



Fair
Trading

Co-operatives National Law (CNL)

Sections 248, 404 & 35(4)

Proposal for the transfer of the Co-operative to a Company Limited by Guarantee

Lemon Tree Passage Bowling Club Co-operative Limited

The attached disclosure statement for Lemon Tree Passage Bowling Club Co-operative Limited relating to the proposal for the transfer of the Co-operative to a Company Limited by Guarantee is approved pursuant to Section 248 of the Co-operatives National Law (NSW).

The disclosure statement is valid for a period of six (6) months from the date of approval.

DATED this 19th day of August 2025.



Marina Melnikoff

Marina Melnikoff
Manager, Customer & Community Operations

Delegate Registrar of Co-operatives

DISCLOSURE STATEMENT

CO-OPERATIVES NATIONAL LAW (NSW)
SECTION 404

THIS DISCLOSURE STATEMENT RELATES TO THE PROPOSED TRANSFER OF THE LEMON TREE
PASSAGE BOWLING CLUB CO-OPERATIVE LIMITED TO A COMPANY LIMITED BY GUARANTEE.

NAME OF CO-OPERATIVE:

LEMON TREE PASSAGE BOWLING CLUB CO-OPERATIVE
LTD

DATE OF APPROVAL:

19 /08 /2025

THIS DISCLOSURE STATEMENT IS VALID FOR A PERIOD
OF 6 MONTHS FROM DATE OF APPROVAL
FOR ISSUE WITHIN THE STATE OF NEW SOUTH WALES

APPROVED

DISCLOSURE STATEMENT

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DISCLOSURE STATEMENT

1. INTRODUCTION

1.1 Name of Co-operative

Lemon Tree Passage Bowling Club Co-Operative Ltd (**the Club**)

1.2 Registered office

8-12 Gould Dr, Lemon Tree Passage NSW 2319

Explanation of this statement:

- 1.3 The Club is proposing to convert from a non-distributing co-operative with share capital to a company limited by guarantee. A co-operative is a type of entity that is governed under the laws of the Co-operatives National Law (NSW) (**CNL**). A company is governed by the Corporations Act 2001 (**CA**).
- 1.4 The Board believes the Club would be better suited if governed by the CA. The vast majority of registered clubs in NSW operate under the corporate structure of a company limited by guarantee.
- 1.5 The CNL requires that members of the Club vote in relation to the transfer of the Club from a co-operative to a company. To assist members to reach a decision on the proposal, a disclosure statement containing relevant information must be forwarded to members.
- 1.6 The information in this disclosure statement is to assist members with their decision whether to vote for or against the proposal and has been approved by the delegate of the Registrar of Co-operatives (Registrar) for this purpose.
- 1.7 To give effect to the proposed conversion to a company, the CNL requires members to approve of two special resolutions to:
- (a) convert from a co-operative with share capital to a co-operative without share capital (pursuant to section 35 of the CNL); and
 - (b) transfer from a co-operative without share capital to a company limited by guarantee (pursuant to section 404 of the CNL).
- 1.8 The CNL provides that these resolutions be voted on by members by way of a special postal ballot, unless the Registrar grants an exemption for the resolutions to be voted on and determined in a different way. The Registrar has granted the Club an exemption from the requirement of sections 35(4) and 404(1) of the CNL to hold special postal ballots.
- 1.9 Rather than undertake a special postal ballot, the exemption allows the Club to put the Special Resolution for members to approve the transfer proposal (set out below) at the Special General Meeting as outlined in the enclosed Notice.
- 1.10 The Special Resolution will be passed if a three quarters (3/4) majority of members casting formal votes vote in favour of the Special Resolution.

2. THE PROPOSAL

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- 2.1 The directors of Lemon Tree Passage Bowling Club Co-Operative Limited put the following proposal to members as a Special Resolution:

“That the members approve by way of Special Resolution that:

- 1. pursuant to section 35 of the Co-operative National Law, Lemon Tree Passage Bowling Club Co-Operative Limited converts from a co-operative with a share capital to a co-operative without a share capital; and*
- 2. pursuant to section 404 of the Co-operative National Law, Lemon Tree Passage Bowling Club Co-Operative Limited applies to become registered as a company under the Corporations Act 2001 under the name of Lemon Tree Passage Bowling Club Limited;*
- 3. To adopt as the Constitution of the Company the draft which has been made available to members and tabled at the meeting that has been approved by members.”*

- 2.2 The Special Resolution is also contained in the Notice of Special Meeting.

