

Minutes of the meeting of the trustees of the Gilly's Super Fund held at Upper Swan on 30 June 2019.

Present: Keith Gillinder
Linda Gillinder

Minutes: The Chairman reported that the minutes of the previous meeting had been signed as a true record.

INVESTMENT STRATEGY FOR SUPERANNUATION FUND

IT WAS RESOLVED that the trustees of the Gilly's Super Fund hereby formulate an investment strategy for the fund to take account of:

1. Risks and return on investments.
2. Diversity of investments to spread risk (if appropriate).
3. Benefit payments as they fall due.


The strategy is to be documented and reviewed regularly, with objectives and policies adhered to.

There being no further business the meeting then closed.

Signed as a true record by the trustees



Keith Gillinder



Linda Gillinder

Investment Strategy of the Gilly's Super Fund

Date: 30 June 2019

1. DICTIONARY

For the purposes of this Investment Strategy these words mean:

"**Relevant Requirements**" means the SIS Legislation and other legislation as applicable from time to time; and

"**SIS Legislation**" includes:

- i. the Superannuation Industry (Supervision) Act 1993 (Cth) ("**SIS Act**");
- ii. legislation that the Trustee is of the view is of a superannuation nature and is applicable to the fund;
- iii. any regulations ("**SIS Regulations**") made under the above; and
- iv. all other requirements whether legislative or administrative including:
 - A. Any administrative guidelines issued by the Responsible Authority; or
 - B. Statements by government advising changes and any proposed changes to the SIS Legislation.

2. OBJECTIVE

This investment strategy of Gilly's Super Fund ("**Fund**") (as amended from time to time) is created in compliance with the SIS Act.

3. THE FUND

- i. The Fund complies with current laws and regulations and the rules in the Fund's trust deed ("**Trust Deed**"). It has the following investment objectives:
 - A. *Risk and Rate of Return*
 - I. It is recognised that timing (when you get into the investment) and time in the investment (how long you are in the investment) affects returns. Different investments have different returns and volatility.
 - II. The trustee of the Fund ("**Trustee**") has a strong emphasis on preserving the Fund's capital. However, many sound investments are not capital guaranteed.
 - III. Security of capital has to be tempered with the need to achieve the desired rate of return. Therefore, assets that show volatility may be of benefit to the Fund.

- IV. The Trustee is ever vigilant to balance these two objectives: protecting the capital and growing the value of the Fund by obtaining an acceptable rate of return.

B. Reserving accounts

- I. Prudential management requires that a strategy be put in place so that the Trustee has the ability to pay its liabilities and obligations, whether contingent or actual, as and when they fall due. Such liabilities and expenses may either be payments to members or expenses incurred by the Fund.
- II. From time to time the Trustee may, in accordance with the Trust Deed, put in place reserve accounts for any classes, including:
 1. investment (it can also hold undistributed investment income and income above the Fund's required return);
 2. contributions (such as an unallocated contribution made by an employer on behalf of a group of employees); and
 3. miscellaneous (these include pre 12 May 2004 forgone and forfeited benefits, plus expenses and other legal provisions).
- ii. The Trustee may also create a separate and additional investment strategy for each type of Fund reserve. These may be for any lawful purpose including smoothing returns, advisory fees, accounting fees, taxes, surcharge liabilities, life and disability insurance premiums, death and disability payments and any purposes set out in Australian Tax Offices' Superannuation Contributions Ruling 1999/1.
- iii. The Trustee notes that under section 55(6) of the SIS Act it can defend against any loss or damage suffered by a member if it can show that the reserves were managed in accordance with section 52(2)(g) of the SIS Act.

4. REQUIRED RATE OF RETURN

2-3% above the average rate of inflation is what the Trustee seeks as an overall investment return for the Fund in the 3-5 year term (medium term). An investment can be for capital growth only, income only or a combination of both.

5. TRUSTEE'S OBLIGATIONS

- iv. The Trustee ensures that the Fund meets the legislated standard minimums to continue to obtain concessional taxation status on the Fund's income.

