This is Annexure A of 13 pages referred to in Form 368 copy of Financial Statement Report.

_____________________
Peter Miller
Director

Dated this ______ day of ____________ 2012

All Saints' College Foundation Limited
ACN 001 765 304
Financial Statements
For the Year Ended 30 June 2012
All Saints' College Foundation Limited
ACN 001 765 304
Directors Report
for the Year Ended 30 June 2012

The Directors present this report on the company for the financial year ended 30 June 2012.

Directors
The following persons held office of director during the reporting period:

Mrs. M.E. Sanders
Mrs. S. Burrow
Mrs. H.J. Baber
Mr. J.H. Sedgley
Mr J. E. Cranfield
Ms R. Bayliss
Mr. B.D. Clydsdale
Ms T. L. Jones
Mr P. D. Miller (Secretary) (appointed 12th October 2011)
Mr M. T. O. Quaife (appointed 12th October 2011)
Mr N. P. Wass (appointed 12th October 2011)
Ms B. Peterson (appointed 12th October 2011)
Mr I. R. Redpath (appointed 11th May 2012)

No other person was a director during the year. Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

Principal Activities
The principal activities of the company during the course of the year were to act as trustee for the funds established by the foundation.

There have been no significant changes in the nature of these activities during the year.

Information on directors
Mrs. M.E. Sanders: B.A., Dip.Ed. (Sydney), B.Ed. (Qld)
Teacher
Junior Vice President
Esrom Player
Director Appointed 22nd February 1992

Mrs. S. Burrow:
Retired Grazier
OBU Nominee
Director Appointed 15th February 1997

Mrs. H.J. Baber O.A.M.:
Retired Teacher
MOG Trustee
Director Appointed 8th March 1991

Mr. J.H. Sedgley: B.Sc.(Forestry), M.Sc.(ANU)
Forestry Manager
President
Member
Mr. B.D. Clydsdale: B.A.(UNE), M.A.C.E.
Grazier
Senior Vice President
Fellow
Director Appointed 4th April 2001

Mr J.E. Cranfield:
Retired
OBU Nominee
Director Appointed 20th October 2010

Ms R. Bayliss:
Receptionist
P&F Nominee
Director Appointed 16th March 2011

Ms T.L. Jones: B.Ed. (London University), (Eng/Ed)
Teacher
Staff Nominee
Director Appointed 16th March 2011

Dr P.D. Miller
Doctor
Secretary Appointed: 12th October 2011
Director Appointed: 12th October 2011

Mr M. T. O. Quaife
Company Director
Director Appointed: 12th October 2011

Mr N. P Wass
Farmer
Director Appointed: 12th October 2011

Ms B. Peterson
Manager
Director Appointed: 12th October 2011

Mr I. R. Redpath
Certified Financial Planner
Director Appointed: 11th May 2012
Meetings of Directors

During the financial year, 3 meetings of directors were held. Attendances by each director were as follows:

- Mrs. M.E. Sanders
- Mrs. S. Burrow
- Mrs. H.J. Baber
- Mr. J.H. Sedgley
- Mr J. E. Cranfield
- Ms R. Bayliss
- Mr. B.D. Clydsdale
- Ms T. L. Jones
- Mr P. D. Miller (Secretary)
- Mr M. T. O. Quaife
- Mr N. P. Wass
- Ms B. Peterson
- Mr I. R. Redpath

The company is incorporated under the Corporations Act 2001 and is a company limited by guarantee. If the company is wound up, the Memorandum and Articles of Association states that each member is required to contribute a maximum of $5 each towards meeting any outstanding obligations of the company.

Auditor's Independence Declaration
The lead auditor’s independence declaration for the year ended 30 June 2012 has been received and forms part of the financial statements.

