

**MINUTES OF THE MEETING OF THE DIRECTOR(S) OF THE CORPORATE TRUSTEE
LEIGHTON KESTEVEN CORPORATION PTY LTD ATF
LEIGHTON KESTEVEN SUPERANNUATION FUND NO 1
HELD ON 28 MAY 2021 AT
20 MYRTLE PLACE, ST IVES NSW**

PRESENT

Scott Smith

Tomoko Smith

**APPROVAL OF
PREVIOUS MINUTES:**

It was resolved that the minutes of the previous meeting had been signed as a true and correct record.

**ALLOCATION OF
CONTRIBUTION:**

It was resolved that the contributions received during the year be allocated to members as follows:

| Member Name/Contribution type | Amount |
|--------------------------------------|---------------|
| <i>Mrs Tomoko Smith</i> | |
| Employer | 9,000.00 |
| Member | 11,900.00 |
| <i>Mr Scott Smith</i> | |
| Employer | 20,660.00 |
| Member | 11,900.00 |

The contributions will be subject to normal preservation and payment rules under the *Superannuation Industry (Supervision) Regulations 1994 (SISR)*

PAYMENT OF BENEFITS:

The trustee has ensured that any payment of benefits made from the fund meet the requirement of the fund's deed and do not breach the superannuation laws in relation to:

1. making payment to members; and
2. breaching the fund's or the member's investment strategy.

The trustees have reviewed the payment of benefits and received advice that the transfer is in accordance with the deed and the superannuation laws. As such the trustee has resolved to allow the payment of the following benefits on behalf of the members:

| Member Name/Payment Type | Amount |
|---------------------------------|---------------|
| <i>Mrs Tomoko Smith</i> | |
| Pension | 21,790.00 |
| <i>Mr Scott Smith</i> | |
| Pension | 31,210.00 |

PURCHASE OF ASSETS:

It was resolved that having regard to the composition, risk and return of the fund's existing investments, the fund's investment objectives and its present liquidity, the purchase of the assets identified below during the year ended 30 June 2020 hereto be confirmed and are in line with the investment strategy of the fund.

| Asset / Date | Price | Units | Consideration |
|---|--------------|--------------|----------------------|
| <i>Listed Securities Market</i> | | | |
| <i>A. J. Lucas Group Limited</i> | | | |
| 14 Nov 2019 | 0.0650 | 4200.00 | 273.00 |
| <i>Northern Minerals Limited</i> | | | |
| 29 May 2020 | 0.0200 | 125000.00 | 2,500.00 |
| <i>Pantoro Limited</i> | | | |
| 04 Mar 2020 | 0.0902 | 100000.00 | 9,019.95 |
| <i>Saracen Mineral Holdings Limited</i> | | | |
| 03 Dec 2019 | 2.9500 | 681.00 | 2,008.95 |

DISPOSAL OF ASSETS:

It was resolved that having regard to the composition, risk and return of the fund's existing investments, the fund's investment objectives and its present liquidity, the disposal of the assets identified below during the year ended 30 June 2020 hereto be confirmed and are in line with the investment strategy of the fund.

| Asset / Date | Price | Units | Consideration |
|---------------------------------|--------------|--------------|----------------------|
| <i>Listed Securities Market</i> | | | |
| <i>Gindalbie Metals Limited</i> | | | |
| 25 Jul 2019 | 0.0260 | 400000.00 | 10,400.00 |

ALLOCATION OF NET INCOME:

It was resolved that the income of the fund be proportionally allocated to members based on the members' daily weighted average balances. The following amounts of income, and related amounts of tax, are to be credited to / debited from member accounts:

| | Income | Fund Tax | Conts Tax | Direct Tax |
|-------------------------|---------------|-----------------|------------------|-------------------|
| <i>Mrs Tomoko Smith</i> | | | | |
| Accumulation | 3,457.20 | 854.61 | 1,350.00 | 0.00 |
| Tomoko Smith ABP 1 | 133,115.09 | 2.39 | 0.00 | 0.00 |
| Tomoko Smith ABP 2 | 49,950.24 | 0.90 | 0.00 | 0.00 |
| Tomoko Smith ABP 3 | 39,843.48 | 0.72 | 0.00 | 0.00 |
| Tomoko Smith ABP 4 | 8,596.74 | 0.15 | 0.00 | 0.00 |
| Tomoko Smith ABP 5 | 13,849.04 | 0.25 | 0.00 | 0.00 |
| Tomoko Smith ABP 6 | 35,700.46 | 0.65 | 0.00 | 0.00 |
| <i>Mr Scott Smith</i> | | | | |
| Accumulation | 2,878.26 | 732.58 | 3,099.00 | 0.00 |
| Scott Smith ABP 1 | 123,501.92 | 0.00 | 0.00 | 0.00 |
| Scott Smith ABP 2 | 49,250.27 | 0.00 | 0.00 | 0.00 |
| Scott Smith ABP 3 | 36,802.88 | 0.00 | 0.00 | 0.00 |
| Scott Smith ABP 4 | 10,710.50 | 0.00 | 0.00 | 0.00 |
| Scott Smith ABP 5 | 50,414.08 | 0.00 | 0.00 | 0.00 |
| Scott Smith ABP 6 | 14,595.23 | 0.00 | 0.00 | 0.00 |
| Scott Smith ABP 7 | 34,427.22 | 0.00 | 0.00 | 0.00 |

