a tax-consolidated group on 1 July 2007. As a consequence, all members of the tax-consolidated group are taxed as a single entity from that date. The head entity within the tax-consolidated group is Australian Agricultural Projects Limited.

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 'separate taxpayer within group' approach by reference to the carrying amount of assets and liabilities in the separate financial statements of each entity and the tax values applying under tax consolidation.

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 asset 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 is recognised by the head entity only.

*Tax funding agreement*

The head entity, in conjunction with other members of the tax-consolidated group, has entered into a tax funding agreement which sets out the funding obligations of members of the tax-consolidated group in respect of tax amounts. Amounts are recognised as payable to or receivable by the head entity and each member of the group in relation to any tax liability/asset assumed by the head entity.

**Goods and Services Tax**

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

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

The net amount of GST recoverable from, or payable to, the ATO is included as a current asset or liability in the statement of financial position.

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.

**Loans and borrowings**

Loans are recognised at their principal amount, subject to set-off arrangements. Borrowing costs are recognised as an expense when incurred.

**Payables**

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether or not billed to the consolidated entity. Trade accounts payable are normally settled within 60 days.

**Earnings per share**

The consolidated entity presents basic earnings per share ("EPS") data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to the ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

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**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**New Accounting Standards and Interpretations not yet mandatory or early adopted**

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2017. The consolidated entity's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the consolidated entity, are set out below.

*AASB 9 Financial Instruments*

This standard is applicable to annual reporting periods beginning on or after 1 January 2018. The standard replaces all previous versions of AASB 9 and completes the project to replace IAS 39 'Financial Instruments: Recognition and Measurement'. AASB 9 introduces new classification and measurement models for financial assets. A financial asset shall be measured at amortised cost, if it is held within a business model whose objective is to hold assets in order to collect contractual cash flows, which arise on specified dates and solely principal and interest. All other financial instrument assets are to be classified and measured at fair value through profit or loss unless the entity makes an irrevocable election on initial recognition to present gains and losses on equity instruments (that are not held-for-trading) in other comprehensive income ('OCI'). For financial liabilities, the standard requires the portion of the change in fair value that relates to the entity's own credit risk to be presented in OCI (unless it would create an accounting mismatch). New simpler hedge accounting requirements are intended to more closely align the accounting treatment with the risk management activities of the entity. New impairment requirements will use an 'expected credit loss' ('ECL') model to recognise an allowance. Impairment will be measured under a 12-month ECL method unless the credit risk on a financial instrument has increased significantly since initial recognition in which case the lifetime ECL method is adopted. The standard introduces additional new disclosures.

The consolidated entity does not have financial assets which would be impacted by this standard and it is therefore not expected to have a significant impact upon the measurement of financial assets. There will be no impact on the consolidated entity's accounting for financial liabilities, as the new requirements only affect the accounting for financial liabilities that are designated at fair value through profit or loss and the consolidated entity does not have any such liabilities.

The consolidated entity will adopt this standard from 1 July 2018

*AASB 15 Revenue from Contracts with Customers*

This standard is applicable to annual reporting periods beginning on or after 1 January 2018. The standard provides a single standard for revenue recognition. The core principle of the standard is that an entity will recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The standard will require: contracts (either written, verbal or implied) to be identified, together with the separate performance obligations within the contract; determine the transaction price, adjusted for the time value of money excluding credit risk; allocation of the transaction price to the separate performance obligations on a basis of relative stand-alone selling price of each distinct good or service, or estimation approach if no distinct observable prices exist; and recognition of revenue when each performance obligation is satisfied. Credit risk will be presented separately as an expense rather than adjusted to revenue. For goods, the performance obligation would be satisfied when the customer obtains control of the goods. For services, the performance obligation is satisfied when the service has been provided, typically for promises to transfer services to customers. For performance obligations satisfied over time, an entity would select an appropriate measure of progress to determine how much revenue should be recognised as the performance obligation is satisfied. Contracts with customers will be presented in an entity's statement of financial position as a contract liability, a contract asset, or a receivable, depending on the relationship between the entity's performance and the customer's payment. Sufficient quantitative and qualitative disclosure is required to enable users to understand the contracts with customers; the significant judgments made in applying the guidance to those contracts; and any assets recognised from the costs to obtain or fulfil a contract with a customer.

The consolidated entity does not expect the adoption of this new standard will have a significant impact upon the financial statements as the consolidated entity has a revenue cycle that matches that of the annual olive harvest which is completed at the end of each financial year. The new standard will have an impact if the annual harvest is completed after the end of the reporting period and the consolidated entity will make more detailed assessments of the impact on the financial statements over the next twelve months should this occur.

The consolidated entity will adopt this standard from 1 July 2018.





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

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**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**New Accounting Standards and Interpretations not yet mandatory or early adopted (continued)**

*AASB 16: Leases*

This standard is applicable to annual reporting periods beginning on or after 1 January 2019. When effective, this Standard will replace the current accounting requirements applicable to leases in AASB 117: Leases and related Interpretations. AASB 16 introduces a single lessee accounting model that eliminates the requirement for leases to be classified as operating or finance leases. The main changes introduced by the new Standard include:

- recognition of a right-to-use asset and liability for all leases (excluding short-term leases with less than 12 months of tenure and leases relating to low-value assets);
- depreciation of right-to-use assets in line with AASB 116: Property, Plant and Equipment in profit or loss and unwinding of the liability in principal and interest components;
- variable lease payments that depend on an index or a rate are included in the initial measurement of the lease liability using the index or rate at the commencement date;
- by applying a practical expedient, a lessee is permitted to elect not to separate non-lease components and instead account for all components as a lease; and
- additional disclosure requirements.