- v. It is also incumbent on the Trustee to consider the tax consequences of all investments. Tax-advantaged products may reduce the Fund's taxation burden. Tax is one of the Trustee's relevant concerns.
- vi. The Trustee acknowledges that members' benefits are a liability of the Fund and accordingly the Trustee must consider the level of benefits required to be paid to the members of the Fund when making investment decisions. However, while no terminations or benefits are expected to be paid out in the short to medium term, the Trustee is at liberty to examine investments that are medium term. However, when the member is in pension phase the time horizon may be far shorter.

6. INVESTMENTS, METHODS AND STRUCTURES

- i. Subject to ensuring compliance with SIS Act and the Fund's Trust Deed, the Trustee may invest all or part of the money and other assets of the Fund in any manner in which they could if they were personally entitled as beneficial owners of those assets, under any circumstances and any terms, and in or through any business structure or any arrangement (including companies, joint ventures, partnerships and trusts - including unit, hybrid, family, discretionary) including but not necessarily limited to (depending on the rules of the Trust Deed:
 - A. in insurance;
 - B. in Trustee investments;
 - C. in the purchase, improvement or mortgage of real property;
 - D. on deposit with any bank or building society (and the power to open and close such accounts) or any other company partnership or person with or without security;
 - E. in shares, stocks, options, debentures, bonds, unsecured notes or other securities;
 - F. in units or sub-units of any unit trust including units in a pooled superannuation trust;
 - G. in common funds, artworks, motor vehicles (including trucks) and live stock;
 - H. in bills of exchange or other negotiable instruments;
 - I. in options, hedging contracts, futures contracts, instalment warrants, derivatives and similar securities and other financial instruments;
 - J. investing in any asset using an instalment warrant;
 - K. investing in precious metals, such as gold and silver; and

- L. in other investments, which the Trustee considers on a case-by-case basis, such as investments in agribusiness.
- ii. The Trustee may dispose of, vary, transpose, replace or encumber investments or mix investments with investments of other people or trustees as if they were personally entitled to them as beneficial owners.
- iii. The Trustee may invest in a manner which is consistent with the Relevant Requirements.
- iv. The Trustee may borrow money in a manner consistent with the Relevant Requirements.
- v. The Trustee may only lend money to Members if it is consistent with the Relevant Requirements.

7. BORROWING

- i. To seek higher returns, the Trustee may borrow money, for any reason, including limited recourse borrowing as provided for under sections 67A and 67B of the SIS Act ("**Borrowed Moneys**") and applying the Borrowed Moneys for any permitted purpose including the purchasing, refinancing and repairs and maintenance of an Acquirable Asset (including through a trust, bare trust, warrant, limited recourse borrowing arrangement or beneficially).
- ii. Where the purchase has been made otherwise than beneficially, then the power to acquire the legal ownership of such asset (or replacement asset) at any time and the right to provide any lender with a loan on any conditions including a limited recourse loan (including a loan limited to rights relating to the original asset or the replacement asset).

8. INSURANCE

The Trustee cannot accept the transfer of an existing insurance policy from a member, or a relative of a member but may arrange cover for members within the Fund. Arranging insurance cover is an important part of the Fund's investment strategy to provide benefits for members and their families.

The Trustee has considered whether insurance, such as life insurance, income protection insurance and disability cover or other permissible cover should be held for one or more members. Arranging insurance cover will depend on the age, applicable premium and extent of cover appropriate and is subject to the availability of insurance in respect of a member. Whilst the Trustee can generally claim a tax deduction for the insurance premium, excluding trauma cover, the Trustee also takes into account the restricted tax deductibility of premiums for an 'own occupation' definition for disability cover.

9. DIVERSITY OF THE MEMBER'S FUND

- i. Holding a number of investments is the essence of diversity. This may have the effect of reducing volatility. However, diversification is only one factor to be considered in this strategy.

