

# **Sunland Group Limited**

**ABN 65 063 429 532**

**Annual Report - 30 June 2020**

**Sunland Group Limited**  
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**30 June 2020**

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Directors	Mr Soheil Abedian Executive Director (Chairman)
	Mr Sahba Abedian Managing Director
	Mr Ron Eames Non- Executive Director
	Mr Craig Carracher Non- Executive Director (Resigned - 21 September 2019)
	Mr Christopher Freeman Non-Executive Director
	Mrs Rebecca Frizelle Non-Executive Director
	Mr Vahid Saberi Non-Executive Director (Appointed - 24 September 2019)
Secretary	Mr Grant Harrison
Principal registered office	140A Alice Street Brisbane QLD 4000 Australia Telephone 07 3456 5700
Principal place of business	Brisbane 140A Alice Street Brisbane QLD 4000 Telephone 07 3456 5700
	Gold Coast Royal Pines Marina Precinct Benowa QLD 4217 Telephone 07 5564 3700
	Sydney Suite 9.03, Level 9 25 Bligh Street Sydney NSW 2000 Telephone 02 9210 2100
	Melbourne Ground Floor 15-17 Queen Street Melbourne VIC 3000 Telephone 03 9825 4700
Share register	Link Market Services Limited Locked Bag A14 Sydney South NSW 1235 1300 655 149 (Australia) (+612) 8280 7917 Overseas

Auditor	BDO Level 10 12 Creek Street Brisbane QLD 4000
Solicitors	Holding Redlich Level 1 300 Queen Street Brisbane QLD 4000
Bankers	ANZ Banking Group Limited Level 20 111 Eagle Street Brisbane QLD 4000  Westpac Banking Corporation Limited 260 Queen Street Brisbane QLD 4000
Website	<a href="http://www.sunlandgroup.com.au">www.sunlandgroup.com.au</a>

The Directors present their report together with the financial report of Sunland Group Limited and its controlled entities (Sunland or the Group), for the year ended 30 June 2020 and the independent audit report thereon.

## **Directors**

The names and details of the Company's Directors in office during the year and until the date of this report are as follows. Directors were in the office for the entire period unless otherwise stated.

### **Soheil Abedian**

*Executive Chairman - appointed March 1994.*

Dip Arch Masters  
Degree in Architecture with Honours (University of Graz, Austria)  
Honorary Professor Griffith University (Business School - Gold Coast)  
Adjunct Professor Bond University (Architecture School) Doctorate of Bond University

Mr Soheil Abedian was educated in Graz, Austria and moved to Queensland's Gold Coast in 1983 where he co-founded Sunland Group to develop luxury housing projects. He has over 38 years' experience in architectural design, construction, and project management across a wide range of developments.

### **Sahba Abedian**

*Managing Director - appointed January 2001*

LLB (Bond University)

Mr Sahba Abedian is a qualified lawyer and was admitted into the Supreme Court of Queensland in 1998 as a solicitor. He joined Sunland Group in April 1998 as legal counsel/company secretary. In January 2000, he established the Group's Victorian operations and was appointed Joint Managing Director in 2002 alongside the Group's founder, Soheil Abedian. In 2006, Sahba assumed the role of Managing Director.

### **Ron Eames**

*Non-Executive Director - appointed March 2006.*

LLB (Queensland University of Technology)

Mr Eames is a partner in the Brisbane offices of law firm Holding Redlich and brings to the role more than 25 years' experience in the legal sector, specialising in front-end project work and project structured financing in the energy, resource, construction, and tourism industries. Mr Eames is a member of the Australian Institute of Company Directors. Mr Eames is the chair of Sunland's Audit and Risk Committee.

### **Chris Freeman AM FAICD**

*Non-Executive Director – appointed January 2015.*

Bachelor of Commerce (University of Queensland) FAICD

Mr Freeman has significant company directorship experience in Australia and abroad in the property and finance sectors. His former roles include Director and Chair of Watpac Limited from 2011 until 2014.

Mr Freeman previously held the positions of Executive Chair United Arab Emirates and United Kingdom and Chief Executive Queensland for the Mirvac Group Limited. He has held executive roles in the finance sector, particularly in the property, corporate and agribusiness markets. He is a Director of Brisbane Airport Corporation Limited and Chair of the Queensland Symphony Orchestra. Mr Freeman is a member of Sunland's Audit and Risk Committee.

**Rebecca Frizelle**

*Non-Executive Director – appointed January 2018.*

**Graduate of the AICD**

Rebecca Frizelle is the Chief Operating Officer of Frizelle Prestige and a key shareholder in Frizelle Sunshine Automotive and Peter Warren Automotive. In 2014, she was appointed to the Board of the Titans and became the first female Chair in the NRL code. She stepped down from the role in September 2017 to pursue a personal ownership stake in the Club, of which she is now a 50% shareholder.

She is a Director of the publicly listed Sunland Group Ltd since January 2018 and is also a Director of the Audi Australia Foundation Board, LifeFlight Australia Ltd and a Director of Paralympics Australia. She is a Member of the AICD and has completed the AICD Company Directors Course. More recently, she was approached to join the **Community Rebuilding Initiative** (BizRebuild) Board chaired by General the Honourable Sir Peter Cosgrove (Retd), to support businesses and communities affected by the bushfires and to assist in the rebuild of these regional towns.

Known for her strong advocacy for the city of Gold Coast, she is also one of the largest employers on the Coast with over 900+ people now under the Frizelle Sunshine Group, presenting 24 global franchises. In 2020, Rebecca was awarded an Order of Australia as recognition for her contributions to the Motor Industry and Rugby League.

Mrs Frizelle is a member of Sunland's Audit and Risk Committee.

**Dr Vahid Saberi**

*Non-Executive Director – appointed 24 September 2019.*

Doctorate in Business Administration  
Master of Business Administration  
Master of Public Health  
Graduate of AICD

Dr Saberi has over 25 years' experience in strategic planning and brings considerable experience in strategic development and planning across the health, research and education sectors. He is an Adjunct Professor at the School of Health & Human Science at Southern Cross University, Senior Research Fellow at Sydney University and a graduate of the Australian Institute of Company Directors.

Dr Saberi has held a number of Senior and Chief Executive roles in the State and Commonwealth health sectors with a focus on people, performance and education. He has and continues to serve on Boards such as NSW General Practice Board, Australian Rural Health, Research Collaboration, Northern Rivers Our Kids Foundation and Northern Rivers General Practice Network. Dr Saberi is a member of Sunland's Audit and Risk Committee.

**Craig Carracher** (resigned 21 September 2019)

*Non-Executive Director - Director since July 2010.*

LLB (Sydney), University Medal; BCL, Oxon, 1st Class Hons.

Craig Carracher has extensive transactional and management experience, having spent much of the past decade living, working, and investing in Asia as Managing Partner of a leading Australian law firm, Group General Counsel for Consolidated Press Holdings Limited, and CEO of its Asian private equity interests. Craig is a founding Director of Scape Australia (a leading international student accommodation group) and a Director of the Australian Olympic Committee and the Australian Olympic Foundation. Mr Carracher was a member of Sunland's Audit and Risk Committee.

**Company secretary**

**Grant Harrison**

*Company Secretary - appointed December 2003.*

Associate Diploma Business (Accounting), GAIDC.

Mr Harrison joined Sunland Group in 2000, following 16 years in the banking sector with Westpac specialising in commercial, property and corporate finance transactions. Mr Harrison was appointed Chief Financial Officer in December 2004. Mr Harrison is a Graduate of the Australian Institute of Company Directors.

**Director's Meetings**

The number of Directors' meetings (including meetings of Committees of Directors) and number of meetings attended by each of the Directors of the Company during the financial year are:

	Board Meetings		Audit Committee Meetings	
	Held	Attended	Held	Attended
Mr Sahba Abedian	7	7	-	-
Mr Soheil Abedian	7	7	-	-
Mr Ron Eames	7	7	2	2
Mr Craig Carracher	2	2	1	1
Mr Chris Freeman	7	7	2	1
Mrs Rebecca Frizelle	7	7	2	2
Dr Vahid Saberi	5	5	1	1

\* Mr Freeman was unable to attend an Audit Committee Meeting during the year although he participated in the Audit Close Meeting held between the Company's Auditors and senior management which occurs before the formal Audit Committee Meeting is held.

**Principal Activities**

Sunland Group Limited is a company limited by shares that is incorporated and domiciled in Australia. The principal activities of the consolidated entity are residential property development and construction. The Group conducts these activities through its two core business segments of "Residential Housing and Urban Development" and "Multi-Storey Development". The Residential Housing and Urban Development segment comprises medium-density integrated housing developments and land subdivision. The Multi-Storey segment comprises medium-rise apartment projects generally between five and 15 storeys, and high-rise developments above 15 storeys. The delivery of Sunland's projects is completed by specialist in-house teams experienced in land acquisition and project feasibility analysis, design, project management, construction, and sales and marketing. The vertically integrated structure of the Group ensures the efficient delivery and management of external parties who may also be engaged in the delivery and construction of projects to achieve Sunland's desired project returns.

There was no significant change in the principal activities of the Group.

**Consolidated Result**

The consolidated profit after tax for the year attributable to members of Sunland Group Limited was \$2.4 million (2019: \$17.7 million). The result includes after tax adjustments totalling \$13.9 million to projects in respect to the net realisable value of inventory and the expensing of consultants' costs previously capitalised for designs that are now obsolete for certain projects to be developed.

The full year operations excluding the inventory adjustments contributed underlying earnings of \$16.4 million after tax. This is primarily attributable to the performance of Sunland's residential housing developments in South East Queensland and Sydney, as well as the Group's multi-storey segment which contributed to the result through settlements at Magnoli Apartments on the Gold Coast. The Group also settled the sale of the Lakeview Retail Centre and the investment in the Varsity development which contributed after-tax gains of \$6.3 million and \$0.7 million respectively.

Revenues from the Group's investment properties and other income generating assets have decreased, primarily due to the sale of Lakeview Retail Centre in August 2019 and also the impact on rent relief Sunland provided to retail and commercial tenants during COVID-19.

The Group is not immune from the economic implications brought about by the COVID pandemic on the property industry and the broader market, which have flowed through to the Group's performance and strategies as discussed in more detail through this report.

## **Operational and Financial Review**

### **Operating and Financial Highlights**

- Net profit after tax of \$2.4 million following after tax adjustments totalling \$13.9 million to the value of certain projects;
- Underlying earnings before inventory adjustments of \$16.4 million after tax (2019: \$26.7 million);
- Earnings per share based on the number of consolidated shares on issue as at the balance date was 1.8 cents (2019: 13 cents). Earnings per share on underlying earnings was 12 cents;
- The Group entered into a contract for the sale of its Mariners Cove property at Gold Coast for \$28 million which, following settlement due 1 September 2020, will contribute \$8.1 million profit after tax in the 2021 financial year;
- No interim dividend was declared however the Group has declared a fully franked final dividend of 7 cents per share. This represents a dividend payout ratio of 58% based on underlying earnings;
- Directors have declared a fully franked special dividend of 3 cents per share reflecting the sale of Mariners Cove. Both the final and special dividends will be paid 18 September 2021;
- Cash position of \$13.1 million and \$139.9 million in undrawn working capital lines;
- Strategic sale of Lakeview and Ingleside (Sydney) properties earlier in the year generated \$37.9 million in cash and \$11.5 million profit after tax;
- On market share buy back program was finalised during the period which enabled the Group to acquire 4.1 million shares for the value of \$6.5 million;
- Net tangible assets per share (based on consolidated issued shares) of \$2.56 (FY19: \$2.56);
- Acquisitions included a residential housing development in Sydney for \$6.8 million;
- Gearing is 33% debt to assets and 55% debt to equity;
- The Group achieved a 26% development margin (excluding the inventory adjustments), exceeding the target of 20% return on costs; and
- Strong forecast cash flow generated from existing projects.

### Group Development Portfolio

Sunland's development pipeline comprises a portfolio of land, housing and multi-storey products with just under 70% of the inventory held by the Group currently under development. The balance inventory comprises projects that are available for future development once concept designs are finalised and appropriate development approvals are held.

As at the date of this report, Sunland had 13 active projects in Queensland and New South Wales. These projects include land, housing and multi-storey projects at various points in their delivery cycle. Projects under development include Magnoli, 272 Hedges Avenue, Lanes Residences (multi-storey Gold Coast), The Heights (land and medium density housing Gold Coast), The Hills Residences and Kirkdale Residences (Brisbane medium density housing), Montaine Residences and The Sunland Collection (Sydney). Completed product available for sale includes mid rise apartments at Marina Concourse and Magnoli (south tower) and medium density housing Harbour Residences (Gold Coast).

