

Roseville Returned Servicemen's Memorial Club Limited
A.B.N. 51 001 071 138

DIRECTORS' REPORT

Your directors present their report on the company for the financial year ended 31st December 2025.

DIRECTORS

The names of the directors in office at any time during or since the end of the financial year are:

Name and Qualifications / Experience

Mr John Whitworth

President since 2003

Qualifications: Business Development Manager

Experience: Life Member and Member of the board for 30 years. Member of the Club for 33 years.

Mr Christopher R Walsh

Deputy President

Qualifications: Company Director

Experience: Current board member for 12 years. Member of the Club for 27 years.

Mr Arthur C Willis

Qualifications: Consultant

Experience: Current board member for 12 years. Member of the Club for 46 years.

Mr Mark Nyman

Treasurer

Qualifications: Company Director

Experience: Current board member for 9 years. Member of the Club for 14 years.

Mr Alex Roth

Qualifications: Legal Practitioner

Experience: Current board member for 7 years. Member of the Club for 14 years.

Mr Greg Johnson OAM

Qualifications: Company Director

Experience: Current board member for 4 years. Former Director 2007 - 2019. Member of the Club for 28 years.

Mr Michael Byrnes

Qualifications: Business Manager

Experience: Current board member for 4 years. Member of the Club for 8 years.

Mrs Ann Waterford

Qualifications: Company Director

Experience: Current board member, for 2 years. Member of the Club for 14 years.

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DIRECTORS' REPORT

During the financial year, 13 meetings of directors were held. Attendances were:

	Attended	*Held
Mr J Whitworth	12	12
Mr A Roth	11	12
Mr C Walsh	10	12
Mr M Byrnes	12	12
Mr G Johnson	11	12
Mr M Nyman	11	12
Mr A Willis	11	12
Mrs A Waterford	10	12

*Number of meetings held during the time the director held office.

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 activity of the company during the financial year to provide the facilities of a licensed club to the members and visitors.

The club's primary objective is to ensure the successful completion of the new Club development.

The club's short term objectives are to:

- i) provide the best possible clubhouse facilities to members.
- ii) encourage new membership.
- iii) remain financially viable to achieve the above objectives.

The club's long term objectives are to:

- i) establish and maintain membership that fosters the club's strategic plan; and
- ii) be sustainable and strive for continuous improvement so as to offer the best possible facilities and social amenities to members.

To achieve these objectives, the club has adopted the following Strategies:

- i) the Board strives to attract and retain quality management and provide high standards of service levels to the members. The Board believes that attracting and retaining quality staff will assist with the success of the club in both the short and long term.
- ii) maintain rigorous control over the club's finances to ensure the club remains viable and is able to continually upgrade clubhouse facilities for the benefit of members and encourage new membership.
- iii) the Board is committed to meet consistent standards of governance, best practice and provide clear expectations of professional accountabilities and responsibilities to all members.

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DIRECTORS' REPORT

PERFORMANCE MEASUREMENT AND KEY PERFORMANCE INDICATORS

The financial performance of the club is measured against the budget set and benchmark data from the club industry:

Some of the criteria reported on are:

Earnings before Interest Taxation Depreciation Amortisation Rent and Donations (EBITDARD)

Gross Profit Margins

Expense Ratios and Analysis

Cash Flow

Non financial performance is assessed by a variety of measures including:

Members' feedback

Staff turnover

Comparison with industry wide initiatives

Member research

The club is incorporated under the Corporations Act 2001 and is a company limited by guarantee. If the club is wound up, the constitution states that each member is required to contribute a maximum of \$2.00 towards meeting any outstanding obligations of the club. At 31st December 2025 the collective liability of members was \$1,670 (2024: \$1,670).

AUDITORS' INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATION ACT 2001

A copy of the Auditor's Independence Declaration follows this Directors Report.

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



J Whitworth
President/Director



M Nyman
Treasurer/Director

Dated: 22/04/2026

**AUDITOR'S INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001
TO THE DIRECTORS OF
Roseville Returned Servicemen's Memorial 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 Roseville Returned Servicemen's Memorial Club Limited. As the lead audit partner for the audit of the financial report of Roseville Returned Servicemen's Memorial Club Limited for the year ended 31/12/2025, 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.