The transitional provisions of AASB 16 allow a lessee to either retrospectively apply the Standard to comparatives in line with AASB 108 or recognise the cumulative effect of retrospective application as an adjustment to opening equity on the date of initial application.

The standard will affect primarily the accounting for the consolidated entity's operating leases. As at the reporting date, the consolidated entity has non-cancellable operating lease commitments of \$45,760, see note 19. However, the consolidated entity has not yet determined to what extent these commitments will result in the recognition of an asset and a liability for future payments and how this will affect the consolidated entity's profit and classification of cash flows although it is not expected the impact will be significant.

**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 based on the following methods. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

*Investment Property*

The fair value of the investment property is based on the discounted cash flows expected to be derived from the property.

*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 items of plant, equipment, fixtures and fittings is based on directors' estimates and the quoted market prices for similar items.

*Intangible assets*

The fair value of intangible assets is based on the discounted cash flows expected to be derived from the use and eventual sale of the assets.

*Inventory*

The fair value of inventory acquired in a business combination is determined based on its estimated selling price in the ordinary course of business less the estimated costs of completion and sale, and a reasonable profit margin based on the effort required to complete and sell the inventory.

*Trade and other receivables*

The fair value of trade and other receivables is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

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**1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Determination of fair values (continued)**

*Share-based payment transactions*

The fair value of incentive options is measured using the Black-Sholes model. 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.

**2. FINANCIAL RISK MANAGEMENT**

**Overview**

The consolidated entity has exposure to the following risks from the use of financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the consolidated entity's exposure to each of the above risks, the objectives, policies and processes for measuring and managing risk, and the management of capital. Further quantitative disclosures are included in Note 18.

The Company's risk management framework is supported by the Board, management and the Audit and Risk Committee. The Board is responsible for approving and reviewing the consolidated entity's risk management strategy and policy. Management are responsible for monitoring that appropriate processes and controls are in place to effectively and efficiently manage risk. The Audit and Risk Committee is responsible for identifying, monitoring and managing significant business risks faced by the consolidated entity and considering the effectiveness of its internal control system. Management and the Audit and Risk Committee report to the Board.

The Board has established an overall Risk Management Policy which sets out the consolidated entity's system of risk oversight, management of material business risks and internal control.

**Financial risk management objectives**

The overall financial risk management strategy focuses on the unpredictability of the finance markets and seeks to minimise the potential adverse effects on financial performance and protect future financial security.

**Credit risk**

Credit risk is the risk of financial loss to the consolidated entity if a counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the consolidated entity's cash and cash equivalents.

The consolidated entity does not hold any credit derivatives to offset its credit exposure.

*Trade and other receivables*

The consolidated entity's exposure to credit risk is influenced principally by the ability to collect fees from the participants in the projects it manages.

The consolidated entity's current policy is to only invoice fees once an equivalent amount of oil has been harvested. In this way the collectability of fees is linked to the sale of the bulk oil and this has been secured under the olive oil supply agreement with Boundary Bend Ltd ("BBL"). The consolidated entity maintains a constant credit watch on BBL due to the critical nature of this agreement.

The consolidated entity's policy in respect to receivables not covered by oil supplies is to only recognise those balances that it expects to recover from the proceeds of the sale of future harvests. The consolidated entity has not sourced new customers or projects to manage and therefore there is no new credit risk to the consolidated entity.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

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**2. FINANCIAL RISK MANAGEMENT (continued)**

**Liquidity risk**

Liquidity risk arises from the financial liabilities of the consolidated entity and the consolidated entity's subsequent ability to meet their obligations to repay their financial liabilities as and when they fall due.

Ultimate responsibility for liquidity risk management rests with the Board of Directors. The Board has determined an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The consolidated entity manages liquidity risk by maintaining adequate reserves and continuously monitoring budgeted and actual cash flows. This is done in the context of an annual forecast and projected inventory levels.

**Market risk**

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

**Price risk**

The consolidated entity's exposure to price risk primarily relates to the market price of olive oil. The consolidated entity manages price risk by monitoring its supply agreements and assessing those price arrangements against current and market prices.

**Foreign currency risk**

The consolidated entity is not exposed to currency risk on transactions that are denominated in a currency other than the Australian dollar (AUD) as part of its ordinary operations.

**Interest rate risk**

The consolidated entity's exposure to interest rates primarily relates to the consolidated entity's long-term debt obligations. The consolidated entity manages market risk by monitoring levels of exposure to interest rate risk and assessing market forecasts for interest rates.

**Capital management**

When managing capital, the Board's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. The Board also aims to maintain a capital structure that ensures the lowest cost of capital available to the entity.

The Board is constantly adjusting the capital structure to take advantage of favorable costs of capital or high return on assets. As the market is constantly changing, management may issue new shares, sell assets to reduce debt or consider payment of dividends to shareholders.

The Board has no current plans to issue further shares on the market. There are no options on issue that have not already lapsed.

The capital structure of the Group consists of net debt (borrowings as detailed in Note 16, offset by cash and cash equivalents) and equity of the Group (comprising issued capital, reserves and retained earnings).

The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position although there is no formal policy regarding gearing levels. This position has not changed from the previous year. The consolidated entity had loans and borrowings (including overdraft) totaling \$4,635,386 at 30 June 2017 (2016: \$4,755,415).

