

WILLOUGHBY LEGION
EX-SERVICES CLUB LIMITED
ABN: 35 000 248 117
(A Company Limited by Guarantee)

**FINANCIAL STATEMENTS
FOR THE YEAR ENDED
30TH JUNE 2025**

HARLEY, RUSSELL & DAY
Chartered Accountants

Suite 16, 2 Catherine Street
ROCKDALE NSW 2216

Phone: (02) 9567 0044

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

ABN: 35 000 248 117

(A Company Limited by Guarantee)

FINANCIAL STATEMENTS – 30TH JUNE 2025

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WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

ABN: 35 000 248 117

(A Company Limited by Guarantee)

DIRECTORS' REPORT

Your Directors present their report on the Financial Statements of the Company for the year ended 30th June 2025.

NAME OF DIRECTORS

The names of Directors in Office at any time during or since the end of the year are:-

V. Campion M. Maechler E. Dorahy

R. Whyte C. Maher + G. McNally

x M. Chain xx J. Seater

+ Appointed 6th April 2025

x Resigned 1st August 2024

xx *Resigned 24th September 2024*

COMPANY SECRETARY

Following the resignation of Mr. Peter Dove on 1st October 2024, Mr. Mario Machado was appointed Secretary Manager and Licensee of the Club on 14th October 2025. Mario has extensive experience in the hospitality industry. Previous employment included the Hakoah Club where he worked for three years, North Leagues for 10 years, and Hornsby RSL for 26 years, where he was the CEO for 16 years.

PRINCIPAL ACTIVITIES

The principal continuing activity of the Company was: - Licensed Ex-Service Men and Women's Club. (See below significant changes).

MEMBERS

The number of Members of the Company registered in the Register of Members at the date of this report is:

	<u>2025</u>	<u>2024</u>
Life Members	4	3
Ordinary Members	450	447
Ex-Service Members	<u>16</u>	<u>16</u>
	470	466

SIGNIFICANT CHANGES

There have been no significant changes since the previous year. The Club building progress has been slower than anticipated and adverse weather has caused further delays. However, the Club is now nearing its final stages of completion hoping to open in mid to late November.

The Hyegrove Village is nearly complete with residents expected to move in around September/ October.

OPERATING RESULTS

The Net Profit (Loss) from trading for the year (after no Provision for Income Tax) amounted to a Loss of \$306,522 (2024: Profit \$56,178) after charging Depreciation \$NIL (2024: \$NIL).

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

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DIRECTORS' REPORT (CONT.)

REVIEW OF OPERATIONS

Movements in significant items of Revenue are as follows:-

	<u>2025</u>	<u>2024</u>	<u>Increase/ (Decrease)</u>	<u>%</u>
	\$	\$	\$	
Poker Machine Clearances	-	-	-	-
Bar Sales	-	-	-	-
Total Operating Expenses	-	-	-	-

OBJECTIVES

SHORT TERM

1. To finalise the Club development project including Memorial Park and Memorial Walk.
2. To remain proactive in dealing with continually changing industry legislation.
3. To increase Club membership.
4. To increase the Club's awareness in the local community.
5. To provide a high level of service and members' facilities.
6. To prepare for the re-opening and launch of the new Club.

LONG TERM

1. To secure the long-term future of Willoughby Legion Ex-Services Club Ltd.
2. To preserve and commemorate the Willoughby Club Legion Ex-Services traditions, ANZAC and Remembrance Days.
3. To diversify the Club's assets into other streams of income where viable.
4. To maintain a financially sustainable community club.
5. To create a solid relationship between our new local residents and the local community.

PRINCIPAL STRATEGIES FOR ACHIEVING OBJECTIVES

The Board has entered into a Project Development Agreement with our development partner, Hyecorp Property Group, for the development of the Heart of Willoughby Village. No Club properties will be sold to fulfil the Club's obligations. The CBA will hold the Club property titles as security during the construction phase of the redevelopment.

When the project is completed, these titles will be released back to the Club. The land portion occupied by the Club premises will revert to "core land", and the remaining "non-core" land will be the subject of a long-term lease to the operators of the Independent Living Units and the aged-care facility. In return, the Club will receive an on-going revenue stream from the lessee for the duration of the lease.

A new Club, with ample parking, comfortable bar lounges, dining facilities and comprising an Events Centre for Community, Corporate and Special events, featuring the latest in technology, and a team of like-minded personnel striving to provide exceptional customer service to members will assist us accomplish the Club's Vision and Objectives.