CONROY AUDIT & ADVISORY
Chartered Accountants



D R Conroy
Principal

Dated: 22/04/2026

Roseville Returned Servicemen's Memorial Club Limited
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STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31st DECEMBER 2025

	Notes	2025 \$	2024 \$
Revenue			
Revenue	2	-	158,643
Other Revenue	2	<u>250,905</u>	<u>190,607</u>
Total revenue from continuing operations		<u>250,905</u>	<u>349,250</u>
Expenses			
Cost of Sales	3	-	(56,517)
Advertising & Promotions		-	(7,807)
Employee Benefits Expense		-	(92,324)
Professional Fees		(60,360)	(72,950)
Property Expenses		(51,109)	(133,268)
Club Redevelopment expenses		(18,835)	(27,375)
Other Expenses		<u>(51,103)</u>	<u>(13,706)</u>
Total Expenses		<u>(181,407)</u>	<u>(403,947)</u>
Earnings before depreciation, amortisation and finance costs		<u>69,498</u>	<u>(54,697)</u>
Depreciation and amortisation	3	<u>-</u>	<u>(79,519)</u>
		-	(79,519)
Profit (Loss) before income tax		<u>69,498</u>	<u>(134,216)</u>
Income tax expense	4	<u>-</u>	<u>-</u>
Net Profit (Loss)		<u>69,498</u>	<u>(134,216)</u>
Other comprehensive Income		<u>-</u>	<u>(5,024,319)</u>
Total Comprehensive Income for the Year		<u>69,498</u>	<u>(5,158,535)</u>

The accompanying notes form part of these financial accounts.

Roseville Returned Servicemen's Memorial Club Limited
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STATEMENT OF FINANCIAL POSITION
AS AT 31st DECEMBER 2025

	Notes	2025 \$	2024 \$
CURRENT ASSETS			
Cash and Cash Equivalents	5	230,284	176,924
Trade and Other Receivables	6	123,186	165,348
Inventories	7	-	4,000
Other Assets	8	<u>3,252</u>	<u>1,682</u>
TOTAL CURRENT ASSETS		<u>356,722</u>	<u>347,954</u>
NON CURRENT ASSETS			
Property, Plant and Equipment	10	7,298,002	7,298,002
Intangible Assets	9	<u>24,000</u>	<u>24,000</u>
TOTAL NON-CURRENT ASSETS		<u>7,322,002</u>	<u>7,322,002</u>
TOTAL ASSETS		<u>7,678,724</u>	<u>7,669,956</u>
CURRENT LIABILITIES			
Trade and Other Payables	11	91,937	43,918
Financial Liabilities	12	4,438,236	4,546,986
Short Term Provisions	13	<u>-</u>	<u>-</u>
TOTAL CURRENT LIABILITIES		<u>4,530,173</u>	<u>4,590,904</u>
NON-CURRENT LIABILITIES		-	-
TOTAL NON-CURRENT LIABILITIES		<u>-</u>	<u>-</u>
TOTAL LIABILITIES		<u>4,530,173</u>	<u>4,590,904</u>
NET ASSETS		<u><u>3,148,551</u></u>	<u><u>3,079,052</u></u>
MEMBERS' FUNDS			
Retained Earnings		(2,128,499)	(2,197,998)
Asset Revaluation Reserve		<u>5,277,050</u>	<u>5,277,050</u>
TOTAL MEMBERS' FUNDS		<u><u>3,148,551</u></u>	<u><u>3,079,052</u></u>

The accompanying notes form part of these financial accounts.