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

The consolidated entity is not subject to any externally imposed capital requirements.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

	Consolidated	
	2017	2016
	\$	\$
<b>3. REVENUE</b>		
Sales of bulk oil	369,334	391,108
Management fees	1,585,955	1,405,314
Lease fees from the investment property	666,200	659,600
Production sharing	717,718	1,004,822
	<u>3,339,207</u>	<u>3,460,844</u>
<b>4. OTHER INCOME</b>		
Interest received	463	1,107
	<u>463</u>	<u>1,107</u>
<b>5. PERSONNEL EXPENSES</b>		
Wages and salaries costs	665,337	607,658
Superannuation costs	73,420	55,727
Change in liability for annual and long service leave	8,519	51,427
Non-executive directors' fees	12,000	12,000
	<u>759,276</u>	<u>726,812</u>
<p>In 2017, \$670,626 (2016: \$633,262) of personnel expenses were included in cost of sales and the balance, \$88,650 (2016: \$93,550) was included in corporate and administrative expenses.</p>		
<b>6. AUDITOR'S REMUNERATION</b>		
<b>Audit services</b>		
Auditors of the Company (BDO East Coast Partnership)		
- audit and review of this financial report	41,000	41,000
- audit and review of other financial statements	50,700	50,700
	<u>91,700</u>	<u>91,700</u>



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

	Consolidated	
	2017	2016
	\$	\$
<b>7. INCOME TAX</b>		
<b>(a) Income tax</b>		
The major components of income tax are:		
<b>Income statement</b>		
Current income tax charge	-	-
Deferred tax - origination and reversal of timing differences	-	-
Adjustment recognised for prior period	-	-
	-	-
Aggregate income tax expense	-	-
<b>(b) Numerical reconciliation between tax credit and pre-tax net loss</b>		
Profit before income tax	442,641	380,957
Income tax expense calculated at 27.5% (2016: 30%)	121,726	114,287
Tax effect on the following amounts:		
Depreciation entitlement attached to fixed assets	(78,549)	(85,305)
Fair value on investment property	(59,421)	(56,795)
Net tax losses and temporary differences not brought to account	16,244	27,813
	-	-
Income tax credit reported in the statement of comprehensive income	-	-
<b>(c) Unrecognised deferred tax assets</b>		
Deferred tax assets have not been recognised in respect of the following items:		
Tax losses - Revenue	2,187,955	2,372,718
Deductible temporary differences	662,154	718,771
	2,850,109	3,091,489
Unrecognised deferred tax asset	2,850,109	3,091,489
Movement consists of:		
Opening balance	3,091,489	3,063,676
Current year tax losses and temporary differences not brought to account	16,244	27,813
Effect of change in corporate tax rate on unrecognised deferred tax assets	(257,624)	-
	2,850,109	3,091,489
Closing balance	2,850,109	3,091,489

The benefits of the deferred tax benefits not brought to account will only be recognised if the conditions for deductibility set out in the accounting policies note occur.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

	Consolidated	
	2017	2016
	\$	\$
<b>8. CASH AND CASH EQUIVALENTS</b>		
Cash at bank and in deposits	192,100	36,541
Bank overdrafts	(492,874)	(494,525)
Cash and cash equivalents in the statement of cash flows	(300,774)	(457,984)

The consolidated entity's exposure to interest rate risk and a sensitivity analysis for financial assets and liabilities are disclosed in Note 18.

**9. TRADE AND OTHER RECEIVABLES**

**Current**

Trade receivables	2,641,856	2,889,453
	<u>2,641,856</u>	<u>2,889,453</u>

The consolidated entity's exposure to credit and currency risks and impairment losses related to trade and receivables are disclosed in Note 18.

**10. INVENTORIES**

Finished goods at cost	295,128	357,350
	<u>295,128</u>	<u>357,350</u>

**11. OTHER CURRENT ASSETS**

Prepayments	78,807	67,283
Deposits paid	19,250	-
	<u>98,057</u>	<u>67,283</u>



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

12. PROPERTY, PLANT & EQUIPMENT

Consolidated					
Year ended 30 June 2017	Plant & equipment	Motor vehicles	Office furniture & equipment	Buildings	Total
At 1 July 2016, net of accumulated depreciation	740,625	220,664	4,044	448,862	1,414,195
Additions	56,630		1,804	-	58,434
Disposals	-	-	-	-	-
Depreciation charge for the year	(176,478)	(66,909)	(3,397)	(37,531)	(284,315)
At 30 June 2017, net of accumulated depreciation	620,777	153,755	2,451	411,331	1,188,314
<b>At 30 June 2017</b>					
Cost	3,638,575	995,089	62,019	1,061,417	5,757,100
Accumulated depreciation	(3,017,798)	(841,334)	(59,568)	(650,086)	(4,568,786)
Net carrying amount	620,777	153,755	2,451	411,331	1,188,314
<b>Year ended 30 June 2016</b>					
At 1 July 2014, net of accumulated depreciation	916,705	132,814	10,319	487,680	1,547,518
Additions	2,273	139,500	-	-	141,773
Disposals	-	-	-	-	-
Depreciation charge for the year	(178,353)	(51,650)	(6,275)	(38,818)	(275,096)
At 30 June 2016, net of accumulated depreciation	740,625	220,664	4,044	448,862	1,414,195
<b>At 30 June 2016</b>					
Cost	3,581,945	995,089	60,215	1,061,417	5,698,666
Accumulated depreciation	(2,841,320)	(774,425)	(56,171)	(612,555)	(4,284,471)
Net carrying amount	740,625	220,664	4,044	448,862	1,414,195

*Restrictions on property plant and equipment*

Plant and equipment with the net carrying value of \$50,429 (2016: \$367,585) secures hire purchase finance for that equipment

Motor vehicles with the carrying value of \$153,754 (2016: \$220,663) secures hire purchase finance for those motor vehicles.