- ii. The Trustee may, in writing, change the spread of investments (even on a daily basis). However, the Fund's current investment spread is:

Asset Allocation (%) of Gilly's Super Fund	Range (%) e.g. 0 - 100%
Cash	85 – 95%
Australian Fixed Interest	0 – %
International Fixed Interest	0 – %
Australian Equities (Current Benchmark: S&P ASX 200)	10 – 15%
International Equities (Current Benchmark: MSCI World Ex \$A)	0 – %
Diversified Property (other than residential)	0 – %
Residential, commercial or retail property (direct, listed or unlisted)	0 – %
Hedge funds	0 – %
Antiques and art works	0 – %
Precious metals, such as gold and silver	0 – %
Loans, loan facilities and securities	0 – %
Other investments (considered on a case by case basis) such as agribusiness	0 – %
Others:	5 – %

- iii. Where no range has been inserted above the Trustee considers that no specific percentage range for each of the asset classes should be adopted but that each asset class should be considered on its own investment merits having regard to an appropriate degree of diversification.

10. PAYING DEBTS

The Trustee is obliged to pay its tax obligations, expenses incurred and required benefits to members. It will do so within 31 days. The Trustee ensures that it holds sufficient cash (or readily realisable assets) to meet such obligations. Moneys must also be kept in reserve to meet the risk and reward objectives of the Fund.

11. COST OF INVESTING

The Trustee strives to reduce costs of investing. However, at times upfront investment costs are payable in order to obtain the best investment products that fit into this investment strategy. Exit costs and penalties may also be part of the cost of carrying out this investment strategy.

12. INVESTMENTS

a. Cash

Money can be held in kind, banks, building societies, lending institutions and cash management accounts.

b. Australian Shares

After research and due diligence, these include listed and unlisted securities including shares, warrants, derivatives, contracts for differences, derivatives securities and managed funds.

c. Australian Fixed Interest

These include deposits banks, building societies, lending institutions, cash management accounts, government and non-government bonds, bank bills, debentures, corporate notes and specialist fixed interest funds.

d. International Shares

After research and due diligence, these include investments directly or indirectly in listed and unlisted shares from around the world including listed and unlisted securities including shares, warrants, derivatives, contracts for differences, derivatives securities and managed funds.

e. Property

This includes both direct and indirect investments in listed and unlisted property trusts and property securities funds.

f. Status of the Fund

The Trustee must consider the current status of the Fund with regards to the characteristics of members and the obligations of the Fund with respect to its members when determining the investment strategy.

g. Review

The Trustee is to regularly review the Fund's investment strategy and evidence this review in the minutes of Trustee meetings held during the income year.

The Trustee may review this strategy as required, but it must be reviewed at least annually.

Keith W Gillinder

Signed by the Trustee *K. W. Gillinder*

A large, stylized handwritten 'X' mark.

Linda Gillinder

Signed by the Trustee *L. E. Gillinder*

A large, stylized handwritten 'X' mark.

Minutes: Adopting Financial Statements

Minutes of meeting of the Trustee of Gilly's Super Fund

Held on: 30/06/2019 At: 35 Rose Street, UPPER SWAN WA 6069

Present:

Keith Gillinder

Linda Gillinder

Matter discussed: 2019 Financial Statements

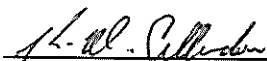
The financial statements of Gilly's Super Fund for the year ended 30 June 2019 were tabled at the meeting.

It was resolved that:

The financial statements for the year ended 30 June 2019 be approved and that the directors be authorised to sign a Trustee Statement stating that in the opinion of the trustee:

1. The financial statements are drawn up so as to present fairly the financial position of the fund as at 30 June 2019, the benefits accrued as a result of operations and its cash flows for the year then ended;
2. The financial statements have been prepared in accordance with Australian Accounting Standards, the Trust Deed, other mandatory professional reporting requirements (Urgent Issues Group Consensus Views) and the requirements of the Superannuation Industry (Supervision) Act 1993; and
3. The Fund has operated substantially in accordance with the Trust Deed and the requirements of the Superannuation Industry (Supervision) Act 1993, during the year ended 30 June 2019.