The Group's multi-storey portfolio continued to contribute to Sunland's results during this period, with settlements commencing in the south tower of Magnoli Apartments, Palm Beach. Marina Concourse at Royal Pines continues to experience a modest sales rate however is not contributing any significant profits for the Group. Directors anticipate a continued contribution from this segment with the ongoing settlement of Magnoli Apartments with the north tower completion scheduled September 2020. Construction at 272 Hedges in Mermaid Beach is now well established with the structure at level seven and completion anticipated first calendar quarter 2022. Construction of Lanes Residences is scheduled for completion first calendar quarter 2021 and whilst sales remain subdued for now, an increased sales rate is expected as the building completes and the retail area "The Lanes" commences construction, anticipated mid 2021.

The Group has also reviewed its portfolio given the volatile market we are currently experiencing. Demand for residential product continues to change rapidly and Sunland must move with the market to meet demand. To this end, the Group has taken a view that the design of some projects would not meet current market demand and consequently the design and other consultants' costs incurred on projects such as Grace, Mariners Cove, Greenmount and Lanes Retail are obsolete and therefore have been scrapped. These costs have been previously capitalised to the respective projects and have now been expensed to the amount of \$8.5 million after tax. A new design approach to satisfy the future market demands would be required for the future launch of these projects.

The Group has also revisited the net realisable value of its Bayside and Labrador projects and have adjusted carrying value by \$5.5 million after tax. The combination of these adjustments has resulted in the reduction of headline profit after tax by \$13.9 million this financial year.

## **Group operating activities**

### Development Activities

Sunland's development activities continued to generate strong underlying earnings for the Group despite the inventory adjustments incurred this period. Projects in South East Queensland and New South Wales have contributed significant revenue from The Heights, Magnoli (Gold Coast) and The Hills (Brisbane). Both the Gardens (Melbourne) and 18 MacPherson Street (Sydney) are now fully settled, with a further two projects recently commenced construction in Sydney.

The Group has experienced a shift in market demand, with an increase in downsizers evident from sales completed by the Group. The Group continues to respond to the changes in demand and buyer demographic by placing a higher emphasis on designing for the owner-occupier market. Sales volume has increased despite the COVID shut down period earlier in the calendar year. Sales activity for the year totalled 357 lots for a value of \$236.9 million (FY19: 237 sales for value of \$214.6 million). Contracted presales for projects released across the development portfolio as at 30 June 2020 total 260 lots with a combined value of \$296.0 million (FY19: 177 lots for a value of \$192.4 million).

Settlements for the twin 12 storey, medium-rise apartment buildings Magnoli at Palm Beach commenced this period with the completion of the south tower. Settlements will continue through 2021 financial year as the north tower completes September 2020. Other multi-storey projects under construction include 272 Hedges Avenue (high-rise) and Lanes Residences (medium-rise) at Mermaid Waters. Other multi storey projects such as Greenmount Residences in Coolangatta (medium-rise), Grace on Coronation in Toowong (medium-rise) and future stages at The Lakes in Mermaid Waters (medium-rise) remain in the design and planning phase for now.

The Group generated revenue from property sales of \$159.8 million (2019: \$277.6 million) during the period. This was generated from settlements of 236 lots (2019: 382). Major revenue contributors were from the Residential Housing and Urban Development segment and include The Heights, and Arbour Residences, The Hills and Kirkdale Residences (QLD); 18 Macpherson Street (NSW); and The Gardens (VIC). Sunland's multi-storey segment generated revenue primarily from Magnoli, with a modest contribution from the settlements at Marina Concourse (QLD). Additionally, revenue from property sales includes the settlements of the development land at Ingleside NSW (\$16.5 million) and The Heights QLD (\$28.4 million).

The Group achieved a return on cost (excluding the inventory adjustment) of 26% across its residential development portfolio, exceeding its targeted development margin of 20% (excluding marketing costs, which are expensed ahead of recognising revenue - refer Segment Report). The Residential Housing and Urban Development segment achieved a return of 32%, and the multi-storey portfolio achieved a return of 16% (excluding adjustments for net realisable value and scrapped costs). The lower margin on the multi storey segment reflects the lower return on Marina Concourse project due to some cost and delivery issues.

#### Other Group Activities

Other revenues include net holding incomes generated by various sites until approvals are granted and development commences. These include Mariner's Cove and Greenmount Resort on the Gold Coast. Investment properties held by the Group also generate ongoing investment income and include retail assets at Royal Pines Marina and The Lanes Retail which is soon to be under construction (both located on the Gold Coast). During August 2019 the Group settled the sale of the existing retail at The Lakes for \$20.0 million (\$6.3 million gain after tax). The Group recently contracted the sale of Mariners Cove for \$28 million which will contribute \$8.1 million after tax for the financial year 2021 following settlement which is due 1 September 2020.

The Royal Pines Marina is occupied by Sunland's Gold Coast office, as well as other retail and commercial tenants, generating annual net revenue of some \$0.3 million. The Group will be constructing a childcare centre to accommodate an operator that will have capacity for approximately 100 children, greatly enhancing the revenue for the asset. The Group is also preparing a development application to deliver some 7,500 square metres of retail and commercial space at "The Lanes", Gold Coast which will reinstate the investment property income foregone following the sale of the other income generating assets.

#### **Capital Management and Dividends**

Sunland has undertaken a series of share buy-back programs over the past 10 years, reducing consolidated shares on issue by nearly 60%. During this period the Group has acquired 4.1 million shares for value of \$6.5 million. Over the combined buyback programs, the Group has purchased shares at an average price of \$1.00 which is a significant discount to the Group's net tangible assets per share. The buyback programs have also contributed to the Group's increase in earnings per share and net asset value per share, delivering significant long-term benefit and value to shareholders.

In February 2020 Sunland announced an off market buyback as a capital management initiative to return surplus capital to shareholders. Unfortunately due to the COVID-19 pandemic, directors decided to withdraw the intended off market buyback and preserve the capital that was otherwise allocated for this initiative. Notwithstanding this decision, the Board maintains its focus on appropriate capital management for the Group, noting the inherent value of the business is not being recognised by the market, with the share price persisting well below the Group's net tangible asset value per share. Sunland has traditionally taken a counter-cyclical approach with its portfolio and during this time of uncertainty directors have a more conservative approach to capital management. The Group continues to take advantage of market conditions and this period has sold a number of properties such as development land at Ingleside NSW and The Heights QLD and The Lakes Retail (QLD). These sales have totalled approximately \$65 million which have reduced debt but is available for other capital management initiatives. Directors have decided to distribute an overall fully franked dividend of 10 cents per share and intend to focus on increased dividends as projects are completed and cash realised, subject to maintaining the Group's debt covenants.

Sunland utilises debt facilities to assist in the funding of its development projects. The approach differs between operational segments. The Residential Housing and Urban Development segment is generally leveraged to around 35% of inventory value. A greater leverage is sought for Multistorey projects as the development programs are longer and equity can be retained to pursue other opportunities. The Group has access to other sources of funding that provide a longer dated and alternative form of debt capital that complements the senior debt funding of the Group's development portfolio.

## Group Vision and Future Outlook

Following a long period of expansion, the Australian property market has entered a phase of consolidation and adjustment as a natural consequence of the cyclical nature of our industry. Accordingly, Sunland Group's strategy is focused on maintaining the Company's financial position as well as increasing returns to shareholders through dividends.

The Group's portfolio provides strong earnings visibility through the delivery of its current projects. Directors will continue to maintain a conservative approach when it comes to reinvesting for new project acquisitions, preferring to deliver the current portfolio and increase returns to shareholders through dividends as the projects are completed. It is envisaged directors will continue to realise premiums through the sale of projects that are not currently available for development whilst allocating appropriate capital to the development of those projects where development approvals are already held. In the meantime, the Group is focusing on managing operating expenses commensurate with the Group's development activities. To this end the Group's initial response to COVID-19 was to accelerate certain operational restructures reducing employee related expenses, with the chairman reducing his salary by 30%, other directors reducing by 20% and executive and other managers reducing their salaries by 20% and 10% respectively.

## Significant Changes in the State of Affairs

In the opinion of Directors there were no significant changes in the state of affairs of the consolidated entity that occurred during the year under review not otherwise disclosed in this report or the consolidated financial report.

## Environmental Regulation and Performance

The consolidated entity's operations are subject to environmental regulations under both Commonwealth and State legislation in relation to its property development activities. The Directors are not aware of any significant breaches during the period covered by this report.

## Likely Developments and Expected Results

Directors continue to be mindful of enhancing shareholder return and the Group's dividend payment policy will assist in achieving that goal. Existing projects will be delivered and the cash generated from these, together with the capacity provided by the Group's debt lines, will support this strategy.

## Directors Interests

The relevant interest of each Director in the shares and options over such shares of the Company, as notified by the Directors to the Australian Securities Exchange in accordance with S205G (1) of the Corporations Act 2001, at the date of this report is presented below. The table below also include the relevant interest of each Director and their related parties in the unsecured note issue by the Group:

Director	Ordinary shares	Unsecured notes
Mr Soheil Abedian	50,000,000 *	5,000,000
Mr Sahba Abedian	9,045,000 *	180,000
Mr Ron Eames	30,000	-
Mr Chris Feeman	50,000	-
Mrs Rebecca Frizelle	50,000	-
	-	-

\* In addition to this holding, parties related to Soheil Abedian hold 1,103,000 shares and parties related to Sahba Abedian hold 370,000 shares.

There are no options held by Directors over unissued ordinary shares of the Company.

### **Indemnification and Insurance of Officers**

Since the end of the previous year the Company has paid insurance premiums in respect of Directors and Officers Liability and Company Reimbursement insurance, for all Directors, officers and certain employees, Directors of subsidiary companies, Directors and officers who have retired or relinquished their position prior to the inception of or during the policy period, and Directors who may be appointed during the policy period. The insurance cover also extends to outside directorships held by insured persons for the purpose of representing Sunland.

Under Sunland's constitution, Directors and officers are entitled to be indemnified out of the assets of the Company against certain losses incurred in relation to the completion of their duties. During the period certain costs incurred by various officers in respect to claims have been paid on behalf of those officers under the Constitution's indemnity provisions.

### **Indemnification of Auditors**

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young for the first half review and BDO Audit Pty Ltd for the full year audit, as part of the terms of its audit engagement agreements against claims by third parties arising from the audit. No payment has been made to indemnify the auditors during or since the financial year.

## **Remuneration Report (Audited)**

This Remuneration Report sets out the Group's remuneration framework for key management personnel. It demonstrates the links between the performance of the Group and the individuals' remuneration and discloses the remuneration arrangements, any equity holdings, loans and other transactions for key management personnel. This report meets the disclosure requirements of the Corporations Act 2001.

### **Remuneration Philosophy**

The objective of Sunland's Executive Remuneration practices is to attract, retain and appropriately reward the executive talent required to achieve both short-term and long-term success.

The maintenance of a strong, talented and stable Executive Management Team is a high priority for Sunland. Each executive has been personally selected due to their proven abilities and many have worked closely with the Group in the past.

Sunland has undertaken to reward the Executive Management Team through a remuneration framework consisting of a fixed annual remuneration package complemented by long-term incentive programs provided through discretionary trusts operated independently of Sunland's Board of Directors. The long-term incentive programs extend to all eligible employees of the company as detailed below.

There is no short-term incentive program in place as this is not consistent with Sunland's long-term focus or its normal business cycle. The principles of the framework incorporate:

- Providing competitive remuneration packages relative to market;
- Linking executive remuneration to shareholder value;
- Establishing objectives for regional, divisional and individual performance;
- Maintaining a strong focus on both teamwork and individual performance; and
- Encouraging long-term tenures with Sunland.

### **Review of Remuneration Framework**

The Board of Directors is responsible for determining and reviewing compensation arrangements for the Directors and the Executive Management Team. Directors assess the appropriateness of the nature and amount of emoluments of such officers on a periodic basis by reference to relevant employment market conditions and the remuneration framework with the overall objective of ensuring maximum stakeholder benefit from the retention of a high quality Board and Executive Management Team.