Roseville Returned Servicemen's Memorial Club Limited
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STATEMENT OF CHANGES IN MEMBERS' FUNDS
AS AT 31st DECEMBER 2025

	Asset Revaluation Reserve \$	Retained Earnings \$	Total \$
Balance at 1st January 2024	10,301,369	(2,063,782)	8,237,587
Profit (Loss) attributable to members of the company		(134,216)	(134,216)
Gain on revaluation of land and buildings	(5,024,319)		(5,024,319)
Balance at 31st December 2024	5,277,050	(2,197,998)	3,079,052
Profit (Loss) attributable to members of the company		69,498	69,498
Balance at 31st December 2025	5,277,050	(2,128,499)	3,148,551

The accompanying notes form part of these financial accounts.

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STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31st DECEMBER 2025

	Notes	2025 \$	2024 \$
CASH FLOW FROM OPERATING ACTIVITIES			
Receipts from Trading		52,905	186,071
Developer Cost Contribution		198,000	198,000
Payments to Suppliers and Employees		(89,947)	(759,378)
Interest Received		1,151	95
Finance Costs		-	-
		<u>-</u>	<u>-</u>
Net cash provided by (used in) operating activities		<u>162,109</u>	<u>(375,213)</u>
CASH FLOW FROM INVESTING ACTIVITIES			
Proceeds on sale of Plant & Equipment		-	-
Payment for Property, Plant & Equipment	10	<u>-</u>	<u>(1,138,236)</u>
Net cash provided by (used in) investing activities		<u>-</u>	<u>(1,138,236)</u>
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from Borrowings		-	1,246,881
Repayment of Borrowings		<u>(108,749)</u>	<u>-</u>
Net cash provided by (used in) financing activities		<u>(108,749)</u>	<u>1,246,881</u>
<i>Net increase/(decrease) in cash held</i>		<u>53,360</u>	<u>(266,568)</u>
Cash at 1st January 2025		<u>176,924</u>	<u>443,491</u>
CASH at 31st December 2025	5	<u><u>230,284</u></u>	<u><u>176,924</u></u>

The accompanying notes form part of these financial accounts.

Roseville Returned Servicemen's Memorial Club Limited
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NOTES TO AND FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2025

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reporting entity

Roseville Returned Servicemen's Memorial Club Limited (the company) is a company incorporated and domiciled in Australia. The financial statements of the Company are as at and for the year ended 31 December 2025. The Company is a company limited by guarantee and without share capital. In accordance with the Constitution of the Company, every member of the Company undertakes to contribute an amount limited to \$2 per member in the event of the winding up of the Company during the time that he or she is a member or within one year thereafter. The Company is a not-for-profit entity and is primarily involved in the operation of a registered club.

New or amended Accounting Standards and Interpretations adopted

The Company has adopted all new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Going Concern

The financial statements have been prepared on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlements of liabilities in the ordinary course of business for a period of at least twelve months from the date of these financial statements were approved. For the year ended 31 December 2025 the company incurred a net profit of \$69,498 (2024: Loss \$134,216) and as at that date the company's current liabilities exceeded its current assets by \$4,173,451 (2024: \$4,242,950). Should the company be unable to continue as a going concern it may be required to realise its assets and discharge its liabilities other than in the normal course of business and at amounts different from those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or the amount of liabilities that might result should the company be unable to continue as a going concern and meet its debts as and when they fall due.

Basis of preparation

Roseville Returned Servicemen's Memorial Club Limited applies Australian Accounting Standards - Simplified Disclosure Requirements (SD) as set out in AASB 1053: Application of Tiers of Australian Accounting Standards.

The financial statements are general purpose financial statements that have been prepared in accordance with Accounting Standards, Simplified Disclosure Requirements (SD) of the Australian Accounting Standards Board and the Corporations Act 2001.

The entity is a not-for-profit entity for financial reporting purposes under Australian Accounting Standards.

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 otherwise stated.

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 financial statements were authorised for issue by the directors of the Company.

Roseville Returned Servicemen's Memorial Club Limited
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NOTES TO AND FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2025

Accounting policies

Income Tax

The income tax expense as stated in the Statement of Comprehensive Income is the amount calculated to be payable based on a formula determined by the Australian Taxation Office. Clubs are only assessed for income tax on the proportion of income derived from non-members, investments and other income specifically assessable under the Income Tax Assessment Act. Tax Effect accounting has been adopted.