3. REGISTRAR APPROVAL AND DISCLAIMER

On 19/08/2025, the Registrar approved this disclosure statement pursuant to Sections 35(5) and 404(4) of the CNL. Such approval and should not be interpreted as a comment on the merits of the proposal.

The Registrar accepts no responsibility for the contents of this disclosure statement.

4. LEGISLATIVE PROCEDURE - OVERVIEW

- 4.1 In accordance with the CNL, the Club proposes to:
- (a) convert from a non-distributing co-operative with a share capital to a non-distributing co-operative without a share capital; and
 - (b) transfer from a co-operative to a company limited by guarantee.
- 4.2 Under the CNL, the Club is a non-distributing co-operative with shares. A non-distributing co-operative with shares is permitted to convert to a non-distributing co-operative without shares by an appropriate alteration of its rules and by complying with the notification requirements specified in the CNL.
- 4.3 The Club has decided to combine the conversion from a non-distributing co-operative with shares to a non-distributing co-operative without shares, with a special resolution to convert the co-operative to a company limited by guarantee. A company limited by guarantee does not have shares.
- 4.4 The procedure is as follows:
- (a) A Disclosure Statement, pursuant to the CNL is approved by the Registrar.

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- (b) The disclosure statement must be sent to all members at least 28 days prior to the date of the Special General Meeting along with the Notice of Special General Meeting setting out the special resolution (set out at point 2.1 above) to be voted on by members. The copy of the disclosure statement that is provided to members eligible to vote in relation to the proposal is accompanied by the Notice of General Meeting.
- (c) At least 2 weeks before the General Meeting, a notice must be published in a newspaper circulating generally in the district in which the registered office of the Club is situated. The notice must set out the intention to submit the proposed special resolution to members (sections 404(2) and 35(2) of the CNL).

4.5 If the special resolution is passed by the members, it will be registered with the Registrar.

4.6 If the Registrar registers the special resolution, application will then be able to be made for the transfer of incorporation to a company limited by guarantee.

5. MEMBERS ELIGIBLE TO VOTE

5.1 In order to be eligible to vote, a Life member, Bowling member or Bowling Pensioner member must be an active member as defined in Rules 14 and 10 of the Club's Rules.

5.2 Rule 14(a) of the Club's Rules provides:

"Financial Bowling members, Bowling Pensioner members, and Life members shall be entitled to attend and vote at Annual General Meetings or Special General Meetings of members. Each such shall have one vote."

5.3 The Club has approximately 3000 members. Life members, Pensioner Bowling members and Bowling members of the Club total approximately 104 members (comprising of approximately 53 Male Bowlers, 32 Female Bowlers, 11 Life members and 8 Social Bowlers). Accordingly, the members of the Club that are entitled to vote on a special resolution under the Rules represent approximately 3.47% of the total membership of the Club.

5.4 Section 5 of the CNL provides:

"5 Rules of certain co-operatives formed to carry on club may restrict voting rights

(1) *The rules of a co-operative that has as a primary activity the operation, maintenance or carrying on of a club may provide for different classes of membership and restrict the voting rights attaching to membership of those different classes, but only if—*

(a) *the Registrar approves of the provisions concerned, and*

(b) *the membership of the class or classes entitled to full voting rights constitutes at least 40% of the total membership of the co-operative.*

(2) *Any such provision in the rules of a co-operative must not be amended except with the prior approval of the Registrar*

...

(4) *This clause applies only to—*

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(a) *a co-operative that holds a club licence under the Liquor Act 2007 (regardless of when it was registered as a co-operative)".*