Signed as a true and correct record:



Keith Gillinder

Chairman

Dated: 30 June 2019

Minutes: Adopting Income Tax and Regulatory Returns

Minutes of meeting of the Trustee of Gilly's Super Fund

Held on: 30/06/2019

At: 35 Rose Street, UPPER SWAN WA 6069

Present:

Keith Gillinder

Linda Gillinder

Matter discussed: 2019 Income Tax and Regulatory Return

The 2019 income tax and regulatory return of Gilly's Super Fund to be lodged with the Australian Taxation Office for the Year Ended 30 June 2019, was tabled at the meeting.

It was resolved that:

In accordance with the Trust Deed of Gilly's Super Fund, to agree with the terms and conditions contained in the annual return as presented at the meeting, and in the Trustee's opinion:

1. The information contained in the 2019 income tax and regulatory return are true and correct, and
2. The fund satisfies the statutory requirements and conditions applicable to the fund for the year.

It was resolved that:

The Certificate and Declaration by Trustee relating to the 2019 income tax and regulatory return to this effect be signed this day by Keith Gillinder, who is an authorised signatory and trustee of the fund, for and on behalf of the trustee.



Keith Gillinder
Chairman

Dated 30 June 2019

Minutes: trustee acceptance of contribution

Minutes of meeting of the Trustee of Gilly's Super Fund

Held on: 30/06/2019

At: 35 Rose Street, UPPER SWAN WA 6069

Present:

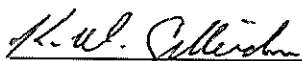
Keith Gillinder
Linda Gillinder

The fund is in receipt of \$22,000 contribution from Keith Gillinder. It was noted that the requirements that need to be satisfied prior to the fund accepting any contributions in relation to a member are set out in Regulation 7.04 of the SIS Regulations.

It was resolved that:

1. where relevant, the trustees accept the correspondence received as providing sufficient evidence that the member has satisfied the tests of gainful employment; and
2. the trustees accept the correspondence as evidence that the member has satisfied the conditions set out in Regulation 7.04 of the SIS Regulations; and
3. the fund will accept the contribution and address any matters that are required as a result.

Signed as a true and correct record:



Keith Gillinder
Chairman

Dated: 30 June 20

Minutes: trustee acceptance of contribution

Minutes of meeting of the Trustee of Gilly's Super Fund

Held on: 30/06/2019

At: 35 Rose Street, UPPER SWAN WA 6069

Present:

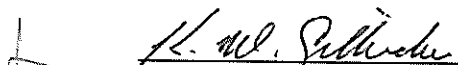
Keith Gillinder
Linda Gillinder

The fund is in receipt of \$22,000 contribution from Linda Gillinder. It was noted that the requirements that need to be satisfied prior to the fund accepting any contributions in relation to a member are set out in Regulation 7.04 of the SIS Regulations.

It was resolved that:

1. where relevant, the trustees accept the correspondence received as providing sufficient evidence that the member has satisfied the tests of gainful employment; and
2. the trustees accept the correspondence as evidence that the member has satisfied the conditions set out in Regulation 7.04 of the SIS Regulations; and
3. the fund will accept the contribution and address any matters that are required as a result.

Signed as a true and correct record:


Keith Gillinder
Chairman

Dated: 30 June 2019

Minutes of meeting of Keith & Linda Gillinder as trustee's for the Gilly's Super Fund held at Upper Swan on 1 July 2019.

Present: Linda Gillinder
Keith Gillinder

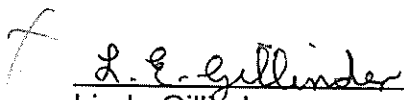
Minutes: The Chairman reported that the minutes of the previous meeting had been signed as a true record.

ANNUAL EARNINGS AND INCOME TAX ON EARNINGS ALLOCATION

IT WAS RESOLVED that the super fund's annual earnings and income tax on earnings be allocated to members based on the member's opening balance at 1 July of each year.

There being no further business the meeting was closed.