Deferred tax assets relating to temporary timing differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available to absorb those timing differences. Deferred Tax Assets in the form of provisions for staff leave have not been raised as an asset in the accounts due to the relatively low and variable recovery of the tax benefits.

Inventories

Inventories are measured at the lower of cost and net realisable value.

Property, Plant and Equipment

Each class of property, plant and equipment is carried at cost less, where applicable, any accumulated depreciation. The carrying amount of core property (comprising the clubhouse and improvements thereon), plant and equipment is reviewed annually by Directors to ensure it is not in excess of the recoverable amount. The recoverable amount is assessed on the basis of the expected net cash flows which will be received from the assets employment and subsequent disposal. The expected net cash flows have not been discounted to their present values in determining recoverable amounts. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying value is greater than its estimated recoverable amount.

Depreciation and Amortisation

The depreciable amount of plant and equipment is depreciated on a straight line basis and diminishing value basis over their useful lives to the Club commencing from the time the asset is held ready for use.

Leasehold improvements are amortised over the remaining term of the lease.

The depreciation rates used for each class of depreciable assets are:

Class of Fixed Asset	Depreciation Years
Building	40
Plant and Equipment	3-20
Poker Machines	2.5-5

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the income statement. When revalued assets are sold, amounts included in the revaluation reserve relating to that asset are transferred to retained earnings.

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NOTES TO AND FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2025

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Impairment of Assets

At each reporting date, the Club reviews the carrying values of its tangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the assets carrying value. Any excess of the assets carrying value over its recoverable amount is expensed to the income statement.

Leases

The entity as lessee

At inception of a contract, the entity assesses if the contract contains or is a lease. If there is a lease present, a right-of-use asset and a corresponding lease liability is recognised by the entity where the entity is a lessee. However all contracts that are classified as short-term leases (lease with remaining lease term of 12 months or less) and leases of low-value assets are recognised as an operating expense on a straight-line basis over the term of the lease.

Initially the lease liability is measured at the present value of the lease payments still to be paid at the commencement date.

The lease payments are discounted at the interest rate implicit in the lease. If this rate cannot be readily determined, the entity uses the incremental borrowing rate.

Lease payments included in the measurement of the lease liability are as follows:

- fixed lease payments less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of purchase options, if the lessee is reasonably certain to exercise the options;
- lease payments under extension options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The right-of-use assets comprise the initial measurement of the corresponding lease liability as mentioned above, any lease payments made at or before the commencement date, as well as any initial direct costs. The subsequent measurement of the right-of-use assets is at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the lease term or useful life of the underlying asset, whichever is the shortest.

Where a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the entity anticipates to exercise a purchase option, the specific asset is depreciated over the useful life of the underlying asset.

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NOTES TO AND FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2025

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Employee Benefits

Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Other long-term employee benefits

The liability for annual leave and long service leave not expected to be settled within 12 months of the reporting date are measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

Revenue recognition

The company recognises revenue as follows:

Revenue from contracts with customers

Revenue is recognised at an amount that reflects the consideration to which the company is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the company: identifies the contract with a customer; identifies the performance obligations in the contract; determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

Variable consideration within the transaction price, if any, reflects concessions provided to the customer such as discounts, rebates and refunds, any potential bonuses receivable from the customer and any other contingent events. Such estimates are determined using either the 'expected value' or 'most likely amount' method. The measurement of variable consideration is subject to a constraining principle whereby revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The measurement constraint continues until the uncertainty associated with the variable consideration is subsequently resolved. Amounts received that are subject to the constraining principle are recognised as a refund liability.

Sales revenue

Food and beverage

Food and beverage revenue is recognised when received or receivable.

Membership subscriptions

Membership subscriptions are recognised in the year they relate to on an accruals basis.

Interest revenue

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Donations

Donations are recognised when received.

Grants

Grant revenue is recognised in profit or loss when the company satisfies the performance obligations stated within the funding agreements.

If conditions are attached to the grant which must be satisfied before the company is eligible to retain the contribution, the grant will be recognised in the statement of financial position as a liability until those conditions are satisfied.