### **Details of Key Management Personnel**

Key management personnel including Directors and Executives have authority and responsibility for planning, directing, and controlling the activities of the Company and Group. The following personnel were key management personnel during the year ended 30 June 2020:

Mr Sahba Abedian, Managing Director  
Mr Soheil Abedian, Chairman (executive)  
Mr Ron Eames, Director (non-executive)  
Mr Craig Carracher, Director (non-executive) - resigned 21 September 2020  
Mr Christopher Freeman, Director (non-executive) - appointed 24 September 2020  
Mrs Rebecca Frizelle (non-executive)  
Mr Vahid Saberi (non-executive)

#### *Officers*

Mr Grant Harrison, Company Secretary and Chief Financial Officer

An Executive Management Team, which includes Executive Directors and the Chief Financial Officer, is tasked with executing the Group's strategies and objectives set by the Board. Only those members disclosed above are considered to meet the key management personnel criteria. There were no changes of key management personnel after reporting date and the date the financial report was authorised for issue.

## **Long-Term Incentives ('LTI')**

### *Objectives*

The objective of the LTI plan is to reward personnel in a manner that:

- Aligns remuneration with the creation of shareholder wealth;
- Encourages long-term tenures with the Group;
- Provides for the future retirement benefit of employees; and
- Allows the Group to retain executives and other personnel.

A LTI plan was approved by Directors on 15 June 2011. The Program has been established through a discretionary trust deed and is known as the Sunland Employee Investment Fund (SEIF). The Fund is operated independently from Sunland's Board by a Trustee appointed by the Eligible Employees. The purpose of the SEIF is to provide eligible termination payments to Eligible Employees. Eligible Employees are not restricted to senior management personnel and include Executive Directors. An employee's eligibility to participate in the Program is tested periodically and various criteria must be met, such as minimum continuous service (generally three years) and satisfactory employment performance. Funds are contributed to the discretionary trust annually at the discretion of Sunland's Board and are invested by the Trustee of the discretionary trust on behalf of the Eligible Employees. The investment earnings of the discretionary trust are distributed to eligible employees annually. Distributions to Eligible Employees are also made at the discretion of the Trustee. Directors have historically assessed Sunland's contribution to the SEIF in September each year and have paid up to 1% of net profit after tax. No contribution has been determined by Sunland for the period (FY19: \$156,345).

During the 2014 Annual General Meeting, the members of Sunland voted in favour of issuing 3,500,000 shares (issue price \$1.70), funded through an interest free loan provided by Sunland, to establish an additional LTI for certain core employees who have contributed significantly to the Company during the course of their employment. The plan is known as the Sunland Employee Retirement Fund (SERF), which is a discretionary trust that holds the issued shares for the benefit of Eligible Employees. Directors may nominate Eligible Employees who maybe full-time or part-time employees, however Directors are excluded. Under the rules of the Fund, the Trustee may nominate an Eligible Employee for a payment from the SERF upon their retirement from the Company and having been an employee of the Company for a period of 10 years. Where the SERF is to make a payment to an Eligible Employee upon their retirement, the SERF will sell Sunland shares and apply the proceeds firstly to repay the interest free loan and surplus funds (above the original issue price per share) will be paid to the retiring employee as a trust distribution. If, at the time, the market price of the shares do not exceed the issue price, then there would be no distribution.

## **Non-Executive Director Remuneration**

### *Objective*

The Board seeks to remunerate Directors at a level that provides the Company with the ability to attract and retain Directors of the highest calibre, whilst incurring a cost that is acceptable to shareholders.

### *Structure*

The Company's constitution and the ASX Listing Rules specify that the aggregate level of remuneration shall be determined by a meeting of members. The latest determination was at the Annual General Meeting held on 28 November 2005 when shareholders approved an aggregate remuneration for non-executive Directors of \$500,000.

In accordance with the Constitution, the aggregate remuneration sum is to be divided among them in such proportion and manner as the Directors agree and, in default of agreement, equally. If a director performs extra services or makes special exertions in relation to the affairs of the Company, they may be entitled to a special remuneration, either in addition to or as a substitution for that director's remuneration. In addition to this, the Directors may decide to pay a pension or lump sum payment in respect of past services, for those Directors who have died or otherwise have ceased to hold office.

## Executive Director Remuneration

### *Objective*

Remuneration for the Managing Director (Mr Sahba Abedian) and the Executive Chairman (Mr Soheil Abedian) is designed to:

- Ensure the pursuit of the Group's long-term growth within an appropriate control framework;
- Demonstrate a clear relationship between executive director performance and remuneration; and
- Ensure total remuneration is competitive by market standards and provides sufficient and reasonable rewards for the time and effort required in these roles.

### *Structure*

The remuneration structure for the Managing Director and Executive Chairman consists of:

- A base salary; and
- The grant of long-term incentives through the LTI plan where eligibility criteria are met.

No bonuses or other short-term incentives are paid to Executive Directors as these are not consistent with the Group's long-term growth focus and the Group's business cycle. The terms of employment of Executive Directors are consistent with those of the Executive and details are advised below.

## Executive Remuneration

### *Objective*

The Group's executive reward structure is designed to:

- Ensure the pursuit of the Group's long-term growth within an appropriate control framework;
- Demonstrate a clear relationship between key executive performance and remuneration; and
- Provide sufficient and reasonable rewards to ensure the Group attracts and retains suitably qualified and experienced people for key roles.

### *Structure*

The remuneration structure for the Executive consists of:

- A base salary; and
- The grant of long-term incentives through the LTI plan.

No salary bonuses or other short-term salary incentives are generally paid to Executives as these are not consistent with the Group's long-term growth focus and the Group's business cycle.

All Executives, including the Executive Directors, have employment contracts with no fixed end date. Any executive may resign from their position and thus terminate their contract by giving 4 weeks written notice. The Company may terminate the employment agreement by giving 4 weeks written notice or providing payment in lieu of the notice period. The Company may terminate the contract at any time if serious misconduct has occurred. On termination, any eligibility to the LTI plan will immediately be forfeited. None of the Executives are employed under a contract linked to the performance of the Company.

**Compensation of Key Management Personnel (KMP)**

Remuneration of KMP is detailed in the following table:

	Short-term	Post-	Total
	benefits	employment	
	Salary	Super-	
	& Fees	annuation	
	\$	\$	\$
<b>2020</b>			
<i>Non-Executive Directors:</i>			
Ron Eames	69,406	6,594	76,000
Craig Carracher	18,265	1,735	20,000
Chris Freeman	69,406	6,594	76,000
Rebecca Frizelle	69,406	6,594	76,000
Vahid Saberi	52,546	4,992	57,538
<i>Executive Directors:</i>			
Sahba Abedian	805,497	21,003	826,500
Soheil Abedian	728,997	21,003	750,000
<i>Other Key Management Personnel:</i>			
Grant Harrison	288,332	21,003	309,335
	<u>2,101,855</u>	<u>89,518</u>	<u>2,191,373</u>
<b>2019</b>			
<i>Non-Executive Directors:</i>			
Ron Eames	73,059	6,941	80,000
Craig Carracher	73,059	6,941	80,000
Chris Freeman	73,059	6,941	80,000
Rebecca Frizelle	73,059	6,941	80,000
<i>Executive Directors:</i>			
Sahba Abedian	723,611	20,531	744,142
Soheil Abedian	729,469	20,531	750,000
<i>Other Key Management Personnel:</i>			
Grant Harrison	300,384	20,531	320,915
	<u>2,045,700</u>	<u>89,357</u>	<u>2,135,057</u>

In addition to the remuneration stated in the table above, Mr Soheil Abedian, Mr Sahba Abedian and Mr Grant Harrison each received other short-term employee benefits in the form of income distributions of \$13,458 (2019: \$23,447) from the Sunland Employee Investment Fund (SEIF) representing a share of the SEIF's annual investment earnings on the accumulated capital held by the SEIF.

Mr Soheil Abedian salary sacrificed his salary to the Abedian Foundation in 2019 and 2020.

### Shareholdings of Key Management Personnel

Shares held by key management personnel and their related parties in Sunland Group Limited is as follows. No shares have been granted as part of remuneration and no options have been issued or exercised.

	Balance			Balance
	1 July 2019	Acquisitions	Disposals	30 June 2020
<b>Directors</b>				
Soheil Abedian *	8,570,000	845,000	-	9,415,000
Sahba Abedian *	51,103,000	-	-	51,103,000
Ron Eames	30,000	-	-	30,000
Chris Freeman	100,000	-	(50,000)	50,000
Rebecca Frizelle	-	50,000	-	50,000
<b>Officers</b>				
Grant Harrison	659,178	-	-	659,178
Total	<u>60,462,178</u>	<u>895,000</u>	<u>(50,000)</u>	<u>61,307,178</u>

\* These balances include shares of parties related to Soheil Abedian of 1,103,000 shares and parties related to Sahba Abedian of 370,000 shares.

### Group Performance

In considering the Group's performance and benefits for shareholder wealth, the Directors have regard to the following indices in respect of the current financial year and the previous four financial years:

	2020	2019	2018	2017	2016
Basic Earnings Per Share	\$0.02	\$0.12	\$0.21	\$0.22	\$0.19
Earnings Per Share growth (%)	(83.3%)	(42.5%)	(7.6%)	19.1%	11.2%
Security price - at 30 June	\$1.15	\$1.70	\$1.82	\$1.78	\$1.42
Change in security price (%)	(32.40%)	(6.60%)	2.20%	25.40%	(20.70%)
Dividend per share declared (fully franked)	\$0.10	\$0.08	\$0.11	\$0.10	\$0.08
Dividend per share growth (%)	25.00%	27.30%	10.00%	25.00%	(20.00%)
Net Tangible Assets per share	\$2.56	\$2.56	\$2.50	\$2.39	\$2.22

The information in the table above reflects accounting standards applicable in the relevant year and is not retrospectively restated for changes in accounting standards as management's performance is measured against the information reported in the relevant year.

The Group continues to focus its energies on strengthening its financial position, enhancing shareholder value and growing its development revenue streams.

### Compensation options

During this financial year no options over the share capital of Sunland Group Limited were granted as equity compensation to any Directors or Executives.

## **Rounding**

The Company is of a kind referred to in ASIC Corporations (Rounding in Financial / Directors Reports) Instrument 2016/191. In accordance with this legislative instrument, amounts in the Financial Report and Directors' Report have been rounded to the nearest thousand dollars, unless otherwise stated.

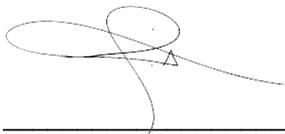
## **Non-Audit Services**

Non-audit services were provided by Ernst & Young (the entity's auditor at the time) as disclosed in note 28 to the financial statements. In accordance with a resolution of the Audit and Risk committee, the Directors are satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The nature and scope of each type of non-audit service provided means that audit independence was not compromised.

## **Audit Independence and Non-Audit Services**

The Directors received the following declaration from the auditor of Sunland Group Limited and forms part of the Directors' Report for the financial year ended 30 June 2020.

Signed in accordance with a resolution of the Directors.



---

Mr Sahba Abedian  
Managing Director

25 August 2020



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GPO Box 457 Brisbane QLD 4001  
Australia

**DECLARATION OF INDEPENDENCE BY CAMERON HENRY TO THE DIRECTORS OF SUNLAND GROUP LIMITED**

As lead auditor of Sunland Group Limited for the year ended 30 June 2020, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Sunland Group Limited and the entities it controlled during the period.

A handwritten signature in black ink, appearing to read 'Cameron Henry', written in a cursive style.