- 5.5 Combined, the number of Life, Bowling and Pensioner Bowling members entitled to vote on the special resolution (3.47%) falls well short of the 40% required by section 5 of the CNL.
- 5.6 To meet the 40% requirement as specified in section 5 of the CNL, it is necessary to allow additional membership categories to vote on the special resolution.
- 5.7 Accordingly, all active members, being ordinary members who have paid their annual subscription fee, and Life members (excluding employees and Junior members of the Club), are eligible to attend the general meeting and vote on the Special Resolution proposed. This is despite any provision in the Rules of the Club that might otherwise restrict voting rights for certain classes of membership (including Social members).
- 5.8 In accordance with section 239 of the CNL, a special resolution is one passed by a two-thirds majority at a general meeting. However, a condition of approval for exemption from the requirements for special postal ballot is that the special resolution be passed by a three-quarter majority of members voting.
- 5.9 Proxy voting is not permitted under the RCA and employees are not allowed to vote.
- 5.10 The General Meeting will be held at the Club's premises on a **Saturday morning commencing at 10.00am.**
- 5.11 Members eligible to vote in relation to the proposal are also given the opportunity to cast their vote in advance of the Special General Meeting. **Advanced voting is to be conducted at the Club's premises between 12.00 noon to 2.00pm and 5:00pm and 7:00pm on the Monday, Tuesday, Wednesday, Thursday and Friday immediately prior to the Special General Meeting.**
- 5.12 Eligible members wishing to vote in advance of the General Meeting are to be directed to a returning officer to be appointed by the Club who is to hand to them a voting card. The returning officer is to accept the vote of the member and record the member's name on a list of members who have voted.
- 5.13 Members who have recorded their vote prior to the General Meeting will be entitled to attend the General Meeting but will not be eligible to cast a second vote.
- 5.14 All members, whether active or inactive, at the time of distribution of the material regarding the special resolution, are entitled to receive the material. This is required by the CNL and ensures that all members of the Club are made aware of the proposal.
- 5.15 Any member who is unsure of his or her status as an active member should contact the Club on (02) 4982 4800 between the hours of 9.00am and 4.00pm, Monday to Friday.

6. FINANCIAL POSITION OF THE CLUB

- (a) The financial reports for the financial year ending 2023 have been previously made available to members.
- (b) The unaudited financial statements for the period 01 July 2024 to 30 June 2025 are **attached** at Annexure "A".

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- (c) A copy of the financial statements referred to below will be provided to any member without charge on request to the Club by attending the Club's premises.

6.2 The following is a summary of key balance sheet items of the Club for the years ended 30 June 2022 to 30 June 2024 and for the period 1 July 2024 to 31 December 2024.

	Audited 2021-2022 \$	Audited 2022-2023 \$	Audited 2023-2024 \$	Unaudited 1 July 2024 to 31 December 2024 \$
<u>ASSETS</u>				
Current Assets	\$1,571,095	\$1,742,570	\$1,683,307	1,903,845
Non-Current Assets	\$4,079,703	\$3,964,593	\$4,541,246	4,466,177
TOTAL ASSETS	\$5,650,798	\$5,707,163	\$6,224,533	6370,022
<u>LIABILITIES</u>				
Current Liabilities	\$718,908	\$494,081	\$482,396	587,089
Non-Current Liabilities	\$208,748	\$175,893	\$697,293	661,382
TOTAL LIABILITIES	\$927,656	\$669,974	\$1,179,689	1,228,471
<u>NET ASSETS</u>	\$4,723,142	\$5,037,189	\$5,055,864	5,141,550
<u>EQUITY</u>				
Reserves	\$9,783	\$9,783	\$9,783	9,782
Retained Profits/(Loss)	\$4,713,359	\$5,027,406	\$5,046,081	5,131,768
TOTAL SHAREHOLDER EQUITY	\$4,723,142	\$5,037,189	\$5,055,864	5,141,550
<u>MEMBER NUMBERS</u>				
Bowling	115	116	92	
Life	11	11	11	
Social	2916	4313	2648	
TOTAL MEMBERS	3042	4440	2751	
-				
Turnover	\$3,421,893	\$4,390,438	\$2,907,434	
Profit/(Loss)	\$200,650	\$314,047	(\$3,152)	

6.3 Significant changes to the financial position of Club since the financial statements for the financial year ending 30 June 2024.

There have been no material or significant changes to the Club since 30 June 2024

7. BACKGROUND TO CONVERSION PROPOSAL

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- 7.1 The Club's Board has resolved that the Club transfer from a co-operative to a company limited by guarantee. The Board made this decision having regard to the legislative environment the co-operative is subject to compared with that of a company limited by guarantee. For example, the Board is of the view that conducting the business of a registered club is now best suited to a company limited by guarantee as opposed to a co-operative.
- 7.2 The requirement to address the conversion of share capital to non-share capital arose from the decision to convert from a co-operative to a company limited by guarantee. However, the Registry of Co-operatives has for a number of years, been strongly encouraging non-trading co-operatives with a share capital to convert to non-trading co-operative without a share capital.