REPORTING ENTITY CONCEPT:

It was resolved that, in the opinion of the trustee, the fund is not a reporting entity because it is unlikely that users exist who are unable to command the preparation of reports tailored so as to satisfy specifically all their information needs.

Therefore, the financial statements for the fund are to be prepared on the basis of the fund being a "non-reporting entity", and will therefore take the form of Special Purpose Financial Reports.

REPORTS AND STATEMENTS:

The Financial Reports consisting of Statement of Financial Position, Operating Statement and Notes to the Financial Statements, Trustee's Declaration, Compilation Report, Auditor's Report and Member Statement for the period ended 30 June 2020 were tabled for consideration at the meeting.

It was resolved that the financial statements be adopted in their present format and that the statement by the trustees attached to the financial reports be signed by the Trustees, stating that:

1. the financial statements are drawn up so as to present fairly the financial position of the fund as at 30 June 2020, the benefits accrued as a result of operations and its cash flow for the year then ended;
2. the financial statements have been prepared in accordance with the requirements of the trust deed and Australian Accounting Standards as noted in Note 1 to the Financial Statements and
3. the fund has operated substantially in accordance with the trust deed and the requirements of the *Superannuation Industry (Supervision) Act 1993 (S/ISA)*, during the year ended 30 June 2020.

INCOME TAX RETURN:

The completed Self-Managed Superannuation Fund Annual Return for the financial year ended 30 June 2020 was tabled for consideration at the meeting.

It was resolved that:

1. the particulars contained in the 2020 income tax return and the relevant records used to ascertain the taxable income, as shown, derived by the fund from all sources in and out of Australia during the year of income are true and correct and;
2. the fund satisfies the statutory requirements and conditions applicable to be classified as a 'Regulated Superannuation Fund/Complying Superannuation Fund' for the year of income and;
3. the income tax return be adopted in its present format and that the Return be signed by the Trustees.

REVIEW OF INVESTMENT STRATEGY:

The fund's investment performance for the year ended 30 June 2020 and existing investment strategy have been reviewed by the Trustees, after considering:

1. the risk involved in making, holding and realising, and the likely return from, the fund's investments having regard to its objectives and its expressed cash flow requirements;
2. the composition of the fund's investments as a whole including the extent to which the investments are diverse or involve the funds being exposed to risks from inadequate diversification;
3. the liquidity of the fund's investments having regard to its expected cash flow requirements;
4. the ability of the fund to discharge its existing and prospective liabilities;
5. whether the fund should hold a contract of insurance that provides insurance cover for members of the fund; and
6. the effect of the fund's investments on the above requirements and all matters relating to the prudential nature of the investment being continuously monitored, regularly reviewed and to make sure they adhere to fund's investment objectives and relevant legislation.

It was resolved that the aims and objectives of the investment strategy were being achieved and that the said investment strategy requires no further modification or adoption at this time.

TRUSTEE AND MEMBER STATUS:

Each of the trustee(s) confirmed that they are qualified to act as trustee(s) of the fund and that they are not disqualified persons as defined by Section 120 of the *S/SA*.

Each of the member(s) confirmed that they are a member of the fund and agreed to be bound by the provisions contained within the Trust Deed of the fund (and any subsequent amendments).

AUDITOR:

It was resolved that

Anthony Boys
of

5A Broadway
Glenelg South, SA 5045

act as the auditor of the fund for the next financial year.

TAX AGENT:

It was resolved that

Mrs Johanna Van Der Hoven
of
Johanna Van der Hoven
15 Fingal Avenue
Glenhaven, NSW 2156

act as the tax agent of the fund for the next financial year.

CLOSURE:

There being no further business the meeting was closed.



Dated: 28 / 05 / 2021

Scott Smith
Chairperson