**Cameron Henry**  
Director

**BDO Audit Pty Ltd**

Brisbane, 25 August 2020

**Sunland Group Limited**  
**Consolidated statement of comprehensive income**  
**For the year ended 30 June 2020**

	<b>Note</b>	<b>Consolidated</b>	
		<b>2020</b>	<b>2019</b>
		<b>\$'000</b>	<b>\$'000</b>
Revenue from the sale of properties	3	159,800	277,600
Other revenue from operations	3	2,260	5,096
Other income / (expense)	4	5,125	(23)
<b>Expenses</b>			
Cost of goods sold - Property development	5	(148,680)	(239,621)
Administration and other expenses		(3,881)	(3,483)
Cost of other operations		(1,053)	(1,609)
Employee benefits expense		(10,251)	(10,071)
Depreciation and amortisation expense		(2,273)	(2,548)
<b>Profit before income tax (expense)/benefit</b>		1,047	25,341
Income tax (expense)/benefit	6	1,386	(7,674)
<b>Profit after income tax (expense)/benefit for the year attributable to the shareholders of Sunland Group Limited</b>		2,433	17,667
Other comprehensive income for the year, net of tax		-	-
<b>Total comprehensive income for the year attributable to the shareholders of Sunland Group Limited</b>		<u>2,433</u>	<u>17,667</u>
		<b>Cents</b>	<b>Cents</b>
Basic earnings per share (cents)	8	1.8	11.9
Diluted earnings per share (cents)	8	1.8	11.9

*The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes*

**Sunland Group Limited**  
**Consolidated statement of financial position**  
**As at 30 June 2020**

**Sunland Group**

ESTABLISHED  
1981

	Note	Consolidated 2020 \$'000	2019 \$'000
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents	9	13,056	19,803
Trade and other receivables	11	10,167	4,970
Inventories	12	232,469	109,843
Derivative financial instruments		566	646
Other current assets		1,915	1,959
<b>Total current assets</b>		<u>258,173</u>	<u>137,221</u>
<b>Non-current assets</b>			
Inventories	13	290,220	348,819
Investments accounted for using the equity method		-	745
Derivative financial instruments		-	333
Investment properties	14	15,111	29,960
Property, plant and equipment		9,680	10,444
Right-of-use assets		788	1,114
<b>Total non-current assets</b>		<u>315,799</u>	<u>391,415</u>
<b>Total assets</b>		<u>573,972</u>	<u>528,636</u>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	15	18,352	11,774
Interest bearing liabilities	20	5,997	5,843
Current tax liabilities		4,031	4,686
Provisions	16	3,296	3,312
Other current liabilities		610	895
<b>Total current liabilities</b>		<u>32,286</u>	<u>26,510</u>
<b>Non-current liabilities</b>			
Interest bearing liabilities	21	182,274	121,611
Deferred tax	7	16,752	27,740
Provisions	17	335	384
Other non-current liabilities		537	805
<b>Total non-current liabilities</b>		<u>199,898</u>	<u>150,540</u>
<b>Total liabilities</b>		<u>232,184</u>	<u>177,050</u>
<b>Net assets</b>		<u>341,788</u>	<u>351,586</u>
<b>Equity</b>			
Contributed equity	24	123,510	130,102
Retained earnings		218,278	221,484
<b>Total equity</b>		<u>341,788</u>	<u>351,586</u>

*The above consolidated statement of financial position should be read in conjunction with the accompanying notes*

**Sunland Group Limited**  
**Consolidated statement of cash flows**  
**For the year ended 30 June 2020**

**Sunland Group**

ESTABLISHED  
1981

	<b>Note</b>	<b>Consolidated</b>	
		<b>2020</b>	<b>2019</b>
		<b>\$'000</b>	<b>\$'000</b>
<b>Cash flows from operating activities</b>			
Cash receipts from operations		167,479	301,812
Cash payments to suppliers and employees		(221,240)	(181,973)
Interest received		282	1,075
Interest and other finance costs paid		(13,778)	(11,692)
Income taxes refunded / (paid)		<u>(10,257)</u>	<u>(15,117)</u>
Net cash from/(used in) operating activities	10	<u>(77,514)</u>	<u>94,105</u>
<b>Cash flows from investing activities</b>			
Payments for investments in associates		-	(503)
Payments for investment property		(1,547)	(2,308)
Cash paid on acquisition of property, plant and equipment		(943)	(2,169)
Repayments of loans by third parties		-	3,464
Repayments from / (Advances to) Associates		1,324	(265)
Proceeds from disposal of investment property		19,136	65
Proceeds from disposal of property, plant and equipment		508	100
Proceeds from sale of associates		<u>1,701</u>	<u>-</u>
Net cash from/(used in) investing activities		<u>20,179</u>	<u>(1,616)</u>
<b>Cash flows from financing activities</b>			
Proceeds from borrowings		62,819	-
Purchase of shares through share buy-backs		(6,508)	(17,628)
Payment of share buy-back costs		(84)	(32)
Dividends paid to company's shareholders	23	(5,639)	(15,118)
Repayment of borrowings		<u>-</u>	<u>(50,512)</u>
Net cash from/(used in) financing activities		<u>50,588</u>	<u>(83,290)</u>
Net increase/(decrease) in cash and cash equivalents		(6,747)	9,199
Cash and cash equivalents at the beginning of the financial year		<u>19,803</u>	<u>10,604</u>
Cash and cash equivalents at the end of the financial year	9	<u><u>13,056</u></u>	<u><u>19,803</u></u>

*The above consolidated statement of cash flows should be read in conjunction with the accompanying notes*

**Sunland Group Limited**  
**Consolidated statement of changes in equity**  
**For the year ended 30 June 2020**

<b>Consolidated</b>	<b>Issued capital \$'000</b>	<b>Retained profits \$'000</b>	<b>Total equity \$'000</b>
Balance at 1 July 2018	147,762	218,934	366,696
Profit after income tax expense for the year	-	17,667	17,667
Other comprehensive income for the year, net of tax	-	-	-
Total comprehensive income for the year	-	17,667	17,667
<i>Transactions with shareholders in their capacity as shareholders:</i>			
Share buy-back	(17,660)	-	(17,660)
Dividends paid (note 23)	-	(15,117)	(15,117)
Balance at 30 June 2019	<u>130,102</u>	<u>221,484</u>	<u>351,586</u>
	<b>Issued capital \$'000</b>	<b>Retained profits \$'000</b>	<b>Total equity \$'000</b>
Balance at 1 July 2019	130,102	221,484	351,586
Profit after income tax benefit for the year	-	2,433	2,433
Other comprehensive income for the year, net of tax	-	-	-
Total comprehensive income for the year	-	2,433	2,433
<i>Transactions with shareholders in their capacity as shareholders:</i>			
Share buy-back	(6,592)	-	(6,592)
Dividends paid (note 23)	-	(5,639)	(5,639)
Balance at 30 June 2020	<u>123,510</u>	<u>218,278</u>	<u>341,788</u>

*The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes*

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**Note 1. Operating segments**

**30 June 2020**

	Land & Housing \$'000	Multistorey \$'000	Other \$'000	Total \$'000
<b>Revenue</b>				
Revenue Recognised from Operations	111,473	48,327	1,263	161,063
<b>Development Costs Incurred in Delivery</b>				
Finance Costs Expensed	(4,721)	(1,446)	-	(6,167)
Other Development Costs Expensed	(80,018)	(40,200)	(2,665)	(122,883)
Total Development Costs	<u>(84,739)</u>	<u>(41,646)</u>	<u>(2,665)</u>	<u>(129,050)</u>
<b>Segment Result - Development Return</b>				
Return on Development Costs	26,735	6,681	(1,402)	32,013
Return on Costs	32%	16%		
Overall Return for Combined Development Operations	26%			
<b>Other Transactions During the year</b>				
Marketing	(1,281)	(1,835)	(3)	(3,119)
Inventory net realisable value and scrapped costs adjustments	(4,542)	(13,301)	-	(17,843)
Warranty adjustments	(1,018)	(316)	-	(1,334)
Interest revenue				282
Gain / (Loss) on disposals *				5,125
Unallocated corporate expenses				(14,077)
Profit before tax				1,047
Income tax (expense) / benefit				<u>1,386</u>
Net profit for the year				<u><u>2,433</u></u>
<b>30 June 2020</b>				
<b>Assets</b>				
Segment Assets	180,567	330,839	18,320	529,726
Unallocated Corporate Assets	-	-	-	<u>44,246</u>
Consolidated Total Assets	<u>180,567</u>	<u>330,839</u>	<u>18,320</u>	<u><u>573,972</u></u>

\* Includes \$2,077,000 in scrapped costs related to investment properties under development.

Note 1. Operating segments (continued)

30 June 2019

	Land & Housing \$'000	Multistorey \$'000	Other \$'000	Total \$'000
<b>Revenue</b>				
Revenue recognised from operations	234,344	43,256	4,021	281,621
<b>Development costs incurred in delivery</b>				
Finance costs expensed	(10,056)	(892)	-	(10,948)
Other development costs expensed	(172,763)	(38,789)	(2,330)	(213,882)
	<u>(182,819)</u>	<u>(39,681)</u>	<u>(2,330)</u>	<u>(224,830)</u>
<b>Segment result</b>				
Development return	51,525	3,575	1,691	56,791
Return on development costs	28%	9%		
Overall return for combined development operations	25%			
<b>Other transactions during the year</b>				
Marketing	(1,326)	(1,567)	(169)	(3,062)
Inventory net realisable value and adjustments	(12,695)	-	-	(12,695)
Warranty adjustments	(1,006)	(355)	-	(1,361)
Interest revenue				1,075
Unallocated corporate expenses				(15,407)
Profit before tax				25,341
Income tax (expense) / benefit				(7,674)
Net profit for the year				<u>17,667</u>

30 June 2019

**Assets**

Segment Assets	200,856	252,542	32,727	486,125
Unallocated corporate assets	-	-	-	42,511
	<u>200,856</u>	<u>252,542</u>	<u>32,727</u>	<u>528,636</u>

## **Note 1. Operating segments (continued)**

The consolidated entity comprises the following main segments:

- Land and Housing - development and sale of land (urban development), medium density housing products and project services;
- Multistorey - development and sale of medium rise projects (generally between five and fifteen stories) and high rise projects (above fifteen stories); and
- Other - Operating results from investment properties and net holding income

Management approaches and manages project acquisitions and feasibilities using primarily a “return on cost” methodology with a target of 20% return on development costs. Development costs include land, consultants, construction costs, statutory charges and finance costs required to deliver the project. These costs are capitalised for accounting and expensed as revenue is generated through the settlements of a project as it is progressively completed, usually on a staged basis.

Marketing costs are managed separately and are generally expensed for accounting, ahead of recognising revenue from a project. This can distort the reported return on projects and each segment, particularly where projects (which are mostly staged) are delivered over multiple reporting periods. Operating segment disclosures therefore separate marketing and other one off costs expensed during a reporting period in order to assess the consistency of returns on development costs associated with the projects and each segment.

### **Segment reporting accounting policy**

An operating segment is a component of the group that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same group), whose operating results are regularly reviewed by the Group's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available. The Group will also consider other factors in determining operating segments such as the existence of a line manager and the level of segment information presented to the board of Directors.

The Group has identified its operating segments based on the internal reports that are reviewed and used by the Managing Director (the chief operating decision maker) in assessing performance and in determining the allocation of resources. The operating segments are identified based on the manner in which the product is sold and the nature of the services provided. Discrete financial information about each of these operating segments is reported to the Managing Director on at least a monthly basis.

The group aggregates two or more operating segments when they have similar economic characteristics, and the segments are similar in each of the following respects:

- Nature of the products and services,
- Nature of the development and construction processes,
- Type or class of customer for the products and services, and
- Methods used to distribute the products or provide the services.

Both land and housing operations and multistorey operations each meet the aggregation criteria and are reported as one segment.

Operating segments that meet the quantitative criteria as prescribed by AASB 8 are reported separately. However, an operating segment that does not meet the quantitative criteria is still reported separately where information about the segment would be useful to users of the financial statements.

Information about other business activities and operating segments that are below the quantitative criteria are combined and disclosed in a separate category for “other segments”. It is the Group's policy that if items of revenue and expense are not allocated to operating segments, then any associated assets are also not allocated to segments. This is to avoid asymmetrical allocations within segments which management believes would be inconsistent.

### **Note 1. Operating segments (continued)**

The following items and associated assets are not allocated to operating segments as they are not considered part of the core operations of any segment:

- Legal fees
- Employee benefits expenses
- Assets excluding inventory and investment properties
- Group corporate marketing expenses
- Accounting and audit fees
- Administration expenses and depreciation
- Tax balances

Inter-segment pricing is determined on an arm's length basis in a manner similar to transactions to third parties.

Segment results, being development return and assets include items directly attributed to a segment as well as those that can be allocated on a reasonable basis. Segment revenue, expenses and results include transfers between business segments, these are eliminated on consolidation.

### **Note 2. Basis of preparation**

The financial statements of Sunland Group Limited are the consolidated financial statements of the parent and its controlled entities (the Group) for the year ended 30 June 2020. The Directors have the power to amend and reissue the financial statements.

Sunland Group Limited is a company limited by shares incorporated and domiciled in Australia whose shares are publicly traded on the Australian Securities Exchange.

The Group's registered office and principal place of business is:

Sunland Group Limited  
140A Alice Street  
Brisbane QLD 4000

The notes include information which is required to understand the financial statements and is material and relevant to the operations and the financial position and performance of the Group. Information is considered relevant and material if:

- It is significant in size or nature;
- It is important in understanding the results of the Group;
- It helps to explain the impact of significant changes in the Group's business; or
- It is important to the Group's future performance.

The notes are organised into the following sections:

- Financial Performance;
- Financial Position;
- Capital structure; and
- Other notes.

The nature of the operations and principal activities of the Group are described in the Directors' Report. The Group is a for profit entity.