Signed by the trustees



Linda Gillinder



Keith Gillinder

**MINUTES OF MEETING OF TRUSTEES OF
GILLY'S SUPER FUND
HELD ON THE 30TH JUNE 2019**

- Present:** Keith Gillinder
Linda Gillinder
- Gainful Employment:** It was confirmed that the members were gainfully employed during the year ended 30 June 2019.
- Contributions:** It was confirmed that the trustees received 44,000 of Taxable contributions and \$0 non-taxable contributions during the year ended 30 June 2019. The contributions are to be allocated to the members as follows:
- Taxable contributions**
Keith Gillinder - \$22,000.00
Linda Gillinder - \$22,000.00
- Non-Taxable contributions**
Keith Gillinder - \$0
Linda Gillinder - \$0
- Investments Purchased:** It was confirmed that the following investments were purchased during the year ended 30th June 2019.
- National Australia Bank Ltd
 - FMG Ltd
 - Bank of Queensland Ltd
- Rollover:** It was confirmed that no rollovers were done during the year ended 30th June 2019.
- Investments Sold:** It was confirmed that no shares were sold during the year ended 30th June 2019.
- Investment Strategy:** The investment strategy formulated on the 30 June 2019 was confirmed as being appropriate. It was confirmed the Fund's current investment portfolio is in accordance with the investment strategy.
- Trustee Eligibility:** It was confirmed that the trustees are not "disqualified persons" within the meaning of Section 120 of the Superannuation Industry (Supervision) Act 1993.
- Accounts:** The accounts for the Fund for the financial year ended 30 June 2019 were tabled for consideration at the meeting.
- It was resolved that the accounts of the Fund are in compliance with such of the prescribed requirements as are relevant to those accounts and that in the opinion of the trustees –

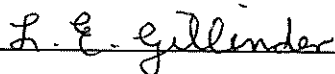
- a) The operating statement is drawn up so as to give a true and fair view of the gain/loss of the fund for the financial year ended 30th June 2019.
- b) The statement of financial position is drawn up so as to give a true and fair view of the state of affairs of the fund as at the end of the financial year ended 30 June 2019.

Dated this 30th day of June 2019



Keith Gillinder

X



Linda Gillinder

F

Gilly's Super Fund

Dear Trustees

Gilly's Super Fund
Audit Engagement Letter

Objectives and Scope of the Audit

You have requested that we audit the financial statements of the SMSF for the year ended 30 June 2019. We are pleased to confirm our acceptance and understanding of this engagement by means of this letter.

Our audit will be performed in accordance with Australian Auditing Standards, the *Superannuation Industry (Supervision) Act 1993 (SISA)* and the *Superannuation Industry (Supervision) Regulations (SISR)* with the objective of expressing an opinion on the financial report and the fund's compliance with the specified requirements of the SISA and the SISR.

Our Responsibilities

We will conduct our audit in accordance with Australian Auditing Standards. Those Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance as to whether the financial report is free from material misstatement.

An audit involves performing audit procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. An audit also includes evaluating the appropriateness of the financial reporting framework, accounting policies used and the implementation and operation of accounting and internal control systems that are designed to prevent and detect fraud and error, as well as evaluating the overall presentation of the financial report.

Because of the inherent limitations of an audit, together with the inherent limitations of internal control, there is an unavoidable risk that some material misstatement may not be detected, even though the audit is properly planned and performed in accordance with Australian Auditing Standards.

In making our risk assessments, we consider internal control relevant to the entity's preparation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. We will, however, communicate to you in writing any significant deficiencies in internal control relevant to the audit of the financial report that we have identified during the audit.

Trustees' Responsibilities

Our audit will be conducted on the basis that the trustee(s) acknowledge and understand that they have responsibilities:

- For the preparation of the financial report that gives a true and fair view in accordance with the Australian Auditing Standards, other mandatory reporting requirements and the SIS Act and SIS Regulations is that of the trustee(s);
- For such internal control as the trustee(s) determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error; and
- To provide us with:
 - Access to all information of which the trustees are aware that is relevant to the preparation of the financial report such as records, documentation and other matters;

- Additional information that we may request from the trustees for the purpose of the audit; and
- Unrestricted access to persons within the entity from whom we determine it necessary to obtain audit evidence.

As part of our audit process, we will request from trustees written confirmation concerning representations made to us in connection with the audit.