8. EFFECTS OF THE PROPOSAL

- 8.1 Upon acceptance of the proposal the Club will apply to:
- (a) convert its share capital to non-share capital; and
 - (b) transfer its incorporation from a co-operative to a company limited by guarantee.
- 8.2 Once registered, the new company will be subject to the CA and will operate in accordance with the company Constitution approved by members.
- 8.3 The assets of the co-operative vest in the new company and any rights and liabilities of the co-operative will become the rights and liabilities of the new body.

Administration of the new company

- 8.4 The administration of the new company to be known as Lemon Tree Passage Bowling Club Limited will be vested in the directors of the co-operative who are in office at the date of transfer from a co-operative to a company.
- 8.5 A copy of the proposed Constitution:
- (a) is available for inspection at the reception of the Club;
 - (b) is available for inspection on the Club's website at www.clublemontree.com.au; and
 - (c) will be provided to any member without charge on request to the Club by contacting the Chief Executive Officer between the hours of 9.00am and 5.00pm Monday to Friday.

Each members' share capital

- 8.6 Pursuant to Rule 26(a), the capital of the Club was raised by the issue of shares. All shares of the Club are of one class, ranking equally, and are of the nominal value of one dollar (\$1) each.
- 8.7 All Ordinary members of the Club hold one (1) share pursuant to the Rules.
- 8.8 The value of the total share capital held by members will be transferred to the general reserves of the Club following conversion to a company limited by guarantee.

9. OPERATION OF THE NEW COMPANY AND PROVISION OF SERVICES TO MEMBERS

- 9.1 It is not envisaged that the transfer of incorporation will affect the manner in which the Club will operate or provide the services it currently provides to its members and their guests.
- 9.2 It is envisaged that the transfer of incorporation will have a positive effect on the administration and management of the company. There are numerous examples however, as one example, currently any proposed amendment to the Rules of the co-operative must be approved by special resolution passed by the members. Once the special resolution has been passed, the special resolution must be approved by the registrar of Co-operatives prior to becoming effective.
- 9.3 As another example, under the Corporations Act 2001, once the members of the new company pass a special resolution to amend the Constitution of the new company, the amendment becomes effective from the time the special resolution is passed by the members. The amendment to the constitution must be notified to the Australian Securities and Investment Commission.
- 9.4 The CNL also requires the Club to conduct a special postal ballot in relation to special resolutions relating to certain matters. The Corporations Act 2001 does not require a postal ballot for any purpose.

10. MEMBERSHIP OF THE NEW COMPANY

- 10.1 All members of the Club at the date of transfer of incorporation will become members of the new company to be known as Lemon Tree Passage Bowling Club Limited. Members will remain in the same classes of membership under the new company's constitution as they are in with the co-operatives Rules.

11. EFFECT ON VOTING RIGHTS

- 11.1 The proposed transfer of incorporation from a co-operative to a new company will not affect the voting rights of members currently afforded under the CNL.
- 11.2 The total number of voting members of the co-operative falls well short of the 40% of the total membership of the co-operative as required by section 5 of the CNL.
- 11.3 Therefore, in accordance with the 40% requirement of the CNL, all Bowling members, Life members and Social members of the co-operative are currently afforded full voting rights. Under the Club's proposed new Constitution, the Club's Bowling members, Life members and Social members will be provided with full voting rights.
- 11.4 The requirement under the RCA that members of a club who are also employees of the same club are not permitted to vote at any meeting or on any resolution, remains in place.
- 11.5 In addition to the above, whilst the Club is incorporated as a co-operative there remains a requirement that members be "active members" in order to be able to vote. There is no such requirement under the proposed new company constitution.

12. EFFECT ON OTHER RIGHTS AND OBLIGATIONS OF MEMBERS

- 12.1 It is the Board's view that the proposed transfer of incorporation from a co-operative to a new company will not affect the current rights and obligations of members.

APPROVED

13.2 By way of letter dated 2 April 2024, Pitcher Partners provided its advice. Annexure B is a copy of this letter of advice from Pitcher Partners.