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

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NOTES TO AND FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2025

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the company's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the company's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Cash

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Trade and other receivables

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an expense item. Receivables and payables in the statement of financial position are shown GST inclusive.

Comparative Figures

The Club was closed on 3rd March 2023 and traded for a period of nine weeks compared with a full year in 2023. Where required by Accounting Standards comparative figures have been adjusted to conform with changes in presentation for the current financial year.

Financial Instruments

Recognition and initial measurement

Financial instruments, incorporating financial assets and financial liabilities, are recognised when the entity becomes a party to the contractual provisions of the instrument. Trade date accounting is adopted for financial assets that are delivered within timeframes established by marketplace convention.

Financial instruments are initially measured at cost plus transactions cost where the instrument is not classified as at fair value through profit or loss. Transaction costs related to instruments classified as at fair value through profit or loss are expensed to profit or loss immediately. Financial instruments are classified and measured as set out below.

Classification and subsequent measurement

1. Financial assets at fair value through profit or loss

Financial assets are classified at fair value through the profit or loss when they are held for trading for the purpose of short term profit taking. Realised and unrealised gains and losses arising from changes in fair value are included in profit or loss in the period in which they arise.

2. Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost using the effective interest rate method.

3. Held to maturity investments

Held to maturity investments are non-derivative financial assets with fixed maturities and fixed or determinable payments, and it is the entity's intention to hold these investments to maturity. They are subsequently measured at amortised cost using the effective interest rate method.

4. Available for sale financial assets

Available for sale financial assets are non derivative financial assets that are either designated as such or that are not classified in any of the other categories. They comprise investments in the equity of other entities where there is neither a fixed maturity nor fixed or determinable payments.

5. Financial Liabilities

Non derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortised cost using the effective interest rate method.

Roseville Returned Servicemen's Memorial Club Limited
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NOTES TO AND FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2025

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Critical Accounting Estimates and Judgments and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Estimation of useful lives of assets

The company determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

Impairment of non-financial assets other than goodwill and other indefinite life intangible assets

The company assesses impairment of non-financial assets other than goodwill and other indefinite life intangible assets at each reporting date by evaluating conditions specific to the company and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

Employee benefits provision

As discussed in note 1, the liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

The Notes to the Financial Statements

The notes present information that is relevant to an understanding of the material items contained in the financial statements. The notes give prominence to areas of the club's activities that are considered to be most relevant to an understanding of the statement of financial position and the profit or loss and other comprehensive income and statement of changes in members' funds and cashflows and are cross referenced to those statements.

Roseville Returned Servicemen's Memorial Club Limited
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NOTES TO AND FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2025

	2025	2024
	\$	\$
NOTE 2 – REVENUE		
Operating Activities:		
Bar Sales	-	69,246
Kitchen Sales	-	74,539
Poker Machine Takings	-	14,398
Membership Subscriptions	-	-
Commissions, Rebates, Room Hire	-	460
Interest Received	1,151	95
Developer Cost Contribution	180,000	180,000
Other Income	69,754	10,512
	<u>250,905</u>	<u>349,250</u>
Other Revenue:		
Profit on disposal of Non Current Assets	-	-
	<u>-</u>	<u>-</u>
Total Revenue	<u>250,905</u>	<u>349,250</u>

In accordance to the agreement (clause 12.5Aa) signed by the Club and the Developer, on and from 1 March 2022 until the date the Developer, obtains the occupancy certificate for the new Club, the Developer must pay Roseville Club the amount of \$15,000 plus GST per month to Roseville Club as a cost contribution. The Club ceased its operations March 2024.