**Note 2. Basis of preparation (continued)**

The operating cycle of the business varies depending on each operating segment of the Group. Once appropriate development approvals are obtained for a project, the delivery cycle may be less than 12 months for housing construction and staged land subdivision projects. Multistorey developments span greater than 12 months and depend upon the construction time of a project, usually between 12 months and 36 months.

These general purpose financial statements comply with International Financial Reporting Standards ('IFRS') as issued by the International Accounting Standards Board and have been prepared:

- In accordance with the Australian Accounting Standards and interpretations issued by the Australian Accounting Standards Boards;
- In accordance with the *Corporations Act 2001*; and
- On a historical cost basis and is presented in Australian dollars.

The principal accounting policies adopted in the preparation of these financial statements are presented throughout the report. The policies adopted are consistent with those of the previous financial year, except for the policies stated below.

**AASB 16 Leases**

AASB 16 Leases fundamentally changes the financial reporting landscape for how lessees account for operating leases. The new standard effectively removes the operating leases classification and requires all lessees to show a lease liability and a corresponding right-of-use asset. A lessee measures right-of-use assets similarly to other non-financial assets (such as property, plant and equipment) and lease liabilities similarly to other financial liabilities. The Group has undertaken a detailed review of its leasing arrangements in which it is the lessee, to determine the impacts of transitioning to AASB 16.

**Transition to AASB 16**

The Group adopted AASB 16 using the full retrospective method of transition, with an initial application date of 1 July 2019. Comparative information has been restated throughout the financial statements.

**Impact on the statement of comprehensive income (increase/(decrease)) for the financial year ended 30 June 2019:**

	\$'000
Administration and other expenses	(578)
Depreciation and amortisation expense	637
Income tax expense	(46)
	<hr/>
Profit after income tax expense for the year attributable to the shareholders of Sunland Group Limited	<u>13</u>

There is no material impact on the statement of cash flows. The impact on basic and diluted EPS is, as follows:

	Cents
Basic earnings per share	0.9
Diluted earnings per share	0.9

**Impact on the statement of financial position (increase/(decrease)) as at 30 June 2019:**

	\$'000
Right-of-use asset	<u>1,114</u>

**Note 2. Basis of preparation (continued)**

Other current liabilities	327
Other non-current liabilities	805
Deferred tax liabilities	<u>(5)</u>
Total liabilities	<u><u>1,127</u></u>
Retained earnings	<u><u>13</u></u>

**Note 3. Other revenue from operations**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Investment property revenue (a)	445	1,949
Holding income (b)	447	1,704
Interest received	282	1,075
Other revenue	<u>1,086</u>	<u>368</u>
	<u><u>2,260</u></u>	<u><u>5,096</u></u>

(a) Investment property revenue

Investment property revenue represents the gross revenue generated by rental and operating activities from properties intended to be held as investments for ongoing, non-development revenue.

(b) Holding income

Holding income represents the net returns generated by pre-existing rental and operating activities from acquired inventory whilst development approvals are being sought and before construction commences on the site.

**Revenue from contracts with customers accounting policy**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. Revenues are recognised net of the amount of associated GST.

The specific criteria applied to the Group's major business activities for the recognition of revenue is as follows:

*(i) Sale of properties*

The Group recognises its revenue from the sale of properties at settlement. This is on the basis that the Group has a legally enforceable right to payment and legal title of the property has been transferred to the purchaser. Each individually titled property represents a performance obligation, with the price per the sales contract representing the transaction price.

Incremental costs of obtaining a contract, such as sales commissions, are capitalised into inventory and are expensed at settlement as cost of goods sold.

**Note 3. Other revenue from operations (continued)**

*(ii) Other revenue from operations*

*Interest income*

Interest income is recognised 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.

*Rental income*

Rental income is accounted for on a straight-line basis over the lease term.

**Note 4. Other income / (expense)**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Gain / (Loss) on disposal of investment properties (a)	6,298	(22)
Scrapped costs write down of investment properties (b)	(2,077)	-
Gain on disposal of associates (c)	956	-
Gain / (Loss) on disposal of property, plant & equipment	(52)	(1)
	<u>5,125</u>	<u>(23)</u>

(a) Gain / (Loss) on disposal of investment properties

On 7 August 2019, the Group completed the sale of the Lakeview retail centre in Mermaid Waters for \$20,000,000, resulting in an after tax profit of \$6.3 million.

(b) Scrapped costs write down of investment properties

The Group has taken the view the design of some projects would not meet current demand and has consequently scrapped design and other consultants' costs. This has resulted in a reduction in the carrying value of The Lanes retail as these no longer represent an element of the final product.

(c) Gain on disposal of associates

In March 2020 the Group disposed of its interest in the Varsity project that it held as an associate. The disposal generated a pre-tax profit of \$1.0 million.

**Note 5. Cost of goods sold - Property development**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Costs of goods sold - Property developments	124,671	214,932
Costs of goods sold - Net realisable value adjustment (a)	7,791	12,965
Finance costs	6,166	11,724
Costs of goods sold - Scrapped costs write down (b)	10,052	-
	<u>148,680</u>	<u>239,621</u>

**Note 5. Cost of goods sold - Property development (continued)**

(a) The net realisable value adjustment of \$4.54 million to the Bayside project and \$3.25 million to the Marine Parade, Labrador project reflects the Group's strategy to redeploy capital.

(b) the Group has taken the view the design of some projects would not meet current demand and has consequently scrapped design and other consultants' costs on projects such as Grace, Mariners Cove, and Greenmount as they no longer represent an element of the final product.

**Cost of goods sold accounting policy**

When inventories are sold, the carrying amount of those inventories are recognised as an expense in the period in which the related revenue is recognised.

Adjustments to the net realisable value of inventory are recorded within the cost of goods sold account in profit and loss. Net realisable value is determined in accordance with the Inventory accounting policy within this report.

**Note 6. Income tax expense/(benefit)**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
<i>Income tax expense/(benefit)</i>		
Current income tax expense	9,463	11,420
Deferred income tax expense	(10,987)	(3,746)
Adjustment to current tax of prior periods	138	-
	<u>(1,386)</u>	<u>7,674</u>
Aggregate income tax expense/(benefit)		
<i>Numerical reconciliation of income tax expense/(benefit) and tax at the statutory rate</i>		
Profit before income tax (expense)/benefit	<u>1,047</u>	<u>25,341</u>
Tax at the statutory tax rate of 30%	314	7,602
Adjustment to current tax of prior periods	138	-
Other	51	72
Utilisation of tax capital losses not previously brought to account *	<u>(1,889)</u>	<u>-</u>
Income tax expense/(benefit)	<u>(1,386)</u>	<u>7,674</u>

\* The Group realised a profit from the sale of an investment property which is included in the statement of comprehensive income as *other income / (expense)*. This profit was a capital gain for income tax purposes and carried forward capital losses held by Sunland Group Limited were utilised. As no deferred tax asset has previously been recognised in the statement of financial position for carried forward capital losses, an income tax benefit was realised.

**Note 7. Non-current liabilities - Deferred tax**

	Statement of financial position		Statement of comprehensive income	
	30 June 20 \$'000	30 June 19 \$'000	30 June 20 \$'000	30 June 19 \$'000
Deferred tax assets / (liabilities):				
Development costs deductible for tax but capitalised for accounting	(26,369)	(32,274)	5,905	(738)
Income not currently assessable for tax	(335)	(108)	(227)	157
Other deferred tax liabilities	(375)	(498)	116	1
Warranty provision not immediately deductible for tax	354	308	46	(57)
Other provisions not immediately deductible for tax	679	726	(47)	(67)
Expenses not immediately deductible for tax	3,915	216	3,705	560
Future deductions for the net realisable value of inventory adjustments	5,379	3,890	1,489	3,890
	<u>(16,752)</u>	<u>(27,740)</u>	<u>10,987</u>	<u>3,746</u>

**Unrecognised tax losses carried forward**

At the end of the reporting period the Group had available carried forward capital tax losses of \$27,012,864 (2019: \$27,078,359) to offset against future capital gains that the Group may realise. The Group has not elected to recognise these capital tax losses as deferred tax assets on the basis that their recovery is not considered probable.

**(a) Tax consolidation**

Sunland Group Limited and its 100% owned Australian resident subsidiaries formed a tax consolidated group with effect from 1 July 2003. Sunland Group Limited is the head entity of the tax consolidated group.

**(b) Tax effect accounting by members of the tax consolidated group**

Members of the tax consolidated group have entered into a tax funding agreement. Current and deferred taxes are allocated to members of the tax consolidated group in accordance with the principles of AASB 112 Income Taxes. Allocations under the tax funding agreement are made at the end of each year. The allocation of taxes under the tax funding agreement is recognised as an increase/decrease in the subsidiaries' intercompany accounts with the tax consolidated group head company, Sunland Group Limited. The Group has applied the modified separate taxpayer within a group approach in determining the appropriate amount of current taxes to allocate to members of the tax consolidated group.

**Note 7. Non-current liabilities - Deferred tax (continued)**

**(c) Income tax accounting policy**

The income tax expense for the period is the tax payable on the current period's taxable income based on the Australian company tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. Income tax expense is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

In this case, the tax is also recognised in other comprehensive income or directly in equity. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in Australia where the Group's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred income tax is recognised for all taxable temporary differences:

- except where the deferred income tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, except where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

**Note 8. Earnings per share**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Profit after income tax attributable to the shareholders of Sunland Group Limited	2,433	17,667
	<b>Number</b>	<b>Number</b>
Weighted average number of shares used as the denominator for the calculation of basic earnings per share	137,565,145	148,301,322
Number used for the calculation of diluted earnings per a share	137,565,145	148,301,322
	<b>Cents</b>	<b>Cents</b>
Basic earnings per share (cents)	1.8	11.9
Diluted earnings per share (cents)	1.8	11.9

**Note 8. Earnings per share (continued)**

**Earnings per share accounting policy**

*(i) Basic earnings per share*

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Group, excluding any costs of servicing equity other than ordinary shares, and
- by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the period (nil issued) and excluding treasury shares.

*(ii) Diluted earnings per share*

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

There were no dilutive interests in the current or comparative periods.

**Note 9. Current assets - cash and cash equivalents**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Cash	<u>13,056</u>	<u>19,803</u>

Cash at bank earns interest at fixed or floating rates based on bank deposit rates.

**Note 10. Reconciliation of profit after income tax to net cash from/(used in) operating activities**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Profit after income tax (expense)/benefit for the year	2,433	17,667
Adjustments for:		
Depreciation and amortisation	2,273	2,548
Net loss / (gain) on disposal of investment properties	(6,298)	-
Net loss / (gain) on disposal of property, plant and equipment	52	23
Net loss / (gain) on disposal of associates	(956)	-
Scrapped costs adjustments - investment properties	2,077	-
Scrapped costs adjustments - inventories	10,052	-
Change in operating assets and liabilities:		
(Increase)/ decrease in trade and other receivables	(6,521)	(563)
(Increase)/ decrease in inventories	(72,994)	80,275
(Decrease)/ increase in trade and other payables	4,022	2,782
(Decrease)/ increase in provision for income tax payable	(11,643)	(7,397)
(Decrease)/ increase in other provisions	(64)	(590)
(Increase)/ decrease in prepayments	53	(640)
Net cash from/(used in) operating activities	<u>(77,514)</u>	<u>94,105</u>

**(a) Cash and cash equivalents accounting policy**

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions and 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.

Cash flows are presented on a gross basis, with the exception of the working capital facilities that receive settlement deposits, which are available to be drawn down to fund development. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the taxation authority, are presented as operating cash flows.

**(b) Outflow from operation**

In the consolidated statement of cash flows, cash outflows include payments to suppliers and employees totalling \$221.2 million (2019: \$182.0 million). These payments include the acquisition of new projects totalling \$6.8 million (2019: \$13.0 million). It also includes payments to suppliers in the course of project development which may be funded ahead of recognising revenue. These costs amount to approximately \$75.6 million (2019: \$81.3 million). These payments which total \$82.4 million (2019: \$94.3 million) are partially funded by the working capital and project finance facilities provided by the Group's financiers. Financing arrangements are detailed at Note 22.

Additionally in FY2020, \$19.1 million of cash inflows related to the sale of the Lakes retail centre and \$1.7 million in relation to the sale of Sunland's investment in the Varsity project were classified as cash flows from investing activities.