13.3 For the purposes of section 615 of the CNL, Pitcher Partners hereby consents to:

- (a) Pitcher Partner's letter of 2 April 2024 advising the Club on taxation matters to be included as Annexure B to this Disclosure Statement;
- (b) all representations made in this Disclosure Statement regarding the taxation advice received by the Club from Pitcher Partners to be included herein.

14. ALTERNATIVES TO CONVERSION

14.1 The Club's only alternative to conversion is to remain a co-operative. The Board has decided that it considers the conversion to a company to be more attractive from an administrative perspective than remaining as a co-operative.

15. STATEMENT OF DIRECTORS' INTERESTS, COMPENSATION OR CONSIDERATION TO OFFICERS IN CONNECTION WITH THE PROPOSAL

- (a) There is no compensation, consideration, incentive, commission or other benefit which has been or will be paid or given to:
 - (i) any officer or member of the Club;
 - (ii) any relative of an officer of the Club;
 - (iii) any entity (whether incorporated or not) of which an officer of the Club, or relative of an officer of a Co-operative, is a shareholder, member, officer, partner or beneficiary, in relation to the proposal and the promotion of the proposal.
- (b) The directors are not aware of any information that is within their knowledge and that has not previously been disclosed to the members, where that information is material to the making of a decision by a member whether or not to agree to the proposal.
- (c) The interests of the directors of the Club in the proposal, including any interests of the directors in any other organisation that may be concerned with the proposal are the same as any other member of the Club.

16. LIST OF ANNEXURES

16.1 The annexures include:

- (a) financial statements for the relevant periods;
- (b) letter from Pitcher Partners.

17. RECOMMENDATION

The directors of the Club unanimously recommend that members vote in favour of the special resolution.

APPROVED

The Registrar has directed that all information contained in this disclosure statement be furnished to all members of the Club.

FURTHER INVESTIGATION:

Each member is advised to make any investigations (including the obtaining of professional advice) which that person believes to be necessary to satisfy himself or herself about the contents of this documentation or the decision of whether or not to vote in favour of the proposal.

DISCLAIMER OF LIABILITY:

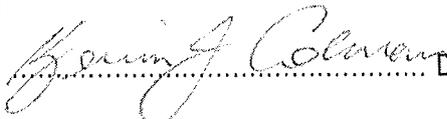
This disclosure statement has been approved by the Registrar for the purposes of the CNL). This approval is not to be taken in any way as an indication that the disclosure statement sets out all the information that may be relevant to the proposal.

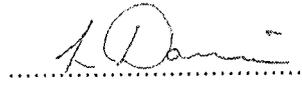
Approval does not relate in any way to the merits or otherwise of the Club's proposal. No responsibility as to the contents of the disclosure statement and attachments and annexures that form part of this document is to be taken by the Registrar, NSW Fair Trading or by any of its servants or agents.

The responsibility for ensuring that the Act has been complied with in relation to the preparation of the disclosure statement lies with those issuing the statement. Persons making false or misleading statements in a disclosure statement may be liable for criminal penalties and expose themselves to civil liability to anyone who suffers loss as a consequence.

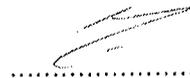
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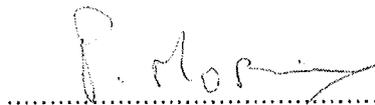
THIS STATEMENT IS SIGNED IN ACCORDANCE WITH A RESOLUTION OF THE DIRECTORS DATED _____


..... Director
Signature


..... Director
Signature


..... Director
Signature


..... Director
Signature


..... Director
Signature


..... Director
Signature


..... Director
Signature

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Annexure "A"