All buildings are included in the security provided to the Commonwealth Bank of Australia in support of the finance facilities the bank has provided to the consolidated entity.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

13. INVESTMENT PROPERTY	Consolidated	
	2017 \$	2016 \$
Land, trees and orchard assets held to earn lease fees	8,789,560	8,573,485
Movement consists of:		
Investment property opening balance	8,573,485	8,384,167
Orchard revaluation	216,075	189,318
	8,789,560	8,573,485

The investment property is a level 3 asset for the purposes of determining fair value. The investment property comprises a 403 hectare olive orchard including the land, trees, irrigation infrastructure and associated buildings. It is leased to two managed investment schemes for an initial period to 2025 plus an option of another 25 years.

The value of the investment property was determined by the directors at 30 June 2017 by discounting the cash flows of expected future net income streams over the 33 year term (including option) of the lease generated by the investment property based on the following key assumptions:

- Future cash inflows were estimated as the budgeted rental to be received from the investment property increased annually by CPI indexation commencing at a rate of 2.5 percent increasing to a long term average of 3 percent from 2020. Where the rental forms a percentage of the proceeds from the sale of the produce from the property, the long term average value of the production was assumed to increase by 3 percent per annum;
- Pre tax discount rate of 11.5 percent was applied to future cash flows, which is based on group cost of funding plus risk premium.
- The orchard has a short term yield of 8 tonnes of fruit per hectare per annum increasing to a long term average of 11 tonnes per hectare per annum from 2022.
- The average price of water available to the orchard increases from \$110 per ML in the current year to a long term average of \$170 per ML from 2021.

The sensitivity of these long term assumptions are as follows:

Assumption	Assumed Value	Sensitivity	Change in Valuation
CPI	3.0% from 2022	if increased to 3.5%	533,167
		if reduced to 2.5 %	(475,457)
Discount rate	11.5%	if increased to 12.5%	(1,013,277)
		if reduced to 10.5 %	1,231,913
Harvest yield	11 t per ha from 2022	if increased to 12 tonne per ha	218,390
		if reduced to 10 tonne per ha	(218,390)
Price of water	\$170 per ML from 2022	if increased to \$190 per ML	(193,565)
		if decreased to \$150 per ML	193,565

The investment property has been pledged as security in support of the consolidated entities finance facilities provided by the Commonwealth Bank of Australia.

The lease agreement requires the consolidated entity to provide sufficient water to the property to allow for the commercial growing of olives and meet all outgoings associated with the property.





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

	<b>Consolidated</b>	
	<b>2017</b>	<b>2016</b>
	<b>\$</b>	<b>\$</b>
<b>14. TRADE AND OTHER PAYABLES</b>		
<b>Current</b>		
Trade payables	1,824,650	2,302,753
Other payables and accruals	566,003	552,323
	2,390,653	2,855,076
<b>15. PROVISIONS</b>		
Liability for employee benefits (i)	295,680	287,161
	295,680	287,161

(i) The current provision for employee benefits includes accrued annual leave and long service leave. For long service leave it covers all unconditional entitlements where employees have completed the required period of service and also those where employees are entitled to pro-rata payments in certain circumstances. The amount of the provision of \$295,680 (2016: \$287,161) is presented as current since the group does not have an unconditional right to the defer settlement for any of these obligations. However, based upon past experience, the group does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months. The current leave obligations expected to be settled within the next 12 months is \$59,459 (2016: \$40,701).

**16. LOANS AND BORROWINGS**

This note provides information about the contractual terms of the consolidated entity's interest-bearing loans and borrowings. For more information about the consolidated entity's exposure to interest rate risk, see Note 18.

	<b>Consolidated</b>	
	<b>2017</b>	<b>2016</b>
	<b>\$</b>	<b>\$</b>
<b>Current</b>		
Hire purchase liabilities	76,566	187,932
Unsecured loan facilities	920,000	920,000
	996,566	1,107,932
<b>Non-current</b>		
Hire purchase liabilities	140,946	147,958
Secured bank facilities	2,205,000	2,205,000
Unsecured loan facilities	800,000	800,000
	3,145,946	3,152,958



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

**16. LOANS AND BORROWINGS (CONTINUED)**

*Hire purchase facilities*

The hire purchase liabilities are secured by the leased assets, as such in the event of default, the assets revert to the lessor. These assets are included in the categories of Plant and Equipment and Motor Vehicles.

Hire purchase liabilities of the consolidated entity are payable as follows:

	Consolidated			Consolidated		
	Minimum payments 2017	Interest 2017	Principal 2017	Minimum payments 2016	Interest 2016	Principal 2016
Less than one year	83,616	7,050	76,566	200,450	12,518	187,932
Between one and five years	147,585	6,639	140,946	156,669	8,711	147,958
Later than 5 years	-	-	-	-	-	-
	<b>231,201</b>	<b>13,689</b>	<b>217,512</b>	<b>357,119</b>	<b>21,229</b>	<b>335,890</b>

**Terms of loans and borrowings**

*Secured loan facilities*

The secured loan facilities bear an average weighted interest rate of 5.78% pa (2016: 6.40% pa). The above noted facilities comprise the following:

- Commercial bill of \$2,205,000 (2016: \$2,205,000), with a term to May 2020 with no principal reductions for the next three years.
- The commercial bill facility includes a condition that the total combined average past two years of olive oil produced from Boort orchards exceeds 720,000 litres. The 2017 two year average was 778,150 litres being the average of 2017: 710,400 litres and 2016: 845,900 litres.

*Unsecured loan facilities*

The unsecured loan facilities bear the following interest rates:

- \$1,000,000 the greater of 7.5% or the 30 day bank bill swap reference rate plus 5%; and
- \$ 720,000 the greater of 8% or the 30 day bank bill swap reference rate plus 5%.