**Note 11. Current assets - trade and other receivables**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Trade and other receivables (a)	10,167	3,646
Receivable from an associate	-	1,324
	<u>10,167</u>	<u>4,970</u>

**(a) Trade and other receivables**

Trade receivables generally have 14 to 30 day terms. The Group applies a simplified approach in calculating expected credit losses (ECL). Therefore the Group does not track changes in credit risk but instead recognises a loss allowance based on life-time ECL at each reporting date.

**(b) Risk exposure**

Due to the short-term nature of these receivables, their carrying value is assumed to approximate their fair value. The maximum exposure to credit risk is the fair value of each class of receivable.

**Note 12. Current assets - inventories**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Development costs and land held for development and sale	<u>232,469</u>	<u>109,843</u>

**Note 13. Non-current assets - inventories**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Development costs and land held for development and sale	<u>290,220</u>	<u>348,819</u>

During the period, borrowing costs of \$12,188,000 (2019: \$12,255,000) were capitalised into inventory. At balance date, inventory includes capitalised interest of \$33,964,000 (2019: \$27,997,000).

**Accounting policy for inventories**

*Measurement of inventories*

Inventories are measured at the lower of cost and net realisable value. Development costs include land, the costs of acquiring the land, consultants, design, construction, holding and finance costs incurred from when the land is acquired until the project is fully developed and sold.

The costs related directly to the creation of a project's development scheme which is scrapped and are no longer of value to a development are not recognised within the carrying value of inventory, representing abnormal amounts of wasted materials, labour or other development costs.

Deposits paid for the committed acquisition of inventories are classified as inventories.

*Net realisable value of inventories*

The Group periodically assesses whether inventory is held at the lower of cost or net realisable value. The Group makes an estimate of net realisable value at least at each reporting period. Where the carrying amount of inventory exceeds its net realisable value, a provision is raised to reduce its value to net realisable value. Items that have a net realisable value provision are tested for possible reversal of the provision whenever events or changes in circumstances indicate that the impairment may have reversed.

The net realisable value is based on estimated selling price (net of selling costs and GST) less costs of inventories, including costs incurred and costs to complete in the ordinary course of business. This assessment reflects current market assessments and previous experience. It is also based on management's intentions in the planned manner of disposal of the asset, either through development and sale or disposal as is.

**Note 14. Non-current assets - investment properties**

**At Cost**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Gross carrying amount	15,207	30,815
Less: Accumulated depreciation	<u>(96)</u>	<u>(855)</u>
	<u>15,111</u>	<u>29,960</u>
Opening balance	29,960	26,507
Additions through subsequent expenditure	1,711	2,380
Reallocation from inventories	(609)	1,353
Depreciation	(40)	(193)
Reallocation to property, plant & equipment	(498)	-
Write off of scrapped costs	(2,076)	-
Disposals	<u>(13,337)</u>	<u>(87)</u>
Closing balance	<u>15,111</u>	<u>29,960</u>

The gross carrying amount and additions to investment properties includes those investment properties which are currently under construction.

Using current prices in an active market for similar properties, the Group used a Director's valuation process to estimate the fair market value of investment properties. The value was determined to be \$19,900,000 (2019: \$36,500,000) (level 3). The Director's valuation considers rental income streams, income capitalisation rates and comparable property values. No independent valuations in respect of investment properties were sought by the Group for this purpose.

**Accounting policy for Investment properties**

Investment properties are measured initially at cost, which comprises the purchase price and any directly attributable transaction costs. Subsequent to initial recognition, the carrying amount includes additions along with the cost of replacing part of existing investment properties at the time that cost is incurred. Any parts that are replaced are derecognised. Where an investment property is developed, its cost includes the cost of construction incurred up to the point where the asset is complete, which is the point at which it is capable of being operated as intended. The costs of day-to-day servicing of an investment property are recognised as an expense as incurred.

The costs related directly to the creation of an investment property which is scrapped and are no longer of value are not recognised within the carrying value of the investment property, representing abnormal amounts of wasted materials, labour or other costs.

Subsequent to initial recognition, investment properties are held at cost and depreciation is recognised in profit or loss on a straight-line basis over the estimated useful life of the asset. The useful lives of the Group's investment properties range from five to forty years.

Investment properties are derecognised either when they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognised in profit or loss in the year of retirement or disposal.

**Note 14. Non-current assets - investment properties (continued)**

Transfers are made to investment property when and only when there is a change in use, evidenced by ending of owner occupation or commencement of an operating lease to another party. Transfers are made from investment property when, and only when there is a change in use evidenced by commencement of owner-occupation or commencement of development with a view to sale.

**Note 15. Current liabilities - trade and other payables**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Trade creditors	15,588	9,112
Other creditor and construction accruals	2,764	2,662
	<u>18,352</u>	<u>11,774</u>

Trade creditors are non-interest bearing and are normally settled on a 7 to 30 day term.

**Note 16. Current liabilities - provisions**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Employee benefits	2,115	2,236
Warranties (a)	1,181	1,026
Other	-	50
	<u>3,296</u>	<u>3,312</u>

**(a) Warranties**

The Group provides for the estimated warranty claims for those properties which have settled and are still under warranty at the end of the reporting period. In determining the provision required, the Group makes judgements in respect of the expected performance of the product, number of customers expected to make warranty claims and the anticipated costs of fulfilling those claims. Historical claims experience and current knowledge of products has also been used in determining the provision.

	<b>Warranties</b>
	<b>\$'000</b>
Carrying amount at the beginning of the year	1,026
Additional provisions	1,205
Unused amounts reversed	(19)
Amounts utilised	<u>(1,031)</u>
Carrying amount at the end of the period	<u>1,181</u>

**(b) Movement in warranties provision**

Utilisation of the provisions has primarily been for rectification works associated with defects previously provided for. Unused amounts reversed relate to warranty provisions for projects which were completed more than 2 years ago and have not been materially utilised.

**Note 17. Non-current liabilities - provisions**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Employee benefits	258	307
Make good provision	77	77
	<u>335</u>	<u>384</u>

**Provisions accounting policy**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. In the circumstance where the reimbursement will not be received by the Group but will represent a reduction in the Group's liability, the amount receivable is recognised as a reduction in the provision. The expense relating to any provision is presented in profit or loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the provision.

*Warranty provision*

The liability for warranty expenses is recognised and measured as the present value of future payments to be made in respect of warranty work in relation to products that have been sold up to reporting date. Consideration is given to expected future costs in fulfilling the performance. Expected future payments are discounted using market yields at the reporting date that closely estimate future cashflows.

*Short-term obligations*

Liabilities for wages and salaries, non-monetary benefits, annual leave expected to be settled within 12 months after the end of the period in which the employees render the related service are recognised in respect of employee's services up to the end of the reporting period. This is measured at the amounts expected to be paid when the liabilities are settled. The liability for annual leave is presented as a provision.

*Other long-term employee benefits accounting policy*

The liabilities which are not expected to be settled within 12 months after the end of the period in which the employees render the related service is recognised in the provision for employee benefits. It is measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period 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 end of the reporting period on Australian high quality corporate bonds with terms of maturity and currency that match, as closely as possible, the estimated future cash flows.

The obligations are presented as current liabilities in the statement of financial position if the entity does not have an unconditional right to defer settlement for at least twelve months after reporting date, regardless of when the actual settlement is expected to occur.

**Note 18. Contingent liabilities - performance securities**

Performance security is provided from time to time to counterparties for maintenance and uncompleted works in support of specific contractual requirements in the course of delivering the Group's projects. Bank guarantee and surety products are utilised generally in favour of local councils and government authorities to fulfil the requirements of the development approvals. In some cases these products are also issued to a Group subsidiary to support internal operations within the Group. The amount of contingent liabilities in the form of performance securities issued to counterparties external to the Group total \$7,356,724 (2019: \$13,346,994).

**Note 19. Capital risk management**

The Group's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can continue to provide return for Shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain an optimal capital structure, the Group may adjust the amount of dividends paid to Shareholders, return capital to Shareholders, issue new shares or adjust leverage against the projects through debt.

The Group has a modest approach to debt against its inventory, historically managing leverage against its land and medium density housing portfolio at around 35% of the inventory value of that segment. Multi-storey projects are typically for a longer term and debt is therefore more fully utilised to develop these projects. The Group mitigates various project risks on a per project basis in order to attain a greater leverage.

**Note 20. Current liabilities - interest bearing liabilities**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Secured Interest bearing bank loans	5,997	5,843

**Note 21. Non-current liabilities - Interest bearing liabilities**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Secured interest bearing bank loans	134,760	72,458
Unsecured note	47,514	49,153
	182,274	121,611

**(a) Fair value**

The carrying value of the Group's current and non-current interest bearing liabilities approximates their fair value due to the current interest rate approximating the market rate.

**(b) Assets pledged as security**

Bank loans are secured by first registered mortgages over various development properties and investment properties held by the Group, general security deeds over the assets and undertaking of controlled entities, guarantees by the Group and a guarantee and indemnity of each member of the Sunland Group Master Finance Agreement.

The weighted average effective interest rate at balance date was 3.95% (2019: 5.25%) on facility limits of \$440.2 million (2019: \$305.2 million) and drawn down facilities of \$192.0 million (2019: \$129.2 million).

**Note 21. Non-current liabilities - Interest bearing liabilities (continued)**

The carrying amounts of assets pledged as security for current and non-current borrowings are:

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Inventories	511,407	452,747
Investment properties and property, plant & equipment	18,320	32,727
	<u>529,727</u>	<u>485,474</u>

**(c) Defaults and breaches**

During the current and prior year, there were no defaults or breaches on any of the loan agreements.

**(d) Borrowings accounting policy**

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Where borrowings are required to be repaid out of specific property settlements, which are not available for redraw, the borrowings are classified as current to the extent settlements are projected to occur within 12 months from reporting date.

**(e) Finance costs accounting policy**

Borrowing costs incurred for the construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Inventory and investment properties under construction are qualifying asset and all borrowings are attributable to qualifying assets.

**Note 22. Financing arrangements**

The Group had access to the following borrowing facilities at the end of the reporting year. The facilities have been split into "working capital" facilities, "project specific" facilities, "corporate facility" and "unsecured notes". The working capital facilities are available to the Group on a come and go basis. The undrawn amount of the project specific facilities are available progressively for the purpose of delivering the projects they are funding:

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Working capital facilities available	212,200	212,200
Facilities utilised at balance date	(70,019)	(23,200)
Bank guarantees	(2,238)	(3,609)
	<u>139,943</u>	<u>185,391</u>
Project specific facilities available	141,000	6,000
Facilities utilised at balance date	(22,000)	(6,000)
	<u>119,000</u>	<u>-</u>

**Note 22. Financing arrangements (continued)**

Corporate facilities available	50,000	50,000
Facilities utilised at balance date	<u>(50,000)</u>	<u>(50,000)</u>
	<u>-</u>	<u>-</u>
Unsecured notes available	50,000	50,000
Facilities utilised at balance date	<u>(50,000)</u>	<u>(50,000)</u>
	<u>-</u>	<u>-</u>

The difference between the accounting carrying value of interest bearing liabilities and the facilities utilised at balance date is attributable to the carrying value of bank loans including prepaid borrowing costs under the effective interest method of measuring the liabilities.

The Group structures its debt funding arrangements to match the development program of its portfolio. The terms of the project specific facilities generally reflect usual project specific terms for facilities of this nature and have a tenor that is sufficient for the programmed delivery of the projects they are funding. The weighted average maturity profile for the Group's debt funding arrangements is 27 months (2019: 32 months) based on facilities limits committed to by financiers as at the date of this report.

The Group's funding terms were consistent with the prior year.

**(a) Interest Rate Risk**

At balance date, the Group had the following exposure to changes in variable interest rates for classes of financial assets and liabilities:

	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
Financial assets:		
Cash	13,056	19,803
Financial liabilities:		
Interest bearing liabilities	<u>(142,020)</u>	<u>(79,200)</u>
	<u>(128,964)</u>	<u>(59,397)</u>

The Group's policy in regards to interest rate hedging is dependent upon the purpose of the funding for short or long term development projects. The group's policy is weighted to floating rate in the current low interest rate environment. An interest rate swap was entered into on 25 November 2015 in respect of the \$50 million unsecured note swapping the fixed rate interest payments to floating rate interest payments. The term of the swap and interest payment dates match the terms of the unsecured note. At balance date the swap was valued at \$0.6 million (2019: \$1.0 million) in Sunland's favour.

*Project specific funding*

The project life of residential housing developments and urban development is normally short which limits the exposure the Group has to changes in interest rates. As a result, these exposures are not normally hedged.

The project life for multi-storey developments is longer than residential housing developments however the highest debt exposure on these developments is at completion when settlements are anticipated and repayment sources are known. The Group uses interest rate hedging products to minimise the periods where significant mismatch is predicted.