NOTE 3 – PROFIT FROM ORDINARY ACTIVITIES

Profit from ordinary activities before income tax has been determined after:

(a) Expenses

Cost of Sales	-	56,517
Disposal of Non Current Assets	-	-
	<u>-</u>	<u>-</u>
	<u>-</u>	<u>56,517</u>

Roseville Returned Servicemen's Memorial Club Limited
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NOTES TO AND FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2025

	2025	2024
	\$	\$
(b) Significant Revenue and Expenses		
Depreciation and Amortisation of Non-Current Assets:		
Depreciation - Buildings and improvements	-	74,600
Depreciation - Plant and equipment	-	4,919
Total Depreciation and Amortisation	<u>-</u>	<u>79,519</u>
Disposal of Non Current Assets	-	-
Club re-development expense	18,835	27,375

The club buildings and plant were written off during the year. Redevelopment expense represents legal costs and establishment fees incurred in relation to the proposed redevelopment of the Club.

NOTE 4 – INCOME TAX EXPENSE

a) The Income Tax Assessment Act provides that under the concept of mutuality clubs are only liable for income tax on income derived from non-members and other income made specifically assessable.

A reconciliation between income tax expense and the product of accounting profit before income tax is as follows:

Income tax expense prima facie	17,375	(33,554)
Non assessable income	-	-
Non allowable deductions	-	(684)
Adjustment under the concept of mutuality	<u>(17,375)</u>	<u>34,238</u>
	<u>-</u>	<u>-</u>

b) Tax deferred assets

The Club has unrecognised deferred tax assets relating to unused tax losses for the year ended 31/12/2025.

NOTE 5 – CASH AND CASH EQUIVALENTS

Cash on Hand		20,956
Cash at Bank	230,284	155,968
	<u>230,284</u>	<u>176,924</u>

NOTE 6 – TRADE AND OTHER RECEIVABLES

Current

Trade and Other Receivables		<u>123,186</u>	<u>165,348</u>
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NOTE 7 – INVENTORIES

Stock on Hand - at Cost		<u>-</u>	<u>4,000</u>
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NOTE 8 – OTHER ASSETS

Current

Other Assets		<u>3,252</u>	<u>1,682</u>
	<u>3,252</u>	<u>1,682</u>	

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NOTES TO AND FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2025

Non-Current	2025	2024
	\$	\$
NOTE 9 – INTANGIBLE ASSETS		
Poker Machine Entitlements at Cost	60,959	60,959
Less Accumulated Amortisation	<u>(36,959)</u>	<u>(36,959)</u>
	<u>24,000</u>	<u>24,000</u>

Poker machine entitlements are administered by the state government and restrict the number of poker machines that can be installed by the licensed club holder. The entitlements which may be transferred or acquired or sold do not have an expiration date and are therefore deemed to have an indefinite useful life. Poker machine entitlements are internally generated and therefore are only recognised when acquired and are valued at cost.

Poker machine entitlements are tested for impairment, annually or more frequently if events or changes in circumstances indicate that it might be impaired, and are carried at cost less accumulated impairment losses.

NOTE 10 – PROPERTY, PLANT AND EQUIPMENT

Property

Land at valuation	6,140,000	6,140,000
Land at cost (lot 3/62 Pacific Hwy Roseville-ex council land)	1,138,236	1,138,236
Less Accumulated Depreciation	-	-
	<u>7,278,236</u>	<u>7,278,236</u>
Total Property	<u>7,278,236</u>	<u>7,278,236</u>

Plant, Poker Machines & Furniture at cost

Plant, Furniture & Fittings at cost	151,388	151,388
Less Accumulated Depreciation	<u>(131,622)</u>	<u>(131,622)</u>
Total Plant, Furniture & Fittings	<u>19,766</u>	<u>19,766</u>
Total Property, Plant and Equipment	<u>7,298,002</u>	<u>7,298,002</u>

Valuation of Land and Buildings

The independent valuations of the club's land and buildings were carried out on 30 June 2021 on the basis of current prices in an active market for similar properties in the same location and condition amounted to \$11,500,000. The land is carried at fair value less accumulated depreciation and were deemed not to be impaired as at 31 December 2025. In accordance with the DMA with Hycorp, the Club purchased Ku ring gai Council Land adjacent to the Club for \$1,138,236 - Refer Note 12. The buildings were demolished prior to 31/12/24 and the building revaluation of 5,024,319 was written back to the asset revaluation reserve. The directors do not believe that there has been a material movement in the fair value since the valuation date.