The current unsecured loan facilities include loans of \$720,000 (2016: \$720,000) from shareholders which matured in October 2012 and are continuing on a month by month basis until more formal arrangements are made.

**Assets pledged as security**

The finance facilities provided by the Commonwealth Bank of Australia comprise commercial bills, an overdraft facility and credit card facilities. These facilities are secured by:

- a first registered mortgage over rural property situated at Wytchitella Road, Boort, and;
- a first registered charge over the assets of all Australian subsidiaries.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

	Consolidated	
	2017 \$	2016 \$
<b>17. ISSUED CAPITAL AND RESERVES</b>		
<b>Issued capital</b>		
152,358,384 (2016: 152,358,384) fully paid ordinary shares	22,840,966	22,840,966

*Movements in ordinary share capital*

There have been no movements in share capital during the reporting period. Ordinary shares have no par value.

**Options**

*Options granted during the year*

There were no options granted during the financial year. No options have been granted since the end of the financial year. No options were exercised during the year.

*Unissued shares under option*

The company had no options on issue as at 30 June 2017 (2016: nil).

	Consolidated	
	2017 \$	2016 \$
<b>Reserves</b>		
Foreign currency translation reserve	259,784	259,784

*Foreign currency translation reserve*

This reserve is used to record the value of exchange differences arising on translation of the foreign controlled entities. There were no movements in the reserve during the year (2016: nil).

**18. FINANCIAL INSTRUMENTS DISCLOSURE**

**Market risk**

*Exposure to foreign currency risk*

The consolidated entity has no material exposure to foreign currency risk (2016: nil).

*Price risk*

The consolidated entity is not exposed to any significant price risk.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

18. FINANCIAL INSTRUMENTS DISCLOSURE (CONTINUED)

Market risk (continued)

Interest rate risk

(a) Profile

At the reporting date the interest rate profile of the consolidated entity's interest bearing financial instruments was:

	2017		2016	
	Interest rate p.a.	Consolidated Carrying Amount \$	Interest rate p.a.	\$
<b>Fixed rate instruments</b>				
Hire purchase liabilities	3.1% - 5.8%	217,509	3.1% - 8.6%	335,886
		217,509		335,886
<b>Variable rate instruments</b>				
Secured bank loans	5.67%	2,205,000	5.91%	2,205,000
Unsecured loans	(i) 7.71%	1,720,000	(i) 7.71%	1,720,000
Bank overdraft	9.31%	492,874	9.41%	494,525
		4,417,874		4,419,525
<b>Interest free instruments</b>				
Trade and other payables	-	2,390,653		2,855,076
		7,026,036		7,610,487

(i) Weighted Average

(b) Cash flow sensitivity for variable rate instruments

The consolidated entity's main interest rate risk arises from long-term borrowings. Borrowings issued at variable rates expose the consolidated entity to interest rate risk. Borrowings issued at fixed rates expose the consolidated entity to fair value risk.

The consolidated entity's variable rate borrowings at reporting date amounted to \$4,417,874 (2016: \$4,419,525) are interest only loans. Monthly cash outlays of approximately \$25,500 are required to service the interest payments on these variable rate borrowings. An increase / decrease in interest rates of 50 (2016: 50) basis points would have an adverse / favourable effect on profit before tax of \$22,089 (2016: \$22,098) per annum. The percentage change is based on the expected maximum change in interest rates over the next twelve months using market data and analysts forecasts.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The financial assets are:

	Consolidated Carrying Amount	
	2017 \$	2016 \$
Cash and cash equivalents	192,100	36,541
Trade receivables	2,641,856	2,889,453
	2,833,956	2,925,994



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

18. FINANCIAL INSTRUMENTS DISCLOSURE (CONTINUED)

**Credit risk (continued)**

The consolidated entity has a credit risk exposure to the investors in the projects it manages who collectively, as at 30 June 2017, owed the consolidated entity \$2,390,088 (90.5% of trade receivables) (2016: \$2,875,914 (99.5% of trade receivables)). These receivables arise from the management of the investors projects and lease fees for the orchard assets and primarily relate to the year ended 30 June 2017. The consolidated entity expects to collect \$2,217,272 (2016: \$2,641,349) of this amount by way of a deduction from the proceeds of the sale of the investors oil over the next twelve months. The balance of \$172,816 (2016: 234,565) past due for more than 30 days includes amounts that relate to management and lease fees, due from project investors, which have resulted from insufficient project returns to enable growers to offset oil proceeds against the fees. Management anticipates that these projects will be restructured, which will result in the receivables being collected by way of deduction from future harvest proceeds or by way of equity in the restructured project.

**Liquidity risk**

Liquidity risk management requires the consolidated entity to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

*Financing arrangements*

Unused borrowing facilities with the bank at the reporting date:

	2017		2016	
	Facility amount	Unused portion	Facility amount	Unused portion
Bank overdraft	500,000	7,126	500,000	5,475
Secured bank loans	2,205,000	-	2,205,000	-
	<u>2,705,000</u>	<u>7,126</u>	<u>2,705,000</u>	<u>5,475</u>

The bank overdraft facility is a seasonal facility and is available from 1 May of each year. The facility amount is reduced by \$100,000 per month from August to December to a limit of nil. The secured bank loans are on an interest only basis and mature in May 2020. The Directors expect the secured bank loans to be renewed at this time subject to the consolidated entity maintaining satisfactory credit performance.

*Contractual maturities*

The following tables detail the consolidated entity's remaining contractual maturity for its financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position. Where the financial liability has a variable interest rate, the contractual payments are calculated using the weighted average interest rate for the past twelve months.