Adjacent to the Club, on the southern side a Memorial Walk area is created. At its entrance, a symbolic Lone Pine planter and a Soldier Memorial Sculpture are well placed guarding the walkway, with War Memorial Plaques and Members Ashes relocated from the old Club gardens to the new Memorial Walk.

In the background, sculptural screens will form an elegant series of memorial elements with five ANZAC Community themes to educate and inspire younger generations about the ANZAC enduring Legacy, the spirit of courage, mateship, and sacrifice.

Within the precinct a Memorial Park will provide a high-quality space for passive recreation for families, village residents and the surrounding Willoughby community. The park has been designed with a focus on holding special commemoration events such as ANZAC Day and Remembrance Day, bringing together the community to honor and recognise the local heroes from Willoughby who served in the ANZAC forces.

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DIRECTORS' REPORT (CONT.)

PERFORMANCE MEASUREMENT AND KEY PERFORMANCE INDICATORS

Performance is assessed regularly against relevant internal and industry benchmarks enabling assessment as to whether strategic initiatives have been effective in achieving company short- and long-term objectives. These relevant benchmarks are detailed below and are monitored by senior management and the Board on a regular basis.

- Bar Gross Profit Margins,
- Bar Wages to Sales percentage,
- Catering Gross Profit Margins,
- Catering Wages to sales percentage,
- Gaming Wages to sales percentage,
- EBITDA,
- Industry comparisons,
- Club Objectives.

INFORMATION ON DIRECTORS AND MEETINGS

<u>Name</u>	<u>Position</u>	<u>Experience</u>	<u>Board Meetings</u>	<u>Qualification</u>	<u>Appointed (A)/Resigned (R)</u>
V. Campion	President	Director, 6 years	13 of 13	AV Services Manager	(A) 2 November 2019
M. Maechler	Vice President	Director, 2 years	13 of 13	Executive Assistance Insurance Services	(A) 18 November 2023
E. Dorahy	Director	Director, 19 years	13 of 13	Retired Admin Manager	(A) 2 November 2006
R. Whyte	Director	Director, 6 years	13 of 13	Business Owner	(A) 26 November 2020
C. Maher	Director	Director, 5 years	12 of 13	Sheetmetal Worker	(A) 21 January 2021
G. McNally	Director	Director, 1 year	3 of 3	Barrister	(A) 6 April 2025
M. Chain	Director	Director, 2 years	0 of 2	Business Owner	(A) 11 February 2023 (R) 1 August 2024
J. Seatter	Director	Director, 17 years	1 of 3	Retired Business Owner	(A) 31 May 2024 (R) 24 September 2024

DIRECTORS BENEFITS

Except for the benefits disclosed in Note 19, since the end of the previous financial year no Director has received or become entitled to receive any benefit by reason of a contract between the Company and himself or with a firm of which he has a substantial financial interest.

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED
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DIRECTORS' REPORT (CONT.)

MEMBERS' LIMITED LIABILITY

In accordance with the Constitution of the Company, every member of the company undertakes to contribute an amount limited to \$2.00 per member in the event of the winding up of the company during the time that he/she is a member or within one year thereafter. The total liability in the event of winding up is \$940 (2024: \$932).

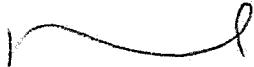
AUDITOR'S INDEPENDENT DECLARATION

The Auditor's Independent Declaration for the year ended 30th June 2025 has been received and can be found on page 5 of this report.

Dated at Willoughby this 29th day of September 2025
In accordance with a resolution of the Directors



VESTER CAMPION - PRESIDENT



MARISE MAECHLER – VICE-PRESIDENT

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

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AUDITOR'S INDEPENDENT DECLARATION

UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

TO THE DIRECTORS OF WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

In accordance with s 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of Willoughby Legion Ex-Services Club Limited. As the audit partner for the audit of the financial report of Willoughby Legion Ex-Services Club Limited for the year ended 30th June 2025, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) The auditor independence requirements of the *Corporations Act 2001* in relation to the audit, and
- (ii) Any applicable code of professional conduct in relation to the audit.

**DATED AT SYDNEY
THIS 29TH DAY OF
SEPTEMBER 2025**

.....