Movements in Carrying Amounts

Movement in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year:

	Land & Buildings \$	Plant and Equipment \$	Total \$
Balance at the beginning of year	7,278,236	19,766	7,298,002
Additions	-	-	-
Transfers	-	-	-
Disposals	-	-	-
Depreciation expense	-	-	-
Carrying amount at the end of year	<u>7,278,236</u>	<u>19,766</u>	<u>7,298,002</u>

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NOTES TO AND FORMING PART OF THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2025

NOTE 11 – TRADE AND OTHER PAYABLES	2025	2024
	\$	\$
Current		
<i>Unsecured liabilities</i>		
Trade Creditors	56,833	22,887
Sundry creditors and accrued expenses	<u>35,104</u>	<u>21,031</u>
	<u>91,937</u>	<u>43,918</u>
Non-current		
<i>Unsecured liabilities</i>		
Sundry creditors and accrued expenses	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>

NOTE 12 - FINANCIAL LIABILITIES

Current		
Secured Liabilities		
Development loan Toorshi Pty Ltd (Hyecorp)	<u>4,438,236</u>	<u>4,546,986</u>
	<u>4,438,236</u>	<u>4,546,986</u>

The loan represents funding from Hyecorp, developer of the club and additional dwellings above the club for the right to perform this development. At 31/12/2025, the land and building are mortgaged to a developer to secure the loan of \$4,438,236 related to the cash received in line with the redevelopment plan and the purchase of council land, the GST refund component of \$108,750 which has now gone toward the loan as agreed. The loan will be satisfied as part of the sale proceeds on completion of the development estimated to be in November 2027.

NOTE 13 – PROVISIONS

Current		
Employee Entitlements	<u>-</u>	<u>-</u>
Non Current		
Employee Entitlements	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>

Superannuation commitments

The Club contributes to various superannuation plans for employees:

Types of benefits

The funds provide benefits that represent the accumulation of contributions to employers, providing lump sum or annuity benefits upon retirement, death or disability.

Contributions

The Club is under a legal obligation to contribute 11.5% of each employee's base salary to a superannuation fund.

Details of contributions during the year are as follows:

Employer contributions to the plans	<u>-</u>	<u>8,773</u>
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NOTE 14 - KEY MANAGEMENT PERSONNEL DISCLOSURES FOR NON-DISCLOSING ENTITIES

The following were key management personnel of the Company at any time during the reporting period, and unless otherwise indicated were directors for the entire period:

Non Executive Directors

Mr J Whitworth	President
Mr C Walsh	Deputy president
Mr M Nyman	Treasurer
Mrs Ann Waterford	Director
Mr A Willis	Director
Mr A Roth	Director
Mr G Johnson	Director
Mr M Byrnes	Director

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FOR THE YEAR ENDED 31 DECEMBER 2025

- Unless otherwise stated, transactions with related parties are on normal commercial terms and conditions no more favourable than those available to other parties.

- There were no other transactions with any of the directors during the year.

The key management personnel compensations included in "Employee Benefits Expense" as follows:

	2025	2024
	\$	\$
Key Management Personnel Compensation	-	-
	<u>-</u>	<u>-</u>

Apart from the details disclosed in this note, no director has entered into a material contract with the Company since the end of the previous financial year and there were no material contracts involving directors' interests existing at year-end.

From time to time, directors of the Company, or their director-related entities, may purchase goods from the Company. These purchases are on the same terms and conditions as those entered into by other Company employees or customers and are trivial or domestic in nature.

NOTE 15 – AUDITOR'S REMUNERATION

Audit fees	<u>20,500</u>	<u>20,500</u>
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NOTE 16 - EVENTS AFTER THE REPORTING

From the end of the financial year to the date of this report there has been no subsequent event that would have a material effect on the financial position of the company except as disclosed in these financial statements.

NOTE 17 – COMPANY DETAILS

The Club is incorporated and domiciled in Australia as a Company. In accordance with the Constitution of the Club, every member of the Club undertakes to contribute an amount limited to \$2.00 per member. At 31st December 2025 there were 835 members (2024: 835 members).