**Note 22. Financing arrangements (continued)**

During the year an additional facility of \$135,000,000 was made available under the Group's project specific facilities to fund the development of 272 Hedges Avenue. The facility is available on a progressive basis as the project is developed and repayable on commencement of settlements until repaid. The facility is based on a variable interest rate.

**Note 23. Equity - dividends**

**(a) Declared and paid during the year**

	<b>2020 Cents per share</b>	<b>2020 \$'000</b>	<b>2019 Cents per share</b>	<b>2019 \$'000</b>
<b>Ordinary shares</b>				
Final fully franked dividend	4	5,639	6	9,127
Interim fully franked dividend	-	-	4	5,990

All dividends paid on ordinary shares have been fully franked.

**Proposed and not recognised as a liability**

On 25 August 2020, the directors declared both fully franked final and special dividends of 7 cents (2019: 6 cents) and 3 cents (2019: Nil) respectively per fully paid ordinary share. This is presented below based on the number of shares outstanding as at the date of issue of the financial statements.

	<b>Cents per share</b>	<b>\$'000</b>
Final fully franked dividend for the financial year	7	9,584
Special fully franked dividend	3	4,107

**(c) Franked dividends**

The amount of franking credits available for the subsequent financial year are:

	<b>2020 \$'000</b>	<b>2019 \$'000</b>
Franking credits available for subsequent reporting periods based on a tax rate of 30% (2019: 30%)	82,823	75,126
Franking credits that will arise from the payment or reduce with the refund of income tax for amounts on balance sheet as at the end of the financial year	4,031	4,686
Franking credits that will reduce with the payment of dividends declared after balance date but not held as a liability on the balance sheet	<u>(5,868)</u>	<u>(2,417)</u>
	<u><u>80,986</u></u>	<u><u>77,395</u></u>

**(d) Dividends accounting policy**

Provision is made for the amount of any dividend declared, being appropriately authorised, on or before the end of the reporting period but not distributed at the end of the reporting period.

**Note 24. Equity - contributed equity**

	<b>Consolidated</b>			
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
	<b>Shares</b>	<b>Shares</b>	<b>\$'000</b>	<b>\$'000</b>
Share capital	136,909,515	140,977,186	129,460	136,052
Treasury Shares	<u>(3,500,000)</u>	<u>(3,500,000)</u>	<u>(5,950)</u>	<u>(5,950)</u>
	<u>133,409,515</u>	<u>137,477,186</u>	<u>123,510</u>	<u>130,102</u>
<b>Details</b>			<b>Shares</b>	<b>\$'000</b>
Balance	1 July 2018		148,620,700	147,762
Share buy-back			<u>(11,143,514)</u>	<u>(17,660)</u>
Balance	30 June 2019		137,477,186	130,102
Share buy-back			<u>(4,067,671)</u>	<u>(6,592)</u>
Balance	30 June 2020		<u>133,409,515</u>	<u>123,510</u>

Treasury shares refer to those shares issued to SEIF Pty Limited as trustee for the Sunland Employee Retirement Fund ("SERF") in accordance with shareholders' approval of Item 4 of the Notice of Meeting tabled at Sunland's Annual General Meeting 6 November 2014. The shares are fully paid ordinary shares in the capital of the Company and rank equally with all other existing shares from the date issued.

Under the accounting standards, Sunland is deemed to control SERF and the shares (and associated transactions) are eliminated on consolidation, thereby deducting these issued shares from issued capital whilst held by the Trustee. As these shares are deemed not to have been issued by the consolidated entity, they are not included in Sunland's disclosures associated with net tangible assets, earnings per share, dividend payout ratio and statements regarding the gross value of dividends, unless transacted by SERF outside the group. No gain or loss on treasury shares is recognised in profit and loss. Upon disposal, any gain will be recognised to a component of equity.

**(b) Ordinary shares**

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Group in proportion to the number of and amounts paid on the shares held. Shares have no par value.

On a show of hands, every holder of ordinary shares present at a meeting in person or by proxy is entitled to one vote, and upon a poll, each share is entitled to one vote.

The Company's Constitution is available on the website.

**(c) Options**

At 30 June 2020, no options (2019: nil) were outstanding over unissued ordinary shares of the Group.

**(d) Share buy-back**

During the year, the Group purchased and cancelled 4,067,671 (2019: 11,143,514) ordinary shares on-market. The average price paid per share was \$1.60 (2019: \$1.58). The share buyback is complete.

**Note 24. Equity - contributed equity (continued)**

**(e) Contributed equity accounting policy**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Where the Group purchases the Group's equity instruments, for example as the result of a share buy-back or a share based payment plan, the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the owners of Sunland Group Limited.

**Note 25. Controlled Entities**

**(a) Significant investments in subsidiaries**

The consolidated financial statements incorporate the assets, liabilities and results of the following material subsidiaries:

Name of entity	Country of incorporation	Ownership interest	
		2020 %	2019 %
Abian Residences	Australia	100%	100%
Loxwood Pty Limited	Australia	100%	100%
Mantina Pty Limited	Australia	100%	100%
Sunland Developments No 27 Pty Ltd	Australia	100%	100%
Sunland Developments No 28 Pty Ltd	Australia	100%	100%
Sunland Developments No 32 Pty Ltd	Australia	100%	100%
Sunland Greenmount Pty Ltd	Australia	100%	100%
Royal Pines Resort Realty Pty Limited	Australia	100%	100%
Sunland Constructions (QLD) Pty Limited	Australia	100%	100%
Sunland Constructions (VIC) Pty Limited	Australia	100%	100%
Sunland Capital Pty Limited	Australia	100%	100%
Sunland Corporate Management Pty Ltd	Australia	100%	100%
Sunland Developments No 5 Pty Limited	Australia	100%	100%
Sunland Developments No 6 Pty Limited	Australia	100%	100%
Sunland Developments No 7 Pty Limited	Australia	100%	100%
Sunland Developments No 8 Pty Limited	Australia	100%	100%
Sunland Developments No 17 Pty Limited	Australia	100%	100%
SDG Constructions Pty Ltd	Australia	100%	100%
Sunland Developments No 21 Pty Limited	Australia	100%	100%
Sunland Developments No 22 Pty Limited	Australia	100%	100%
Sunland Developments No 23 Pty Limited	Australia	100%	100%
Sunland Developments No 26 Pty Limited	Australia	100%	100%
Sunland Group Project Management Pty Limited	Australia	100%	100%
Sunland Homes Pty Limited	Australia	100%	100%
Sunland Resources Pty Limited	Australia	100%	100%
Whittsvilla Pty Limited		100%	100%
Sunland No. 35 Pty Ltd	Australia	100%	100%
Sunland No. 36 Pty Ltd	Australia	100%	100%
Sunland No. 37 Pty Ltd	Australia	100%	100%
Sunland No. 38 Pty Ltd	Australia	100%	100%
Sunland No. 39 Pty Ltd	Australia	100%	100%
Sunland Constructions (Hedges) Pty Ltd	Australia	100%	100%
The Trustee for the SEIF Discretionary Trust	Australia	-	-

## Note 25. Controlled Entities (continued)

### (b) Principles of consolidation

#### (i) Subsidiaries

The consolidated financial statements comprise the financial statements of the Group and its subsidiaries as at the end of the financial year. Control is achieved when the Group has:

- Power over the investee (i.e. existing rights that give it current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the statement of comprehensive income from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the equity holders or the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interest having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

## Note 26. Related party transactions

### (a) Key management personnel

The Group had the following transactions with Key Management Personnel KMP and their related entities during the reporting year:

- A KMP settled the purchase of an apartment in Magnoli Residences for a total purchase price of \$636,025. The KMP appointed Sunland to manage this apartment for a management fee.
- In 2019 the Group provided various services to a KMP totalling \$26,242 which remained outstanding at balance date. All amounts under the contract were collected in August 2019.

At 30 June 2019 key management personnel held \$5.18m in Sunland unsecured notes. These notes were redeemed in October 2019 at face value plus a 1.5% early redemption premium (\$5,257,700). On the same date, Sunland issued another \$50m unsecured note. Key management personnel acquired \$8.7m of these unsecured notes.

Interest relating to unsecured notes of \$286,737 (2019:\$391,090) was paid to the key management personnel during the year.

The terms and conditions of these related party transactions were the same as those of the other note holders.

As at 30 June 2019 an associate of the Group had a payable to Sunland of \$1,324,000. Sunland disposed of its investment in the associate during the year and the payable has since been repaid.

**Note 26. Related party transactions (continued)**

**(b) Terms and conditions**

Any transactions with Directors, director related entities, other KMP and their related entities, including the acquisition of products and services, are carried out in the ordinary course of business and on terms no more favourable than those which it is reasonable to expect the Group would have adopted in an arms length transaction. All staff, including KMP, are entitled to a 5% discount off the list price of properties. This discount represents a reasonable commission saving that is passed on to the purchaser.

**Note 27. Key management personnel disclosures**

**Key management personnel Compensation**

	<b>2020</b>	<b>2019</b>
	<b>\$</b>	<b>\$</b>
Short-term employee benefits (salaries) *	2,142,229	2,116,041
Post-employment benefits (superannuation guarantee)	89,518	89,357
	<u>2,231,747</u>	<u>2,205,398</u>

\* This includes income distributions from the Sunland Employee Investment Fund. Detailed remuneration disclosures are provided in the remuneration report.

**Equity instrument disclosures relating to key management personnel**

*Share holding of key management personnel*

The numbers of shares in the Group held during the financial year by each Director of Sunland Group Limited and other key management personnel of the Group, including their personally related parties, are 61,321,178 (2019: 60,476,178). There were no shares granted during the reporting period (2019: nil) as compensation.

**Loans to key management personnel**

There were no loans provided to key management personnel during the financial year.

**Indemnity payouts to key management personnel**

Under the Company's constitution, directors and officers are entitled to be indemnified out of the assets of the Company against certain losses incurred in relation to the execution of their duties. During the period, the Company granted indemnity to various directors and officers and those costs are expensed as incurred. The Company seeks indemnity where available under its insurance policy for these expenses.

**Other transactions with key management personnel**

There were no other transactions with key management personnel.

**Note 28. Remuneration of auditors**

	<b>Consolidated</b>	
	<b>2020</b>	<b>2019</b>
	<b>\$</b>	<b>\$</b>
<b>Amounts received or due and receivable:</b>		
Review of financial statements (Ernst & Young)	87,778	247,620
Audit and review of the financial statements (BDO)	133,000	-
Tax compliance services (Ernst & Young)	164,330	101,765
Tax advice (Ernst & Young)	5,000	79,080
Other services (Ernst & Young)	3,094	46,093
	<b>393,202</b>	<b>474,558</b>
	<b>393,202</b>	<b>474,558</b>

Group practice is to employ the external auditor on assignments additional to their statutory audit duties where their expertise and experience with the Group are important. On 20 April 2020, BDO replaced Ernst & Young as the external auditor of Sunland Group Limited.

**Note 29. Financial risk management**

The Group's principal financial instruments comprise receivables, payables, bank loans, unsecured notes and cash.

The Group manages its exposure to key financial risks, including interest rate, liquidity and credit risk, in accordance with the Group's financial risk management framework. The Board has overall responsibility for the establishment and oversight of the risk management framework. The objective of the policy is to support the delivery of the Group's financial targets whilst protecting future financial security.

Risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate limits and controls, and to monitor risks and adherence to limits.

The Group's Audit and Risk Committee oversees how management monitors compliance with the Group's risk management framework and reviews the adequacy of the framework in relation to the risks faced by the Group. Management undertakes periodic reviews of risk management controls and procedures, the results of which are reported to the Audit and Risk Committee.

The main risks arising from the Group's financial instruments are interest rate risk, liquidity risk and credit risk. The Group uses different methods to measure and manage different types of risks to which it is exposed. These include monitoring levels of exposure to interest rate and assessments of market forecasts for interest rates. Liquidity risk is monitored through the development of future rolling cash flow forecasts. Credit risk is managed through thorough due diligence of counterparties and ensuring there is no significant concentration of credit risk.

**(a) Liquidity risk**

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of project specific bank loans for the construction of multi storey projects, term facilities for the funding of longer dated projects, and committed revolving credit lines utilised to finance land and medium density development projects. The project specific facilities will operate in line with the development programme of each multistorey project. The revolving credit lines available are as follows:

- A 3-year evergreen facility of \$152.2 million expiring 29 July 2022; and
- A 2-year evergreen facility of \$60 million expiring 30 November 2021.