HARLEY, RUSSELL & DAY
Chartered Accountants

GARRY WILLIAM DAY
Registered Company Auditor

WILLOUGHBY LEGION
EX-SERVICES CLUB LIMITED
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STATEMENT OF PROFIT OR LOSS AND COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30TH JUNE 2025

	Notes	2025	2024
		\$	\$
Revenue from Continuing Operations			
Revenue from sale of goods	2	-	-
Revenue from rendering of services	2	-	-
Other Revenue from ordinary activities	2	424	552
Total Revenue		424	552
 Operating Expenses			
Cost of Sales	3	-	-
Donations and Sponsorship		(500)	(500)
Directors' Expenses		(4,850)	(3,077)
Employment Benefits expense		(231,526)	(15,831)
Entertainment, marketing and promotional costs		-	-
Legal and consultancy fees		(7,000)	(700)
Poker machine licences and taxes		-	-
Occupancy expense		(7,064)	(6,838)
Other expenses from ordinary activities		(175,901)	(37,100)
Total Operating Expenses		(426,841)	(64,046)
 Earnings before borrowing costs, tax, depreciation and amortisation		(426,417)	(63,494)
Depreciation and amortisation		-	-
Finance Costs	3	(105)	(328)
		(105)	(328)
 Profit (Loss) before income tax		(426,522)	(63,822)
Income tax expense		-	-
 Total Profit (Loss) for the Year		(426,522)	(63,822)
 Other Comprehensive Income	21	120,000	120,000
 Profit (Loss) attributable to members of the entity		(306,522)	56,178

The above accounts should be read in conjunction with the accompanying notes.

WILLOUGHBY LEGION
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STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED 30TH JUNE 2025

	Notes	2025	2024
		\$	\$
Current assets			
Cash assets	4	1,365,884	160,698
Receivables	5	2,658,593	-
Inventories	6	-	-
Other	7	-	-
Total current assets		4,024,477	160,698
Non-current assets			
Property, plant & equipment	8	20,469,000	20,469,000
Total non-current assets		20,469,000	20,469,000
Total assets		24,493,477	20,629,698
Current liabilities			
Payables	9	231,525	17,158
Provisions	10	8,664	-
Other	11	-	3,999
Total current liabilities		240,189	21,157
Non current liabilities			
Interest Bearing Liabilities	12	4,967,223	1,012,618
Provisions	13	873	4,209
Total non current liabilities		4,968,096	1,016,827
Total liabilities		5,208,285	1,037,984
Net assets		19,285,192	19,591,714
Equity			
Asset Revaluation Reserve		14,584,339	14,584,339
Land Revaluation Surplus	20	3,970,785	3,970,785
Retained Profits	23	730,068	1,036,590
Total equity		19,285,192	19,591,714

The above accounts should be read in conjunction with the accompanying notes.

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STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30TH JUNE 2025

	2025	2024
	\$	\$
Cash Flow from Operating Activities		
Receipts from customers	120,000	120,034
Payment to suppliers and employees	(2,869,738)	(68,726)
Finance costs	(105)	(328)
Interest received	424	518
Net Cash from Operating Activities	(2,749,419)	51,498
Cash Flow from Investing Activities		
Payment for Property and Equipment	-	-
Net Cash Outflows from Investing Activities	-	-
Cash Flow from Financing Activities		
Repayment - Fisho's Club	-	(896)
Borrowings - Advance Contribution HPG	3,954,605	-
Borrowings - Finance Leases Repayment	-	-
Borrowings - Members Loans (Repayment)	-	-
Net Cash (Outflows) from Financing Activities	3,954,605	(896)
Net increase/(decrease) in Cash Held	1,205,186	50,602
Cash held at the beginning of the financial year	160,698	110,096
Cash held at the end of the financial year	1,365,884	160,698

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

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NOTES TO AND FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 30th June 2025

NOTE 1. SUMMARY OF MATERIAL ACCOUNTING POLICIES

Willoughby Legion Ex-Services Club Limited is a Company Limited by Guarantee and incorporated and domiciled in Australia. Willoughby Legion Ex-Services Club Limited is a not-for-profit entity for the purpose of preparing the financial report. The principal activities of the Company consist of maintaining and operating a licensed club with associated sporting activities after the redevelopment of the site is completed.