The registered office of the Club is:

Roseville Returned Servicemen's Memorial Club Limited
64 Pacific Highway
Roseville NSW 2069

Roseville Returned Servicemen's Memorial Club Limited
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DIRECTORS' DECLARATION

The Directors of Roseville Returned Servicemen's Memorial Club Limited declare that:

1. The financial statements and notes are in accordance with the Corporations Act 2001 and:
 - (a) comply with Australian Accounting Standards and
 - (b) give a true and fair view of the financial position of the company as at 31 December 2025 and of its performance for the year ended on that date.
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.

Signed in accordance with a resolution of the Directors pursuant to Section 295 (5) of the Corporations Act 2001.



J Whitworth



M Nyman

Date: 22/04/2026

Roseville Returned Servicemen's Memorial Club Limited

A.B.N. 51 001 071 138

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF

Roseville Returned Servicemen's Memorial Club Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Roseville Returned Servicemen's Memorial Club Limited (the company), which comprises the statement of financial position as at 31 December 2025, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

In our opinion, the accompanying financial report of Roseville Returned Servicemen's Memorial Club 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 31 December 2025 and of its financial performance for the year then ended; and

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

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 of our report. 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 Roseville Returned Servicemen's Memorial Club Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

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

Inherent Uncertainty Regarding Continuation as a Going Concern

Without qualification to the opinion expressed above, attention is drawn to the following matters:

We draw attention to Note 1 in the financial report: As a result of the matters described in note 1 "Going Concern" to the financial statements, considering the continuous operating losses/cashflow deficiencies and the future cashflow injection requirements from HPG Roseville Pty Ltd (Hycorp) during the application of the proposed development, there is uncertainty whether the company will be able to continue as a going concern and whether it will be able to pay its debts as and when they fall due and realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report. The financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or to the amounts and classification of liabilities that may be necessary should the company not continue as a going concern.

Information Other than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the company's annual report for the year ended 31 December 2025, 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 express any form of assurance conclusion thereon. In connection with our audit of the financial report, our responsibility is to read the other information 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. If, based on the work we have performed, we conclude that there is a 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 entity 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 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 company's ability 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 have 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 company's internal control.
- 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 company'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 company 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the entity to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the entity audit. We remain solely responsible for our audit opinion.

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.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

CONROY AUDIT & ADVISORY

Chartered Accountants



D R Conroy
Principal

154 Elizabeth Street SYDNEY NSW 2000

Dated: 22/04/2026

Roseville Returned Servicemen's Memorial Club Limited
A.B.N. 51 001 071 138

Disclosure requirements under section 41E of the Registered Clubs Act 1976

Section 41E of the registered clubs act 1976 requires the club to disclose its core and non-core property, as defined, in the annual report.

The following properties are Core Properties of the Club:

The Club has no Core properties.

The following properties are Non Core Properties of the Club:

The Club's defined trading premises situated at 64 and 66 Pacific Highway, Roseville NSW 2069.

Notes to Members

1. Section 41E (5) of the Registered Clubs Act requires the Annual Report to specify the Club's Core and Non-Core Properties as at the end of the financial year to which the report related to.
2. Core Property is any real Property owned or occupied by the Club that comprises:
 - (a) the defined premises of the Club; Or
 - (b) any facility provided by the Club for use of its members and their guests; Or
 - (c) any other property declared by a resolution passed by a majority of the members present at a general meeting of ordinary members of the Club to be Core Property of the Club.
3. Non-Core Property is any other property (other than that referred to above as Core Property) and any property which is declared by the members at a general meeting of ordinary members of the Club not to be Core Property.
4. The significance of the distinction between Core Property and Non-Core Property is that the Club cannot dispose of any Core Property unless;
 - (a) the property has been valued by a registered valuer within the meaning of the Valuers Act 2003; and
 - (b) the disposal has been approved at a general meeting of the ordinary members of the Club at which a majority of the votes cast supported the approval; and
 - (c) any sale is by way of public auction or open tender conducted by an independent real estate agent or auctioneer.