Signed in accordance with a resolution of the Board of Directors:

Director Signature: __________________________

______________________________
Please print name

Director Signature: __________________________

______________________________
Please print name

Dated this ______ day of ________________ 2012
<table>
<thead>
<tr>
<th></th>
<th>2012</th>
<th>2011</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenue from Continuing Operations</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Other Income</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Operating Expenses</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Net Gain on Disposal of Investments</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Profit for the year</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Other Comprehensive income/(expenses)</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Other Comprehensive income for the year</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Total comprehensive income</td>
<td>-</td>
<td>-</td>
</tr>
</tbody>
</table>
All Saints' College Foundation Limited  
ABN 44 001 765 304  
Statement of Financial Position  
For the Year Ended 30 June 2012

<table>
<thead>
<tr>
<th></th>
<th>2012</th>
<th>2011</th>
</tr>
</thead>
<tbody>
<tr>
<td>Current Assets</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total Assets</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Current Liabilities</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total Liabilities</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Assets</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
All Saints' College Foundation Limited  
ABN 44 001 765 304  
Statement of Changes in Equity  
For the Year Ended 30 June 2012

<table>
<thead>
<tr>
<th></th>
<th>Share Capital</th>
<th>Retained Earnings</th>
<th>Financial Assets Reserve</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Balance at 1 July 2010</strong></td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>Profit for the year</strong></td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>Total other comprehensive income for the year</strong></td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>Subtotal</strong></td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>Distributions</strong></td>
<td></td>
<td></td>
<td></td>
<td>-</td>
</tr>
<tr>
<td><strong>Balance at 30 June 2011</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Balance at 1 July 2011</strong></td>
<td></td>
<td></td>
<td></td>
<td>-</td>
</tr>
<tr>
<td><strong>Profit for the year</strong></td>
<td></td>
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<td></td>
<td>-</td>
</tr>
<tr>
<td><strong>Total other comprehensive income for the year</strong></td>
<td></td>
<td></td>
<td></td>
<td>-</td>
</tr>
<tr>
<td><strong>Subtotal</strong></td>
<td></td>
<td></td>
<td></td>
<td>-</td>
</tr>
<tr>
<td><strong>Distributions</strong></td>
<td></td>
<td></td>
<td></td>
<td>-</td>
</tr>
<tr>
<td><strong>Balance at 30 June 2012</strong></td>
<td></td>
<td></td>
<td></td>
<td>-</td>
</tr>
</tbody>
</table>
# Cash Flow Statement

For the Year Ended 30 June 2012

<table>
<thead>
<tr>
<th>Notes</th>
<th>2012</th>
<th>2011</th>
</tr>
</thead>
<tbody>
<tr>
<td>CASH FLOWS FROM OPERATING ACTIVITIES</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash Receipts</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash Paid to Suppliers</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Cash Provided by Operating Activities</td>
<td></td>
<td></td>
</tr>
<tr>
<td>CASH FLOWS FROM INVESTING ACTIVITIES</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Proceeds from the Sale of Investments</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Payments for Investments</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Cash (Used In)/Provided by Investing Activities</td>
<td></td>
<td></td>
</tr>
<tr>
<td>CASH FLOWS FROM FINANCING ACTIVITIES</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Proceeds Loaned to Related Parties</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Cash (Used In)/Provided by Financing Activities</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NET INCREASE(DECREASE) IN CASH AND CASH EQUIVALENTS</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash and Cash Equivalents at the Beginning of the Financial Year</td>
<td></td>
<td></td>
</tr>
<tr>
<td>CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL YEAR</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
The financial statements are for All Saint’s College Foundation Limited as an individual entity, incorporated and domiciled in Australia. All Saint’s Foundation Limited is by guarantee.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation
The financial statements are general purpose financial statements that have been prepared in accordance with Australian Accounting Standards (including Australian Accounting Interpretations) and the Corporations Act 2001.

Australian Accounting Standards set out accounting policies that the Australian Accounting Standards Board has concluded would result in financial statements containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures the financial statements and notes also comply with International Financial Reporting Standards (IFRS). Material accounting policies adopted in the preparation of the financial report are presented below and have been consistently applied unless otherwise stated.