30 June 2017	1 year or less	Between 1 and 2 years	Between 2 and 5 years	Remaining contractual maturities
<i>Non-interest bearing</i>				
Trade and other payables	2,390,653	-	-	2,390,653
<i>Interest bearing – fixed rate</i>				
Hire purchase liabilities	83,616	48,305	99,280	231,201
<i>Interest bearing – variable rate</i>				
Secured loans	125,024	125,024	2,319,747	2,569,795
Unsecured loans	1,052,600	260,000	690,000	2,002,600
Bank overdraft	492,874	-	-	492,874
	<u>4,144,767</u>	<u>433,329</u>	<u>3,109,027</u>	<u>7,687,123</u>



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

18. FINANCIAL INSTRUMENTS DISCLOSURE (CONTINUED)

Liquidity risk (continued)

30 June 2016	1 year or less	Between 1 and 2 years	Between 2 and 5 years	Remaining contractual maturities
<i>Non-interest bearing</i>				
Trade and other payables	2,855,076	-	-	2,855,076
<i>Interest bearing – fixed rate</i>				
Hire purchase liabilities	200,454	59,989	96,676	357,119
<i>Interest bearing – variable rate</i>				
Secured loans	141,120	141,120	2,475,721	2,757,961
Unsecured loans	332,600	980,000	690,000	2,002,600
Bank overdraft	494,525	-	-	494,525
	4,023,775	1,181,109	3,262,397	8,467,281

Fair value of financial instruments

Fair values of financial assets and liabilities are determined in accordance with generally accepted pricing models based on estimated future cash flows.

The fair values of financial assets and liabilities are determined in accordance with generally accepted pricing models based on estimated future cash flows. The Directors consider that the carrying amounts of financial assets and financial liabilities recorded in the financial statements approximate their fair values.

Fair value measurement

Details regarding fair value measurement of investment property are disclosed in Note 13.

The carrying amounts of trade and other receivables and trade and other payables are assumed to approximate their fair value due to their short term maturity.

	2017 \$	2016 \$
<b>19. COMMITMENTS</b>		
<b>Operating lease commitments</b>		
Future operating lease rentals not provided for in the financial statements and payable:		
Not later than one year	24,960	24,597
Later than one year but not later than five years	20,800	45,094
More than five years	-	-
	45,760	69,691

The consolidated entity leases office premises. The lease term is until April 2019 with an option to renew after that date.

Operating lease payments receivable

The consolidated entity also leases the investment property set out in note 13. A significant portion of the lease payments from this property are directly linked to the value of the agricultural production each year and as a consequence, the directors cannot measure the future receivables with reliable certainty.

These lease payments are included in the valuation model of the investment property as set out in note 13.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

**20. EARNINGS PER SHARE**

The calculation of basic and diluted earnings per share at 30 June 2017 was based on the profit attributable to ordinary shareholders of \$442,641 (2016: \$380,957) and a weighted average number of ordinary shares outstanding during the financial year ended 30 June 2017 of 152,358,384 (2016: 152,358,384). There are no potentially dilutive shares.

**21. RELATED PARTY DISCLOSURES**

**(a) Controlled entities**

The consolidated financial statements include the financial statements of Australian Agricultural Projects Limited and the subsidiaries listed in the following table:

	Country of Incorporation	Equity interest 2017	Equity interest 2016
AOX Pty Ltd	Australia	100%	100%
Australian Agricultural Investments Ltd	Australia	100%	100%
Victorian Olive Oil Project limited	Australia	100%	100%
Popeye Holdings Pty Ltd	Australia	100%	100%
Lanyons Paddock Pty Ltd	Australia	100%	100%
Terrapee Contractors Pty Ltd	Australia	100%	100%
Victorian Olive Processors Pty Ltd	Australia	100%	100%
EVOO Marketing Pty Ltd	Australia	100%	100%
Finest Food Import Corporation	USA	100%	100%
EVOO Export Pty Ltd	Australia	100%	100%
Oilpack Australia Pty Ltd	Australia	100%	100%
Red Island Australian Food Corporation	USA	100%	100%

Investments in controlled entities are measured at cost.

**(b) Ultimate parent**

Australian Agricultural Projects Ltd is the ultimate parent of the consolidated entity.

**(c) Key management personnel**

Details relating to key management personnel, including remuneration paid and related party transactions are included in Note 22.

**(d) Key transactions with related parties**

A member of the consolidated entity, Victorian Olive Oil Project Ltd, acts as the responsible entity for two managed investment schemes. The consolidated entity transacts with these schemes in accordance with contracts which are fundamental to the operation of the schemes. Paul Challis is a director of Victorian Olive Oil Project Ltd.

Scheme	Transaction	Note	Transactions value year ended 30 June		Balance outstanding as at 30 June	
			2017	2016	2017	2016
			\$	\$	\$	\$
Victorian Olive Oil Project	Lease fees	(i)	666,200	659,600	809,796	837,097
	Management fees	(ii)	746,687	1,055,950	773,100	1,065,954
Victorian Olive Oil Project II	Lease fees as part of production sharing	(i)	182,719	241,119	180,788	237,037
	Management fees as part of production sharing	(ii)	255,806	337,569	428,220	541,070
	Oil purchased	(iii)	-	-	(703,455)	(776,159)



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

**21. RELATED PARTY DISCLOSURES (cont'd)**

*Notes in relation to the table of key transactions with associated entities*

(i) The consolidated entity receives lease fees in respect to the land, trees and orchard assets which are leased to the schemes. These lease fees are as set out in the scheme constitution and original product disclosure statement.