Australian Auditing Standards require that we determine whether the financial reporting framework applied in the preparation of this special purpose of financial report is acceptable. If we determine the financial reporting framework to be unacceptable, we will not be able to undertake the audit engagement unless the framework is amended and then determined to be acceptable.

If a qualified audit report is to be issued following the completion of our audit, we will advise the details to you in a timely manner and prior to the issue of our report.

Audit of SIS Compliance

For the year ended 30 June 2019, we are required to form an opinion in respect of compliance with certain aspects of SIS. Our report must refer to the following sections and regulations:

Sections: 17A, 35AE, 35B, 35C(2), 52, 62, 65, 66, 67, 67A, 67B, 82-85, 103, 104, 104A, 105, 109, 126K

Regulations: 1.06(9A), 4.09, 4.09A, 5.03, 5.08, 6.17, 7.04, 8.02B, 13.12, 13.13, 13.14, 13.18AA, 13.22C

Report on Significant Matters

Under section 129 of the SISA we are required to report to you in writing. If during the course of, or in connection with, our audit, we become aware of any contravention of the Act or Regulations which we believe has occurred, is occurring or may occur.

We are also required to report to the ATO, as regulator, any contravention of the SISA and the SISR, where we believe the contravention may affect the interests of the members or beneficiaries of the fund.

In addition, we are also required under section 130 to report to you if we believe the superannuation fund may be, or may be about to become, in an unsatisfactory financial position. If we are not satisfied with your response as trustee(s) as to the action taken to rectify the situation or we receive no response, we are obliged to report the matter to the ATO.

A failure on the part of the trustee to rectify these breaches to the satisfaction of the ATO may result in significant penalties to the trustee and the fund itself.

In addition to our report on the financial statements, we will also report to you any material weaknesses in the fund's system of accounting and internal control which come to our notice during the course of our audit.

Quality Control

The conduct of our audit in accordance Australian Auditing Standards means that information acquired by us in the course of our audit is subject to strict confidentiality requirements. Information will not be disclosed by us to other parties except as required or allowed for by law or professional standards, or with your expressed consent.

Our audit files may, however, be subject to review as part of the quality control review program of Regulators and or Professional Bodies which monitors compliance with professional standards by its members.

We advise you that by signing this letter you acknowledge that, if requested, our audit files relating to this audit will be made available under this program. Should this occur, we will advise you. The same strict confidentiality requirements apply under this program as apply to us as your auditor.

Independence/Conflict of Interest

We have established policies and procedures designed to ensure our independence, including policies on holding financial interests in the superannuation fund and other related parties, rotation of audit partners, business relationships, employment relationships, and the provision of non-audit services in accordance with professional statement APES 110 – Code of Ethics for Professional Accountants.

Outsourced Services

We do not use any outsourced services in overseas locations when conducting client assignments.

Data Storage

We use data storage located in the office but it may be replicated to other locations.

Accepting our services as part of this engagement agreement indicates your acceptance of the use of outsourced services, cloud hosted software and outsourced data storage under the conditions outlined above.

Limitation of Liability

Our firm’s liability to you or any other user of the audit report is limited by a Scheme approved under Professional Standards Legislation.

Other

We would appreciate acknowledgement of terms and conditions set out in this letter. Please note that this letter will be effective for future years unless the terms of the engagement are altered by future correspondence.

Please sign and return the attached copy of this letter to indicate that it is in accordance with your understanding of the arrangements for our audit of the financial report.

If you have any queries in relation to this please contact me.


To: MR ANTHONY BOYS

I/We hereby confirm your appointment as Auditor under the above terms of engagement.

For and on behalf of Gilly’s Super Fund as trustee for the Gilly’s Super Fund

Signed &

Dated

 24/3/2020

Yours sincerely

ANTHONY BOYS – REGISTERED COMPANY AUDITOR

DATED:

Signed document to be returned to P.O. Box 3376 Rundle Mall 5000

ANTHONY BOYS
PO BOX 3376,
RUNDLE MALL 5000

Dear Antony,

**Gilly's Super Fund
Superannuation Fund Management/Trustee Representation Letter**

In connection with your audit examination of the financial report of Gilly's Super Fund for the year ended 30 June 2019, hereby confirm, at your request that to best of our knowledge and belief, the following representation relating to the accounts are correct.