Registered office:

26 Crabbes Avenue
WILLOUGHBY NORTH NSW 2068

Principal Place of Business:

26 Crabbes Avenue
WILLOUGHBY NORTH NSW 2068

BASIS OF PREPARATION

The Willoughby Legion Ex-Services Club Limited report is a general-purpose financial report that has been prepared in accordance with Australian Accounting Standards - Simplified Disclosures. This includes compliance with the recognition and measurement requirements of all Australian Accounting Standards, Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board and the disclosure requirements of AASB 1060 *General Purpose Financial Statements - Simplified Disclosures for For-Profit and Not-for-Profit Tier 2 Entities*.

The financial report of the company was prepared in accordance with Australian Accounting Standards - Simplified Disclosures. The 2022 and prior year financial reports were prepared in accordance with Australian Accounting Standards - Reduced Disclosure Requirements. The transition from the previous financial reporting framework to Australian Accounting Standards - Simplified Disclosures has not affected the Willoughby Legion Ex-Services Club Limited reported financial position, financial performance and cash flows.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in financial statements containing relevant and reliable information about transactions, events and conditions. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

The financial statements, except for the cash flow information, have been prepared on an accrual basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities. The amounts presented in the financial statements have been rounded to the nearest dollar.

ACCOUNTING POLICIES

a) **Revenue Recognition**

Sales Revenue

Sales Revenue comprises revenue earned from the provision of catering, beverage, and poker machine facilities to members and other patrons of the Club. Sales revenue is recognised when the goods and services are provided.

Asset Sales

The gross proceeds of asset sales are included as revenue of the entity. The profit or loss on disposal of assets is brought to account at the date an unconditional contract of sale is signed.

Interest Income

Interest income is recognised as it accrues.

b) **Principal Activities**

The company operates as a Licensed Club.

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

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NOTES TO AND FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED 30th June 2025

NOTE 1. SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

c) **Property, Plant & Equipment**

Property, plant and equipment are included at cost or at an independent valuation. All fixed assets, including buildings and capitalised leases, but excluding freehold land, are depreciated over their estimated useful lives commencing from the time the asset is held ready for use.

d) **Leases**

Leases of fixed assets, where substantially all the risks and benefits incidental to the ownership of the asset, but not legal ownership, are transferred to the company, and are classified as finance leases. Finance leases are capitalised recording an asset and a liability equal to the present value of the minimum lease payments, including any guaranteed residual value. Leased assets are amortised over their estimated useful lives. Lease payments are allocated between the reduction of the lease liability and the lease interest expense for the period. Lease payments under operating leases, where substantially all the risks and benefits remain with the lessor, are charged as expenses in the periods in which they are incurred.

The Company has applied Accounting Standard AASB 16 in respect to the Right-of-Use Assets from 1st January 2019.

e) **Depreciation of property, plant and equipment**

Depreciation is calculated on a straight-line basis to write off the net cost or revalued amount of each item of property, plant and equipment (excluding land) over its expected useful life. The exception is glassware, crockery and cutlery, which is expensed in the year of purchase. Estimates of remaining useful lives are made on a regular basis for all assets, with annual reassessments for major items. The expected useful lives are as follows:

<u>Category</u>	<u>Useful Life</u>	<u>Depreciation Basis</u>
Buildings	40 years	straight line
Plant and equipment	5 years	diminishing value

f) **Trade and other creditors**

These amounts represent liabilities for goods and services provided to the club prior to the end of the financial year and which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

g) **Maintenance and repairs**

The costs of maintenance, repairs and minor renewals are charged as expenses as incurred.

h) **Employee Entitlements**

(i) **Wages and salaries, annual leave and sick leave**

Liabilities for wages and salaries, annual leave and sick leave are recognised and are measured as the amount unpaid at the reporting date at current pay rates in respect of employees' services up to that date.

(ii) **Long service leave**

A liability for long service leave is recognised for all employees of the club with ten years or more service. No adjustment is made for inflation of wage rates or discounting of expected future payments as the net effect is not expected to be material.

i) **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 Taxation Office. 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 in the Statement of Financial Position are shown inclusive of GST. The net amount of GST recoverable from, or payable to, the Australian Taxation Office 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.