The financial statements, except for cash flow information, have been prepared on an accruals 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 and are presented in Australian dollars.

The financial statements were authorised for issue on 17th October 2012 by the Directors of All Saints’ College Foundation Limited.

a. Comparative Figures
Where required by Accounting Standards comparative figures have been adjusted to conform to changes in presentation for the current financial year.

b. New Accounting Standards for Application in Future Periods
The AASB has issued new and amended Accounting Standards and Interpretations that have mandatory application dates for future reporting periods and which the company have decided not to early adopt. A discussion of those future requirements and their impact on the company is as follows:


AASB 1053 establishes a revised differential financial reporting framework consisting of two tiers of financial reporting requirements for those entities preparing general purpose financial statements;

- Tier 1 Australian Accounting Standards; and
- Tier 2 Australian Accounting Standards- Reduced Disclosure Requirements.

Tier 2 of the framework comprises the recognition, measurement and presentation requirements of Tier 1, but contains significantly fewer disclosure requirements.

Since the company is a not-for-profit private sector entity, it qualifies for the reduced disclosure requirements for Tier 2 entities. It is anticipated that the company will take advantage of Tier 2 reporting at a later date.
2. TRUST LIABILITIES AND RIGHT OF INDEMNITY

The company acts solely as trustee of a trust and liabilities have been incurred on behalf of that trust in the company’s capacity as corporate trustee.

Liabilities incurred on behalf of the trust are not recognised in the financial statements when it is not probable that the company will not have to meet any of those trust liabilities from its own resources. When it is probable that the company will have to meet some trust liabilities a liability for the Deficiency in Trust Right of Indemnity is brought to account. Details of the trust liabilities, the offsetting right of indemnity and any deficiency in the right of indemnity are disclosed by way of a note to the financial statements.

<table>
<thead>
<tr>
<th></th>
<th>2012</th>
<th>2011</th>
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<tbody>
<tr>
<td>Liabilities</td>
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<tr>
<td>of the All</td>
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<tr>
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<td>Foundation</td>
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<tr>
<td>Trust</td>
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<td>recorded</td>
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<td>in the</td>
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<tr>
<td>financial</td>
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<tr>
<td>statements</td>
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<tr>
<td>of the</td>
<td></td>
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<tr>
<td>company</td>
<td></td>
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<tr>
<td>were:</td>
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<tr>
<td>Current</td>
<td>5,500</td>
<td>5,156</td>
</tr>
<tr>
<td>Liabilities</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total</td>
<td>5,500</td>
<td>5,156</td>
</tr>
<tr>
<td>Liabilities</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Rights of indemnity for liabilities incurred by the company on behalf of the All Saints’ College Foundation Trust recorded in the financial statements of the company were:

<table>
<thead>
<tr>
<th></th>
<th>2012</th>
<th>2011</th>
</tr>
</thead>
<tbody>
<tr>
<td>Right of</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Indemnity</td>
<td>5,500</td>
<td>5,156</td>
</tr>
<tr>
<td>Total Rights of</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Indemnity</td>
<td>5,500</td>
<td>5,156</td>
</tr>
</tbody>
</table>

The assets of the trust, which lie behind the right of indemnity, are directly available to meet any liabilities of the company acting in its own right. The assets in the trust were sufficient to discharge all liabilities of the trust at 30 June 2012.

3. REMUNERATION OF KEY PERSONNEL

No Directors of the All Saints' College Foundation Limited received any compensation during the financial year (2011: $NIL).

4. COMPANY DETAILS

All Saints’ College Foundation Limited, incorporated and domiciled in Australia, is a company limited by guarantee. The address of the registered office and principal place of business is:

70 Eglinton Road
BATHURST NSW 2795

4. MEMBERS’ GUARANTEE

The company is limited by guarantee. If the company is wound up, the Memorandum and Articles of Association state that each member is required to contribute a maximum of $5 towards meeting any outstanding obligations of the company.