(ii) The consolidated entity receives management fees for the management of the orchard and the processing of the annual harvest from the investors in the managed investment schemes as well as for acting as responsible entity. These fees are as set out in the scheme constitution and the original disclosure statement

(iii) The consolidated entity sells the oil produced by the investors in the managed investment schemes on their behalf. At reporting date, the balance outstanding is the amount of proceeds received by the consolidated entity that has still to be paid to the investors.

**(e) Loans from director related parties**

The Company has entered into shareholder loan agreements with entities associated with Mr P Grimsey (\$339,000) and Mr P Challis (\$1,127,000). These loans are unsecured. The interest rate for the \$1,000,000 loan with Mr Challis is the greater of 7.5% or the 30 day bank bill swap reference rate plus 5%. The remaining loans have an interest rate being the greater of 8% or the 30 day bank bill swap reference rate plus 5%. The maturity profile of these loans is as follows

	Carrying amount	At call	1 year	2-5 years
Mr P Grimsey	339,000	-	339,000	-
Mr P Challis	1,127,000	200,000	327,000	600,000
	1,466,000	200,000	666,000	600,000

**22. KEY MANAGEMENT PERSONNEL**

**Details of key management personnel**

The following were key management personnel of the consolidated entity at any time during the year and unless otherwise indicated were key management personnel for the entire year:

- Mr P Challis (Managing Director)
- Mr P Grimsey (Non-Executive Director)
- Mr A Ho (Non-Executive Director)
- Mr K Hogg (Company Secretary)

**Key management personnel compensation**

	Consolidated	
	2017	2016
	\$	\$
Short-term employee benefits	152,000	152,000
Post-employment benefits	13,300	13,300
Long term benefits	2,743	8,319
	168,043	173,619

The Company has entered into loan agreements with entities related to Mr P Grimsey and Mr P Challis. Details of these loans are set out in Note 21(e).

Detailed remuneration disclosures are provided in the Remuneration Report on pages 10 to 16.





NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

**23. SEGMENT INFORMATION**

**Business segments**

*Identification of reportable operating segments*

The company only operates in one segment, being the management of olive groves located in Boort, Victoria, including those managed investment schemes that lease the orchard assets from the consolidated entity. The company utilised its assets to provide harvest and processing services to a new customer, who is also located in Boort, during the year deriving \$310,880 (2016: \$nil) of revenue.

<b>24. RECONCILIATION OF CASH FLOWS PROVIDED BY OPERATING ACTIVITIES</b>	<b>2017</b>	<b>2016</b>
	<b>\$</b>	<b>\$</b>
<b>Cash flows from operating activities</b>		
Profit for the year	442,641	380,957
Adjustments for:		
Revaluation of investment property	(216,075)	(189,318)
Depreciation	284,315	275,096
Change in trade and other receivables	247,597	301,228
Change in inventories	62,222	18,207
Change in other assets	(30,774)	(12,811)
Change in provisions and employee benefits	(464,423)	(49,018)
Change in trade and other payables	8,519	(341,469)
Net cash provided by operating activities	<u>334,022</u>	<u>382,872</u>

**25. PARENT ENTITY INFORMATION**

The following details information related to the parent entity, Australian Agricultural Projects Limited as at 30 June 2017. The information presented has been prepared using accounting policies as disclosed in Note 1.

**Statement of financial position**

	<b>Company</b>	
	<b>2017</b>	<b>2016</b>
	<b>\$</b>	<b>\$</b>
Current Assets	922,127	734,847
Non Current Assets	7,219,492	7,257,821
<b>TOTAL ASSETS</b>	<u>8,141,619</u>	<u>7,992,668</u>
Current Liabilities	4,084,875	4,208,101
Non Current Liabilities	800,000	800,000
<b>TOTAL LIABILITIES</b>	<u>4,884,875</u>	<u>5,008,101</u>
<b>NET ASSETS</b>	<u><b>3,256,744</b></u>	<u><b>2,984,567</b></u>
<b>EQUITY</b>		
Contributed equity	22,840,966	22,840,966
Accumulated losses	(19,584,222)	(19,856,399)
<b>TOTAL EQUITY</b>	<u><b>3,256,744</b></u>	<u><b>2,984,567</b></u>
Comprehensive income of parent entity	<u>272,177</u>	<u>496,876</u>



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)  
for the year ended 30 June 2017

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**26. COMMITMENTS AND CONTINGENT LIABILITIES**

The Company has given a bank guarantee as at 30 June 2017 of \$60,000 (2016: \$60,000) in support of lease obligations.

Other than the above, the Company does not have any capital commitments or contingent liabilities at balance and reporting dates.

**27. EVENTS SUBSEQUENT TO REPORTING DATE**

There has not arisen in the interval between the end of the year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors to affect significantly the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.



DIRECTORS' DECLARATION

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In the directors' opinion:

- the attached financial statements and notes thereto comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes thereto comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in Note 1 to the financial statements;
- the attached financial statements and notes thereto give a true and fair view of the consolidated entity's financial position as at 30 June 2017 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

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

On behalf of the directors

Dated at Melbourne, Victoria this 28th day of September 2017.

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Paul Challis  
*Managing Director*

## INDEPENDENT AUDITOR'S REPORT

To the members of Australian Agricultural Projects Limited

### Report on the Audit of the Financial Report

#### Opinion

We have audited the financial report of Australian Agricultural Projects Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2017, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial report, including a summary of significant accounting policies and the directors' declaration.