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30TH JUNE 2025

	2025	2024
	\$	\$
NOTE 2. REVENUE FROM CONTINUING OPERATIONS		
Operating Activities		
<u>Revenue from Sale of Goods</u>		
Bar Sales	-	-
<u>Revenue from Rendering Services</u>		
Poker Machines	-	-
Tab	-	-
Functions & Facility Hire	-	-
Raffles	-	-
Keno	-	-
	<hr/>	<hr/>
<u>Other Revenue from Ordinary Activities</u>		
Donations & Sponsorship	-	-
Interest	424	518
Members Subscriptions	-	14
Commission Vending Machines	-	-
Other	-	20
Sale of Assets	-	-
	<hr/>	<hr/>
Total Revenue from Continuing Operations	424	552
	<hr/>	<hr/>

NOTE 3. EXPENSES FROM OPERATING ACTIVITIES

Cost of Goods Sold	-	-
Bar	-	-
Finance Costs	105	328
Borrowing Costs	<hr/>	<hr/>

NOTE 4. CURRENT ASSETS - CASH ASSETS

ANZ Cheque	1,324,554	119,792
ANZ Online Saver	41,330	40,906
	<hr/>	<hr/>

The above figures are reconciled to cash at the end of the financial year as shown in the statement of cash flows as follows:

Balances as above	1,365,884	160,698
Balances as per statement of cash flows	<hr/>	<hr/>

WILLOUGHBY LEGION
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30TH JUNE 2025

	2025	2024
	\$	\$
NOTE 5. RECEIVABLES		
Deposits		
Up front deposits without tax invoice	1,421,025	-
Up front deposits with tax invoice	<u>1,185,175</u>	<u>-</u>
	<u>2,606,200</u>	<u>-</u>
The above represent deposits paid for the purchase of Furniture, Plant & Equipment.		
Other		
GST recoverable	20,502	-
BAS	31,566	-
Credit card	<u>325</u>	<u>-</u>
	<u>52,393</u>	<u>-</u>
	<u><u>2,658,593</u></u>	<u><u>-</u></u>
NOTE 6. INVENTORIES		
Finished Goods - at cost	<u><u>-</u></u>	<u><u>-</u></u>
NOTE 7. OTHER		
Receivable - HPG - CW Pty Ltd	<u><u>-</u></u>	<u><u>-</u></u>
	<u><u>-</u></u>	<u><u>-</u></u>
NOTE 8. NON-CURRENT ASSETS - PROPERTY, PLANT & EQUIPMENT		
Land - at Valuation	16,469,000	16,469,000
Willoughby Sub-Branch land acquired in 2016	<u>4,000,000</u>	<u>4,000,000</u>
	<u><u>20,469,000</u></u>	<u><u>20,469,000</u></u>
Total Land and Buildings	<u><u>20,469,000</u></u>	<u><u>20,469,000</u></u>
Total property, plant and equipment	<u><u>20,469,000</u></u>	<u><u>20,469,000</u></u>

Reconciliation

Total of Land and Buildings of \$20,469,000 consist of the "Core Assets" as defined under the Registered Clubs Act.

The Board of Directors have determined the valuation of the Club Land as at the date of the 30th June 2025 report to be \$20,469,000.

The original Club titles were valued at \$16,469.00 by Asset Property Consultants, valuer Mr James Doncas (Reg. Valuer 2584) in September 2011. Additional land acquired from the Willoughby Sub-Branch in 2016, and was valued by Herron Todd White, valuer Mr Steve Fraser (Reg. Valuer 6150) at \$4,000,000.

Given the approx. 14,000m² of land at North Willoughby, the Directors were satisfied that a formal valuation at this time would be higher than this sum, and that a valuation after completion of the redevelopment would be higher again, when the next property valuation will be made.

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30TH JUNE 2025

NOTE 8. NON-CURRENT ASSETS - PROPERTY, PLANT & EQUIPMENT (CONTINUED)

Reconciliations of the carrying amounts of each class of property, plant and equipment at the beginning and end of the current financial year are set out below:

	Land	Smoking Terrace	Plant & Equipment	Total
	\$	\$	\$	\$
Carrying amount at 30th June 2024	20,469,000	-	-	20,469,000
Carrying amount at 30th June 2025	20,469,000	-	-	20,469,000

NOTE 9. CURRENT LIABILITIES - PAYABLES

	2025	2024
	\$	\$
Trade creditors	225,525	11,159
Other Payables and Accruals	<u>6,000</u>	<u>5,999</u>
	<u>231,525</u>	<u>17,158</u>