**Note 29. Financial risk management (continued)**

Project specific facilities available are as follows:

- A \$135m facility for the construction of the 272 Hedges Avenue project expiring 30 September 2022
- A \$6m facility secured against the Mariners Cove project expiring 31 March 2021

Facilities are reviewed by the lender annually for compliance with facility terms and covenants.

*Maturities of consolidated financial assets and financial liabilities*

The tables below analyse the Group's financial assets and liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative instruments.

The amounts disclosed in the table are the contractual undiscounted cash flows. Where the impact of the discounting is not significant on balances due within 12 months, the amounts disclosed equal their carrying balances.

	<b>Less than 1 year \$'000</b>	<b>1 - 2 years \$'000</b>	<b>Between 2 and 5 years \$'000</b>	<b>Total \$'000</b>
<b>At 30 June 2020</b>				
<b>Financial assets</b>				
Cash assets	13,056	-	-	13,056
Receivables	10,167	-	-	10,167
	<u>23,223</u>	<u>-</u>	<u>-</u>	<u>23,223</u>
<b>Financial liabilities</b>				
Payables	17,915	265	279	18,459
Interest bearing liabilities	16,962	84,100	119,985	221,047
	<u>34,877</u>	<u>84,365</u>	<u>120,264</u>	<u>239,506</u>
Net maturity	(11,654)	(84,365)	(120,264)	(216,283)
	<b>Less than 1 year \$'000</b>	<b>1 - 2 years \$'000</b>	<b>Between 2 and 5 years \$'000</b>	<b>Total \$'000</b>
<b>30 June 2019</b>				
<b>Financial assets</b>				
Cash assets	19,803	-	-	19,803
Receivables	4,970	-	-	4,970
	<u>24,773</u>	<u>-</u>	<u>-</u>	<u>24,773</u>
<b>Financial liabilities</b>				
Payables	12,278	261	544	13,083
Interest bearing liabilities	15,261	72,180	65,011	152,452
	<u>27,539</u>	<u>72,441</u>	<u>65,555</u>	<u>165,535</u>
Net maturity	(2,766)	(72,441)	(65,555)	(140,762)

**Note 29. Financial risk management (continued)**

**(b) Credit risk**

Credit risk arises from the financial assets of the Group, which comprise cash and cash equivalents and receivables. The Group's exposure to credit risk is influenced mainly by the individual characteristic of each customer.

Receivables primarily take the form of:

- Receivables from parties that may be provided in the consideration for development rights over land;
- Contracts over the sale of developed product; and
- Deposits with financial institutions

The Group's exposure to credit risk arises from the potential default of the counter party, with the maximum exposure equal to the carrying amount of these instruments. In respect to loans and receivables, the credit risk is mitigated by the Group controlling the development site/product and taking appropriate security to protect its position.

In respect to contracts for the sale of product, purchasers of lots or apartments off-the-plan are required to make a deposit on signing of the contract with the balance to be paid when the lots or land is released to the customer. The deposit held is generally 10% of the contract price for domestic buyers and 20% of the contract price for foreign buyers.

The Group manages risk related to cash deposits with financial institutions by only depositing funds in institutions which have sufficient credit worthiness in line with Group policy.

The Group does not use credit derivatives to offset credit exposures.

**Note 30. Parent entity information**

**(a) Summary financial information**

The individual financial statements for the parent entity, Sunland Group Limited, show the following aggregate amounts:

	<b>2020</b>	<b>2019</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>Balance Sheet</b>		
Current Assets	40,620	54,714
Non-Current Assets	446,798	443,965
Total Assets	<u>487,418</u>	<u>498,679</u>
Current Liabilities	5,253	5,245
Non-Current Liabilities	722	498
Total Liabilities	<u>5,975</u>	<u>5,743</u>
Net Assets	<u>481,443</u>	<u>492,936</u>
Shareholders' Equity:		
Issued Capital	129,462	136,055
Retained earnings	351,981	356,881
Total Equity	<u>481,443</u>	<u>492,936</u>

**Note 30. Parent entity information (continued)**

Profit or loss for the year	<u>739</u>	<u>81,594</u>
Total Comprehensive Income	<u>739</u>	<u>81,594</u>

The parent entity has bank guarantees for uncompleted works and contingent liabilities as described in Note 17.

The parent entity profit was derived from intercompany dividends and other transactions with subsidiaries.

**Note 31. Fair value measurement**

**(a) Fair value measurement**

Fair value is 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. The fair value measurement is based on the presumption that transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation at the end of each reporting period.

The Group does not have any financial instruments measured at fair value, with the exception of an interest rate swap. The fair value of cash, trade and other payables and trade and other receivables approximate their carrying values, largely due to the short-term maturities of these instruments.

**Note 32. Rounding of amounts**

The Group is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors Reports) Instrument 2016/191. Amounts in the financial statements have been rounded to the nearest thousand dollars, or in certain cases, the nearest dollar.

**Note 33. Impairment of non-financial assets accounting policy**

At each reporting date, the Group assesses whether there is any indication that a non-financial asset may be impaired. Where an indicator of impairment exists, or when annual impairment testing for an asset is required, the Group makes a formal estimate of recoverable amount. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Recoverable amount is the greater of fair value less costs to sell and value in use. It is determined for an individual asset, unless the asset's value in use cannot be estimated to be close to its fair value less costs to sell and it does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case, the recoverable amount is determined for the cash-generating unit to which the asset belongs. In assessing value in use, the estimated future cash flows are discounted to their present value using a pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

**Note 34. New accounting standards and interpretations**

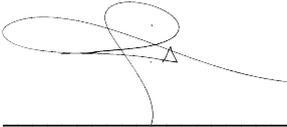
Australian Accounting Standards and Interpretations that are issued, but are not yet effective, up to the date of issuance of the Group's financial statements are disclosed below, where they are anticipated to have a material impact on the Group's financial statements. The Group intends to adopt these new standards and interpretations, when they become effective.

AASB 2020-1 Amendments to AASs – Classification of Liabilities as Current or Non-current. This standard applies to annual reporting periods beginning on or after 1 January 2022. It amends AASB 101 to clarify requirements for the presentation of liabilities in the statement of financial position as current or non-current. The meaning of settlement of a liability is also clarified. The impact of this standard on the classification of Sunland's current and non-current liabilities has not yet been assessed.

In accordance with a resolution of the directors of Sunland Group Limited, I state that in the opinion of the Directors:

- the financial statements and notes also comply with International Financial Reporting Standards as disclosed in note 2;
- 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 has been made after receiving the declarations required to be made to the Directors in accordance with section 295A of the Corporations Act 2001 for the financial year ended 30 June 2020.



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Mr Sahba Abedian  
Managing Director

25 August 2020

## INDEPENDENT AUDITOR'S REPORT

To the members of Sunland Group Limited

### Report on the Audit of the Financial Report

#### Opinion

We have audited the financial report of Sunland Group Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2020, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial report, including a summary of significant accounting policies and the directors' declaration.

In our opinion the accompanying financial report of the Group, is in accordance with the *Corporations Act 2001*, including:

- (i) Giving a true and fair view of the Group's financial position as at 30 June 2020 and of its financial performance for the year ended on that date; 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 Group in accordance with 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 (including Independence Standards)* (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 this 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.

## Valuation of Inventory (NRV)

Key audit matter	How the matter was addressed in our audit
<p>Inventory represents a significant balance in the statement of financial position for Sunland Group Limited. Inherent to these items being held at cost is the risk that the carrying amount is not recorded at the lower of its cost or net realisable value as required under AASB102.</p>	<p>BDO performed the following procedures to address this risk:</p> <ul style="list-style-type: none"> <li>• Performed a roll forward of development balances from beginning to the end of the financial year and compared to management’s feasibility study positions;</li> <li>• Tested the controls over a sample of cost to supporting documentation for amounts capitalised to inventory and expensed to costs of goods sold;</li> <li>• Reviewed the completeness of Net Realisable Value adjustments made during the period;</li> <li>• Reviewed the entities accounting policy over Abortive Costs and reviewed items which Sunland chose to retain in inventory balances to ensure treatment was consistent with this policy;</li> <li>• Reviewed and challenged the integrity of feasibilities for Land, Housing &amp; Multi Storey via comparing inputs against actuals, available market data and ensuring assumptions made are reasonable. This included holding discussions with development and design managers;</li> <li>• Considered the current status for projects in design and progress with development applications;</li> <li>• Analysed and challenged management’s impairment assessment of recoverability for inventory held at year-end and ensured that Net Realisable Value did not fall materially below cost. This included critical analysis of the following key inputs and assumptions: <ul style="list-style-type: none"> <li>➤ Anticipated Costs to complete</li> <li>➤ Current rate of sales &amp; consistency with sales strategy campaigns</li> <li>➤ Sale prices attained and forecasted</li> </ul> </li> </ul>

### Other information

The directors are responsible for the other information. The other information comprises the information in the Group’s annual report for the year ended 30 June 2020, but does not include the financial report and the auditor’s report thereon.

Our opinion on the financial report does not cover the other information and 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 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 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 group 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 Group 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.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (<http://www.auasb.gov.au/Home.aspx>) at:

[https://www.auasb.gov.au/admin/file/content102/c3/ar1\\_2020.pdf](https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf)

This description forms part of our auditor's report.

## Report on the Remuneration Report

### Opinion on the Remuneration Report

We have audited the Remuneration Report included in paragraphs pages 12 to 16 of the directors' report for the year ended 30 June 2020.

In our opinion, the Remuneration Report of Sunland Group Limited, for the year ended 30 June 2020, complies with section 300A of the *Corporations Act 2001*.

### Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

### BDO Audit Pty Ltd



**Cameron Henry**

Director

Brisbane, 25 August 2020

The shareholders information set out below was applicable as at 31 July 2020.

### Distribution of equitable securities

Analysis of numbers of equity security holders by size of holding:

Holding	Number of holders of ordinary shares	Number ordinary shares
1 to 1,000	807	315,894
1,001 to 5,000	906	2,486,569
5,001 to 10,000	393	3,027,080
10,001 to 100,000	475	13,181,456
100,001 and over	84	117,898,516
	<u>2,665</u>	<u>136,909,515</u>
Holding less than a marketable parcel	-	-

There were no options held at 31 July 2020.

### Equity security holders

#### Twenty largest quoted equity security holders

The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares	
	Number held	% of total shares issued
Havannah Pty Limited	29,250,000	21.36
Pacific Development Corporation Pty Limited	20,750,000	15.16
Citicorp Nominees Pty Limited	11,116,857	8.12
J P Morgan Nominees Australia Limited	7,238,390	5.29
HSBC Custody Nominees (Australia) Limited	4,386,260	3.20
AACCT Limited	4,000,000	2.92
Mr Sahba Abedian	3,965,032	2.90
SAHBA ABEDIAN	3,657,510	2.67
SEIF PTY LIMITED	3,500,000	2.56
National Nominees Limited	3,945,226	2.88
Rainham Pty Limited	2,821,875	2.06
BNP PARIBAS NOMS PTY LTD	1,413,222	1.03
REZVANI CORPORATION PTY LTD	1,103,125	0.81
SEYMOUR GROUP PTY LTD	936,209	0.68
Mrs Julia Craike	912,296	0.67
Mrs Anne Jamieson	853,000	0.62
Ovens-Brown Pty Ltd	778,800	0.57
BNP PARIBAS NOMINEES PTY LTD	762,418	0.56
HSBC Custody Nominees (Australia) Limited	760,000	0.56
ABEDIAN SUPERANNUATION FUND PTY LTD	680,169	0.50
	<u>102,830,389</u>	<u>75.12</u>

**Substantial holders**

Substantial holders in the Company are set out below:

	<b>Ordinary shares</b>	
	<b>Number held</b>	<b>% of total shares issued</b>
Havannah Pty Limited	29,250,000	21.36
Pacific Development Corporation Pty Ltd	20,750,000	15.16
Citicorp Nominees Pty Limited	11,116,857	8.12
JP Morgan Nominees Australia Limited	7,238,390	5.29

**Voting rights**

There were 2,665 holders of the ordinary shares of the Company. The voting rights attaching to the ordinary shares are set out in Article 5.8 and 5.9 of The Company's Articles of Association. This articles indicate that:

- (a) at a meeting of members each member entitled to vote may vote in person or by proxy or attorney; and
- (b) on a show of hands every member present has one vote, and on a poll every member present in person or by proxy or attorney has one vote for each ordinary share the member holds.

**On-market buy back**

During the current year, the Company undertook an on-market share buy-back program which is continuing.