Financial Report

We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter, for the preparation of the financial report.

The management/trustee have determined that the fund is not a reporting entity for the year ended 30 June 2019 and that the requirement to apply Australian Accounting Standards and other mandatory reporting requirements do not apply to the fund. Accordingly, the financial report prepared is a special purpose financial report, which is for distribution to members of the fund and to satisfy the requirement of the SISA and the SISR, and to confirm that the financial report is free of material misstatements, including omissions.

Sole Purpose

The fund has been maintained for the sole purpose of providing superannuation benefits to its members and their dependents.

Superannuation Fund Books/Records/Minutes

- (a) We have made available to you all financial records and related data, other information, explanations and assistance necessary for the conduct of the audit.
- (b) We have made available to you Minutes of all trustee(s)' meetings and the Trust Deed.
- (c) We have established and maintained an adequate internal control structure to facilitate the preparation of reliable financial statements, and adequate financial records have been maintained. There are no material transactions that have not been properly recorded in the accounting records underlying the financial statements.
- (d) We have no plans or intentions that may materially affect the carrying values, or classification, of assets and liabilities.
- (e) Records maintained during the period were in accordance with the Australian Taxation Office requirements.

Asset Form

The assets of the superannuation fund are being held in a form suitable for the benefit of the members of the fund, and have been held in accordance with the fund's investment strategy.

Ownership and Pledging of Assets

The superannuation fund has satisfactory title to all assets disclosed in the Statement of Financial Position. Investments are registered in the name of the trustee(s).

No assets of the superannuation fund have been pledged to secure liabilities of the superannuation fund or of others.

Investments

- (a) We have considered the requirement of generally accepted accounting standards in regards to impairment of assets when assessing the impairment of assets and in ensuring that no assets are stated in excess of their recoverable amount.
- (b) There are no commitments, fixed or contingent, for the purchase or sale of long-term investments that have not been disclosed in the financial statements.
- (c) The investment strategy has been determined with due regard to risk, return, liquidity, diversity and the insurance needs of fund members, and the assets of the fund are in line with this strategy.
- (d) All investments are acquired, maintained and disposed of on an arm's length basis.

Trust Deed

The superannuation fund is being conducted in accordance with its Trust Deed.

Superannuation Industry (Supervision) Act and Regulations

- (a) The fund meets the definition of a self-managed superannuation fund under the SISA.
- (b) The fund has been conducted in accordance with the SISA, the SISR and its governing rules at all times during the year. Also there were no amendments to the governing rules during the year, except as notified to you.
- (c) The fund is being conducted in accordance with the SISA and the SISR, in particular the relevant requirements of the following provisions:

Sections: 17A, 35AE, 35B, 35C(2), 62, 65, 66, 67,67A, 67B, 82-85, 103, 104, 104A, 105, 109, 126K

Regulations: 1.06(9A), 4.09, 4.09A, 5.03, 5.08, 6.17, 7.04, 8.02B, 13.12, 13.13, 13.14, 13.18AA
- (d) The trustee(s) have been nominated and may only be removed in such manner and circumstances as are allowed in the Trust Deed.
- (e) The trustees are not disqualified persons under s126K of the SISA.
- (f) Any vacancy among the trustee(s) is filled in accordance with the Trust Deed.
- (g) The trustee(s) have complied with all trustee standards set out in SISR and the covenant prescribed by section 52 of the SISA.
- (h) The trustee(s) have complied with all investment standards set out in the SISA and the SISR.
- (i) Information retention obligations have been complied with.

- (j) All contributions accepted and benefits paid have been in accordance with the governing rules of the fund and relevant provisions of the SISA and the SISR.

There are no breaches or possible breaches of the SIS legislation whose effects should be considered for disclosure in the financial report or to the Australian Taxation Office.

Commitments

- (a) There are no material commitments for construction or acquisition of property, plant and equipment to acquire other non-current assets, such as investments or intangibles, other than those disclosed in the financial report.
- (b) There were no commitments for purchase or sale of securities or assets or any options given by the fund including options over share capital.