NOTE 10. CURRENT LIABILITIES - PROVISION

Provision for Annual Leave	<u>8,664</u>	-
	<u>8,664</u>	<u>-</u>

NOTE 11. CURRENT LIABILITIES - OTHER

Taxation GST PAYG	-	3,999
	-	3,999
	<u>3,999</u>	<u>3,999</u>

NOTE 12. NON-CURRENT - INTEREST BEARING LIABILITIES

Loan from Toorshi Pty Ltd Secured	1,000,000	1,000,000
Loan from Toorshi Pty Ltd Secured - Tranche 2	3,967,223	-
Loan from Fisho's Club	-	12,618
	<u>4,967,223</u>	<u>1,012,618</u>

The loans from Toorshi Pty Ltd are secured by mortgage. The loan will be repayable when all the units are sold, or 36 months after practical completion of the club building. There is no interest or principal payment required on the loan, however there is a flat 5% funding cost paid on the amount used by the Company.

NOTE 13. NON-CURRENT LIABILITIES - PROVISION

Employee Entitlements - Long Service Leave - Non-Current	<u>873</u>	4,209
	<u>873</u>	<u>4,209</u>

WILLOUGHBY LEGION
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30TH JUNE 2025

NOTE 14. DIVIDENDS

Under the Club's Constitution, there is no provision for the payment of dividends.

NOTE 15. CONTINGENT LIABILITIES

There were no contingent liabilities at year end.

NOTE 16. INDUSTRY AND OPERATION LOCATIONS

The company operates predominantly in the hospitality and entertainment industry.

The Company's operations and customers are located predominantly in Sydney, New South Wales. The Company provides food, beverage, gaming and other entertainment facilities to members and guests, which has now been suspended during redevelopment.

NOTE 17. RELATED PARTY TRANSACTIONS

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

Apart from the details enclosed on this note, no other key management personnel has transacted with the Company since the end of the previous financial year and there were no outstanding balances involving key management personnel's interests existing at year-end.

Other Related Transactions

During past years the Company has been supported by unsecured loans made to the Company by the Members of the Fisho's Club (2024 - \$12,617). During the financial year the balance of this loan was repaid in full.

NOTE 18. CURRENT POSITION - REDEVELOPMENT

The latest advice from the developer (Hyecorp) as of 10th September 2025 is that practical completion of the redevelopment will be achieved by the 19th November 2025.

NOTE 19. KEY MANAGEMENT PERSONNEL COMPENSATION

Key Management Personnel

Names and positions held of key management personnel in office at any time during the financial year are:

Ves Campion	President	Elizabeth Dorahy	Director
Marise Maechler	Vice President	Ron Whyte	Director
Chris Maher	Director	Michael Chain	Director
John Seatter	Director	Greg McNally	Director

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30TH JUNE 2025

NOTE 19. KEY MANAGEMENT PERSONNEL COMPENSATION (CONTINUED)

Other Key Management Personnel

Mario Machado	Secretary Manager
Kellie Reeve	Operations/Event Manager

Key Manager Personnel Compensation	<u>Short-term benefits</u>		<u>Post employment benefits</u>		Total
	Cash, Salary & Commissions	Allowances	Superannuation	\$	
Total compensation - 2025	142,374	-	16,065	158,439	\$
Total compensation - 2024	2,400	-	264	2,664	\$
			2025	2024	
			\$	\$	
Honorariums	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	
Director's Expense	<u>4,850</u>	<u>—</u>	<u>3,077</u>	<u>—</u>	

Director's Expenses did not exceed the amount approved by Members at the last Annual General Meeting.

NOTE 20. ASSET REVALUATION

The value of the land was revalued at \$20,469,000 (see Note 8) in 2022, the increase in the valuation being \$3,970,785.

NOTE 21. OTHER COMPREHENSIVE INCOME

During the year the company received the following other income:

(i) Under the Project Development Agreement entered into with HPG CW Pty Ltd in January 2017 under Clause 20.2, the Developer has provided \$5,000 per month for July and August 2022, then \$20,000 per month exclusive of GST, up to 30th June 2025.

Amount received up to 30th June 2025	240,000	240,000
(i) Less Project Management Eastview	(120,000)	(120,000)
TOTAL OF OTHER COMPREHENSIVE INCOME	<u>120,000</u>	<u>120,000</u>

WILLOUGHBY LEGION
EX-SERVICES CLUB LIMITED
ABN: 35 000 248 117
(A Company Limited by Guarantee)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30TH JUNE 2025

	2025	2024
	\$	\$

NOTE 22. LOAN FROM TOORSHI PTY LTD OF \$4,967,222

On 23 February 2017 the company secured a loan from Toorshi Pty Ltd, which flowed from the Project Delivery Agreement with HPG CW Pty Ltd, and is secured by a mortgage over the company's real estate. There is no interest or principal payments required, however there is a flat 5% funding cost paid on the amount used by the Company. The loan will be repayable when all the units are sold, or 36 months after practical completion of the club building.

