

**MINUTES OF THE MEETING OF THE DIRECTOR(S) OF THE CORPORATE TRUSTEE R &
S WHITTAKER PTY LTD ATF
WHITTAKER SUPERANNUATION FUND
HELD ON 15 MARCH 2022 AT
E444 PRINCES HIGHWAY, YATTE YATTAH NSW**

PRESENT

Russell Whittaker

Sharon Whittaker

**APPROVAL OF
PREVIOUS MINUTES:**

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

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 2021 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>Pilbara Minerals Limited</i> | | | |
| 19 Jan 2021 | 0.0000 | 15264.00 | 0.00 |
| <i>Province Resources Ltd</i> | | | |
| 18 Feb 2021 | 0.1004 | 52474.00 | 5,267.35 |
| <i>Zip Co Limited.</i> | | | |
| 11 Feb 2021 | 10.8119 | 1900.00 | 20,542.57 |
| <i>Unlisted Market</i> | | | |
| <i>PLS_R</i> | | | |
| 17 Dec 2020 | 0.0000 | 4079.00 | 0.00 |
| 17 Dec 2020 | 0.0000 | 3290.00 | 0.00 |
| 17 Dec 2020 | 0.0000 | 7895.00 | 0.00 |

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 2021 hereto be confirmed and are in line with the investment strategy of the fund.

| Asset / Date | Price | Units | Consideration |
|---------------------------------|--------------|--------------|----------------------|
| <i>Unlisted Market</i> | | | |
| <i>PLS_R</i> | | | |
| 19 Jan 2021 | 0.0000 | 15264.00 | 0.00 |
| <i>Listed Securities Market</i> | | | |
| <i>Village Roadshow Limited</i> | | | |
| 29 Dec 2020 | 3.0000 | 3300.00 | 9,900.00 |

**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>Mr Russell Whittaker</i> | | | | |
| Accumulation | 114,684.60 | 561.36 | 0.00 | 0.00 |
| <i>Mrs Sharon Whittaker</i> | | | | |
| Accumulation | 108,041.98 | 528.84 | 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 2021 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 2021, 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 2021.

INCOME TAX RETURN:

The completed Self-Managed Superannuation Fund Annual Return for the financial year ended 30 June 2021 was tabled for consideration at the meeting.

It was resolved that:

1. the particulars contained in the 2021 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 2021 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

PO Box 3376
Rundle Mall, SA 5000

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

TAX AGENT:

It was resolved that

Mr Ronald Palmer
of
Palmers Chartered Accountants
Suite 5 13-15 Francis St
Dee Why, NSW 2099

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

CLOSURE:

There being no further business the meeting was closed.

Russell Durras Whittaker

22/3/2022 | 1:41 PM ACDT

..... Dated:/...../.....

Russell Whittaker
Chairperson

**MINUTES OF THE MEETING OF THE DIRECTOR(S) OF THE CORPORATE TRUSTEE R
& S WHITTAKER PTY LTD ATF
WHITTAKER SUPERANNUATION FUND
HELD ON 30 JUNE 2021 AT
E444 PRINCES HIGHWAY, YATTE YATTAH NSW**

PRESENT: Russell Whittaker
Sharon Whittaker

INVESTMENT STRATEGY: The Fund's proposed Investment Strategy was tabled for approval.

The Investment Strategy was reviewed, having appropriate regard for:

(i) The Fund's circumstances, including members' ages and expectations, the Fund's benefit structure, the size of the Fund, and the Fund's tax position.

(ii) The Members' circumstances, whether it is appropriate for the trustees of the fund to hold a contract of insurance that provides insurance cover for one or more members of the fund.

(iii) The risk involved in making, holding and realising, and the likely return from, the Fund's investments having regard to its objectives and its expected cash flow requirements. Risks involved include market risk, operational risk, liquidity risk, and credit risk.

(iv) The composition of the Fund's investments as a whole including the extent to which the investments are diverse or involve the entity in being exposed to risks from inadequate diversification.

(v) The liquidity of the Fund's investments having regard to its expected cash inflows, and cash outflow requirements. Items considered included the required amount of investment in cash or in assets readily convertible into cash, the expected timing of investment income and member contributions, and the expected timing of expenditure such as tax and member benefit payments.

(vi) The ability of the entity to discharge its existing and prospective liabilities.

It was noted that the Fund's investment strategy defined the minimum and maximum allocations to the various asset classes as follows:

| Asset Class | Min % | Max % |
|---------------------------|--------------|--------------|
| Australian Equities | 0.00% | 95.00% |
| Australian Fixed Interest | 0.00% | 15.00% |
| Cash | 0.00% | 30.00% |

It was resolved that the Investment Strategy appropriately addressed the aims and objectives of the Fund and, as a result, should be adopted as tabled.

CLOSURE: There being no further business the meeting was closed.

Russell Durras Whittaker

Russell Whittaker
Chairperson

22/3/2022 | 1:41 PM ACDT
Dated:/...../.....