Taxation

- (a) We have calculated income tax expense, current tax liability, deferred tax liability and deferred tax asset according to the definitions of taxable income and allowable deductions. We have calculated and recognised all other applicable taxes according to the relevant tax legislation.
- (b) There are no activities that invoke the anti-avoidance provisions of any applicable tax legislation.

Borrowings

The trustees have not borrowed money on behalf of the superannuation fund with the exception of borrowings which were allowable under the SIS Act and the SIS Regulations.

Related Parties

- (a) The fund has not made any loans to, or provided financial assistance to members of the fund or their relatives.
- (b) No asset has been acquired from a member or related party other than as permitted under the SISA and the SISR.
- (c) Related party transactions and related amounts receivable or payable have been properly disclosed in the financial statements.

Accounting Misstatement Detected by Audit

There has been no misstatement noted by audit during the course of the current year audit.

Insurance

The superannuation fund has an established procedure whereby an officer reviews at least annually the adequacy of insurance cover on all assets and insurable risks where relevant. This review has been performed and where it is considered appropriate, assets and insurable risks of the superannuation fund are adequately covered by insurance.

Accounting Estimates

We confirm the significant assumptions used in making accounting estimates are reasonable.

Fair Value Measurements and Disclosures

We confirm that significant assumptions used in fair value measurements and disclosures are reasonable and appropriately reflect our intent and ability to carry out specific courses of action on behalf of the fund.

Going Concern

In the opinion of the trustees there are reasonable grounds to believe that the superannuation fund will be able to:

- Pay its debts as and when they fall due.
- Continue as a going concern for the foreseeable future.

We, therefore, confirm that the going concern basis is appropriate for the financial report.

Events after Balance Sheet Date

We are not aware of any events that have occurred between the financial reporting date to the date of this letter that we need to disclose or recognise in the financial report.

Comparative Information

We confirm that there have been no restatements made to correct a material misstatement in the prior period financial report that affects the comparative information.

Fraud and Error

- (a) There has been no:
 - (i) Fraud, error, or non-compliance with laws and regulations involving management or employees who have a significant role in the internal control structure.
 - (ii) Fraud, error, or non-compliance with laws and regulations that could have a material effect on the financial report.
 - (iii) Communication from regulatory agencies concerning non-compliance with, or deficiencies in, financial reporting practices that could have a material effect on the financial report.
- (b) The superannuation fund has disclosed to the auditor all significant facts relating to any frauds or suspected frauds known to management that may have affected the superannuation fund.
- (c) The superannuation fund has disclosed to the auditor the results of its assessment of the risk that the financial report may be materially misstated as a result of fraud.

Legal Matters

We confirm that all matters that may result in legal action against the fund or the trustees in respect of the fund, have been discussed with a solicitor and brought to the attention of the auditor so that a solicitor's representation letter may be obtained.

General

- (a) Neither the superannuation fund nor any Trustees have any plans or intentions that may materially affect the book value or classification of assets and liabilities at balance sheet date.
- (b) The superannuation fund accepts responsibility for the implementation and operations of accounting and internal control systems that are designed to prevent and detect fraud and error. We have established and maintained adequate internal control to

facilitate the preparation of a reliable financial report, and adequate financial records have been maintained. There are no material transactions that have not been properly recorded in the accounting records underlying the financial report.

- (c) There are no violations or possible violations of laws or regulations whose effects should be considered for disclosure in the financial report or as a basis for recording an expense.
- (d) The superannuation fund has complied with all aspects of contractual agreements that would have a material effect on the financial report in the event of non-compliance.

We understand that your examination was made in accordance with the Australian Auditing Standards and was, therefore, designed primarily for the purpose of expressing an opinion on the financial report of the fund taken as a whole, and that your tests of the financial records and other auditing procedures were limited to those which you considered necessary for that purpose.

Additional Matters

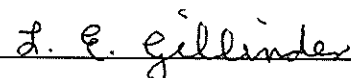
There are no additional matters.

Signed by the Directors/Trustee of the Gilly's Super Fund



Director / Trustee

X



Director / Trustee

X