NOTE 23. STATEMENT OF CHANGES IN EQUITY

Opening Balance 30 June 2024	1,036,590	980,412
Less Profit/(Loss) for the year	<u>(306,522)</u>	<u>56,178</u>
Closing Balance 30 June 2025	<u><u>730,068</u></u>	<u><u>1,036,590</u></u>

NOTE 24. EVENTS SUBSEQUENT TO BALANCE DATE

The accounting AASB 110 requires significant events after the reporting period for the year ended 30th June 2025 to be disclosed. No significant events have occurred subsequent to balance date.

NOTE 25. GOING CONCERN

The Company ceased trading on 29th January 2022 to allow for redevelopment of the site. This is not envisaged to be completed until November 2025.

NOTE 26. ELECTRONIC GAMING MACHINE ENTITLEMENTS

The Company currently owns 43 Electronic Gaming Machine licences. The value of these intangible assets, in accordance with accounting standards, is not recorded on the Balance Sheet. The current market value for each entitlement is estimated by your Directors to be in the vicinity of \$35,000 for a block. This would make the value of the entitlements held by the Club \$501,000.

NOTE 27. AUDITOR'S REMUNERATION

Auditing the Financial Statements	9,193	9,000
Other	-	-
	<u><u>9,193</u></u>	<u><u>9,000</u></u>

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

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DIRECTORS' DECLARATION

The directors of the company declare that:

1. The financial statements and notes, as set out on pages 1 to 16 are in accordance with the Corporations Act 2001:
 - (a) Comply with Accounting Standards - Simplified Disclosure Requirements and the Corporation Regulations 2001; and
 - (b) Give true and fair view of the financial position as at 30th June 2025 and of the performance for the year ended on that date of the company;
2. In the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors.

Dated at Willoughby this 30th day of September 2025
In accordance with a resolution of the Directors



.....
VESTER CAMPION - PRESIDENT



.....
MARISE MAECHLER – VICE-PRESIDENT

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

ABN: 35 000 248 117

(A Company Limited by Guarantee)

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Willoughby Legion Ex-Services Club Limited (the Company), which comprises the statement of financial position as at 30th June 2025, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and the directors' declaration.

In our opinion the accompanying financial report of Willoughby Legion Ex-Services Club Limited, is in accordance with the *Corporations Act 2001*, including:

- (a) Giving a true and fair view of the company's financial position as at 30th June 2025, and of its financial performance for the year then ended; and
- (b) Complying with Australian Accounting Standards AASB 1060: *General Purpose Financial Statements – Simplified Disclosures for Not-for-Profit Tier 2 Entities* and the *Corporations Regulations 2001*.

Emphasis of Matter

The licensed Club trading operation ceased on 29th January 2022, and is no longer a going concern. The site is now currently being redeveloped.

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 set out under Auditing Standard ASA 700. We are independent of the Company in accordance with the auditor independence requirements of 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 the 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.

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

ABN: 35 000 248 117

(A Company Limited by Guarantee)

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED (continued)

Other Information

The directors are responsible for the other information. The other information comprises the information contained in the Willoughby Legion Ex-Services Club Limited Annual Report (but does not include the financial report and our auditor's report thereon).

Our opinion on the financial report does not cover the other information and accordingly we do not and will 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 identified above 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.

Based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is no 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 – Simplified Disclosures 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 Company 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 Company 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.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 registered entity's internal control.

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED

ABN: 35 000 248 117

(A Company Limited by Guarantee)

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

WILLOUGHBY LEGION EX-SERVICES CLUB LIMITED (continued)

Auditor's responsibilities for the audit of the Financial Report (continued)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the registered entity's ability to continue as a going concern.
- If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the registered entity to cease to continue as a going concern
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

**DATED AT SYDNEY
THIS 1ST DAY OF
OCTOBER 2025**

.....
HARLEY, RUSSELL & DAY

Chartered Accountants

GARRY WILLIAM DAY

Registered Company Auditor