In our opinion the accompanying financial report of the Group, is in accordance with the *Corporations Act 2001*, including:

- (i) Giving a true and fair view of the Group's financial position as at 30 June 2017 and of its financial performance for the year ended on that date; and
- (ii) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

#### Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report. We are independent of the Group in accordance with the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

## Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### Investment Property

Key audit matter	How the matter was addressed in our audit
<p>Accounting for investment property</p> <p>Refer note 13</p> <p>At 30 June 2017 the Group held investment property valued at \$8.7m. It consists of land, trees and orchard assets held to earn lease fees.</p> <p>Fair value is determined by discounting the cash flows of expected future net income streams over the remaining 33-year term of the lease (including lease term extension option).</p>	<p>Our procedures, amongst others, included:</p> <ul style="list-style-type: none"> <li>• Challenging management’s assumptions and estimates used to determine the value of the investment property, including those relating to forecast revenue, costs, capital expenditure and discount rate and corroborating the key market related assumptions to external data.</li> <li>• Checking the mathematical accuracy of the cash flow model and agreeing relevant data to the latest budgets.</li> <li>• Assessing the historical accuracy of managements forecasting.</li> <li>• Performing a sensitivity analysis on the key financial assumptions, being revenue forecasts, the price of water and the discount rate applied.</li> <li>• Assessing the adequacy of the disclosures in the financial statements in respect of the key assumptions adopted in the model.</li> </ul>

## Other information

The directors are responsible for the other information. The other information comprises the information in the Group’s annual report for the year ended 30 June 2017, but does not include the financial report and the auditor’s report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of the directors 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 preparing the financial report, the directors are responsible for assessing the ability of the group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

#### **Auditor's responsibilities for the audit of the Financial Report**

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (<http://www.auasb.gov.au/Home.aspx>) at:

[http://www.auasb.gov.au/auditors\\_responsibilities/ar1.pdf](http://www.auasb.gov.au/auditors_responsibilities/ar1.pdf)

This description forms part of our auditor's report.

#### **Report on the Remuneration Report**

##### **Opinion on the Remuneration Report**

We have audited the Remuneration Report included in pages 10 to 16 of the directors' report for the year ended 30 June 2017.

In our opinion, the Remuneration Report of Australian Agricultural Projects Limited, for the year ended 30 June 2017, complies with section 300A of the *Corporations Act 2001*.

##### **Responsibilities**

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.

##### **BDO East Coast Partnership**



Richard Dean  
Partner

Melbourne, 28 September 2017



SHAREHOLDER INFORMATION

**Details of shares as at 31 August 2017:**

**Top holders**

The 20 largest holders of each class of quoted security as at 31 August 2017 were:

*Fully paid ordinary shares*

Name	No. of Shares	%
Grimfam Holdings Pty Ltd <Grimsey Family A/C>	16,785,243	11.02
Mr Phillip John Grimsey & Mrs Deborah Faye Grimsey <The Grimsey Super Fund A/C>	16,478,342	10.82
Madfam Holdings Pty Ltd <The Madden Family A/C>	12,473,845	8.19
Patrac Holdings Pty Ltd <The Challis Family A/C>	12,473,845	8.19
Bliss on Banksia Hairdressing Pty Ltd <The Stefanest Egg Super Fund A/C>	11,770,358	7.73
Citicorp Nominees Pty Limited	8,883,010	5.83
Petto Holdings Pty Ltd	6,236,923	4.09
Mr Robert Brydon Rudd	4,002,515	2.63
Petto Holdings Pty Ltd <The Pettofrezza Family A/C>	3,295,745	2.16
Beaver Super Pty Ltd <The Beaver S/F A/C>	3,225,413	2.12
Mr Paul Pettofrezza + Mrs Carmela Pettofrezza <Pettofrezza Ret Fund A/C>	2,941,177	1.93
Ms Linlin Li	2,900,447	1.90
Joefield Company Limited	2,755,000	1.81
Woodduck Pty Limited	2,726,453	1.79
Mr Patrick Joseph Frayne	2,040,000	1.34
Mr Anthony Ho	2,000,001	1.31
Caroline House Superannuation Fund Pty Ltd <The Caroline House S/F A/C>	1,788,296	1.17
Est Mr Trevor Neil Hay	1,772,500	1.16
Ms Maria Liouros + Ms Franca Bortolotti + Mr Con Panayotopoulos <Super Fund A/C>	1,600,000	1.05
Bluedale Pty Ltd <Comb Super Fund A/C>	1,500,000	0.98
	117,649,113	77.22

**Distribution schedule**

A distribution schedule of each class of equity security as at 31 August 2017:

*Fully paid ordinary shares*

Range	Holders	Units	%
1 - 1,000	9	373	0.00
1,001 - 5,000	45	140,394	0.09
5,001 - 10,000	101	970,230	0.64
10,001 - 100,000	137	6,269,622	4.12
100,001 - Over	88	144,977,765	95.15
Total	380	152,358,384	100.00



## SHAREHOLDER INFORMATION

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### Substantial shareholders

The names of substantial shareholders and the number of shares to which each substantial shareholder and their associates have a relevant interest, as disclosed in substantial shareholding notices given to the Company, are set out below:

<b>Substantial shareholder</b>	<b>Number of Shares</b>
Grimsey Group	33,263,585
Madfam Holdings Pty Ltd <The Madden Family A/C>	12,473,845
Patrac Holdings Pty Ltd <The Challis Family A/C>	12,473,845
Bliss on Banksia Hairdressing Pty Ltd	11,632,858

### Unmarketable parcels

Holdings less than a marketable parcel of ordinary shares (being 20,000 as at 31 August 2017):

<b> Holders </b>	<b> Units </b>
174	1,400,966

### Voting Rights

The voting rights attaching to ordinary shares are:

On a show of hands every member present in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Options do not carry any voting rights.

### On-Market Buy Back

There is no current on-market buy-back.