5. CONTINGENT LIABILITIES

A contingent liability exists relative to any future claims which may be made against the company arising from trusteeship dealings.
All Saints' College Foundation Limited
ACN 001 765 304
Directors Declaration
for the Year Ended 30 June 2012

The directors of the company declare that:

1. The financial statements and notes attached are in accordance with the Corporations Act 2001:
   i. comply with Australian Accounting Standards; and
   ii. give a true and fair value of the financial position as at 30 June 2012 and for the year ended

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:

Director Signature: ____________________________

__________________________
Please print name

Director Signature: ____________________________

__________________________
Please print name

Dated this _____ day of ____________ 2012
The Directors of the All Saints' College Foundation Limited resolved:

**Financial Statements and Notes to the Financial Statements**
The Chairperson tabled the financial statements and notes to the financial statements of the company in respect of the year ended 30 June 2012 and it was resolved that they be and are hereby adopted as tabled.

**Company's Solvency**
It was resolved after reviewing the profit and cash flow budgets and considering the ability of the company to realise assets that the company would be able to pay its debts as and when they become due and payable.

**Directors’ Report and Declaration**
The Chairperson tabled the Report of the Directors and Directors’ Declaration in respect of the year ended 30 June 2012 and it was resolved that such Directors’ Report and Declaration be approved and signed by one director on behalf of the Board.

**Annual Statement**
It was resolved that the contents of the Annual Statement be adopted and that one Director signs the Declaration that:

- The information contained in the Statement is correct;
- There are reasonable grounds to believe that the company will be able to pay its debt when they become due and payable; and
- The annual fee will be paid.

**Auditor’s Report**
It was noted that the Auditor’s Report would be signed following the signing of the Directors’ Declaration.

Signed as a true record –

Chairperson

Dated this ____ day of _________ 2012.
All Saints' College Foundation Limited  
ACN 001 765 304  
Auditors Independence Declaration  
For the Year Ended 30 June 2012

To the Directors of the All Saints' College Foundation Limited:

I declare that, to the best of my knowledge and belief, in relation to the audit of the All Saints' College Foundation for the year ended 30 June 2012 there have been:

- no contraventions of the auditor independence requirements as set out the Corporations Act 2001 in relation to the audit; and

- No contraventions of any applicable code of professional conduct in relation to this audit.

DJ Weekes & Co. Pty Ltd  
Chartered Accountants  
211 George Street, Bathurst NSW 2795

[Signature]

DJ Weekes MBus FCA  
Registered Auditor

Dated this 16th Day of October 2012

Liability is limited by a scheme approved under Professional Standards Legislation.
INDEPENDENT AUDITOR’S REPORT

To the Members of All Saints College Foundation Limited,


We have audited the accompanying financial report of All Saints College Foundation Limited, which comprises the statement of financial position as at 30 June 2012, and the statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended, notes comprising a summary of significant accounting policies, other explanatory notes and the directors’ declaration.

Director’s Responsibility for the Financial Report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101: Presentation of Financial Statements, that the financial statements comply with International Financial Reporting Standards (IFRS).

Auditor’s Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing 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. In making those risk assessments, the auditor considers internal control relevant to the entity’s preparation and fair presentation 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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

Independence

In conducting our audit, we have complied with the independence requirements of the Corporations Act 2001. We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of All Saints College Foundation Limited, would be the same terms if provided to the directors at the date of this auditor’s report.
Auditor’s Opinion

In our opinion:

(a) the financial report of All Saints College Foundation Limited is in accordance with the Corporations Act 2001, including:

(i) Giving a true and fair view of the company’s financial position as at 30 June 2012 and of its performance for the year ended on that date; and

(ii) complying with Australian Accounting Standards and the Corporations Regulations 2001; and

(b) the financial report also complies with International Reporting Standards as disclosed in Note 1.

DJ Weekes MBus FCA
Registered Auditor

DJ WEEKES & CO. PTY LTD
Chartered Accountants

Bathurst, New South Wales.

Dated this _____ Day of October 2012