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28/07/25
Accrual Basis

LEMON TREE PASSAGE BOWLING CLUB
Profit & Loss
July 2024 through June 2025

	<u>Jul 24 - Jun 25</u>
Ordinary Income/Expense	
Income	
BAR INCOME	
Bar Sales	1,354,623.02
Total BAR INCOME	<u>1,354,623.02</u>
Bar Rebates	88,037.64
BOWLS INCOME	
Bowls Shop Sales	344.80
Bowls Sundry Income	29,045.32
Green & Entry Fees	19,641.59
Sponsorship	1,000.00
Subscriptions	5,110.25
BOWLS INCOME - Other	0.00
Total BOWLS INCOME	<u>55,141.96</u>
Gain on Revaluation	0.00
KENO & TAB INCOME	
COMMISSIONS RECEIVED	
Keno Commissions	64,023.42
TAB Commissions	17,590.48
Total COMMISSIONS RECEIVED	<u>81,613.90</u>
Total KENO & TAB INCOME	81,613.90
OTHER INCOME	
Bingo	48,292.70
Bistro Rent	34,909.02
Bus Donation	1,777.27
Cafe Food	29,977.24
Coffee Machine	45,133.42
COMMISSIONS RECEIVED	
ATM Rebate	49,414.00
Chocolate Machine	1,931.04
Vending Machine	1,023.23
Total COMMISSIONS RECEIVED	<u>52,368.27</u>
Interest Received	805.48
Members Subscriptions Social	28,882.25
Raffles	139,233.17
Rents Received	50,817.80
Socials, Functions & Catering	9,297.74
Sundry Income	72,041.00
Workers Compensation reimbursed	20,197.29
OTHER INCOME - Other	0.00
Total OTHER INCOME	<u>533,732.65</u>
POKER MACHINE INCOME	
Gst Gaming Rebate	17,180.00
Poker Machine Income	2,750,999.67
Total POKER MACHINE INCOME	<u>2,768,179.67</u>
Profit on Sale of Assets	5,500.00
Rounding	0.00
Total Income	<u>4,886,828.84</u>

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 28/07/25
 Accrual Basis

LEMON TREE PASSAGE BOWLING CLUB
Profit & Loss
 July 2024 through June 2025

	Jul 24 - Jun 25
Cost of Goods Sold	
BAR COST OF GOODS SOLD	
Bar Purchases	586,216.23
Closing Stock	-17,740.33
Freight	7,929.92
Non-Liquor Purchases	34,061.28
Total BAR COST OF GOODS SOLD	610,467.10
Total COGS	610,467.10
Gross Profit	4,276,361.74
Expense	
BAR DIRECT EXPENSES	
Bar Repairs & Maintenance	250.00
Bar Replacements	6,168.09
Bar Superannuation	37,685.67
Bar Wages	340,022.43
Total BAR DIRECT EXPENSES	384,126.19
BISTRO DIRECT EXPENSES	
Bistro repairs and maintenance	1,605.26
Electricity & Gas Bistro	32,699.37
Total BISTRO DIRECT EXPENSES	34,304.63
BOWLS DIRECT EXPENSES	
Affiliation & Capitation Fees	11,098.96
Bowls Catering	3,971.09
Bowls Closing Stock	437.00
BOWLS REPAIRS & MAINTENANCE	
Greens	10,429.08
BOWLS REPAIRS & MAINTENANCE - Other	588.19
Total BOWLS REPAIRS & MAINTENANCE	11,017.27
Competition Entry Fees	790.91
Electricity and Gas	2,720.74
Greens Superannuation	8,616.31
Sundry Expenses & Promotions	7,812.96
Travelling & Pennant Expenses	46.34
Trophies & Prizes	17,671.11
WAGES GREENS	
Gardens/Surrounds Wages	0.00
Greens Wages	74,914.47
Total WAGES GREENS	74,914.47
Total BOWLS DIRECT EXPENSES	139,097.16
Cafe Food (exc Bistro)	45,575.12
CASH UNDER / OVERS	
Bar Sales	148.74
Keno Float	992.08
Poker Machine Float	344.92
Safe Balance	372.53
Supervisor Float	50.00
TAB Float	389.68
Total CASH UNDER / OVERS	2,297.95
GENERAL & OP MANAGER'S EXPENSES	
Other Expenses	3,349.45
Phone Bills	3,200.70
Travel & Accommodation Expenses	934.03
Total GENERAL & OP MANAGER'S EXPENSES	7,484.18

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 28/07/25
 Accrual Basis

LEMON TREE PASSAGE BOWLING CLUB
Profit & Loss
 July 2024 through June 2025

	Jul 24 - Jun 25
KENO & TAB DIRECT EXPENSES	
KENO EXPENSES	
Keno Maintenance & Stationery	3,598.45
Keno Sundry Expenses & Promo	86.36
Keno Superannuation	9,653.45
Keno Wages	85,890.23
Total KENO EXPENSES	99,228.49
TAB EXPENSES	
SKY CHANNEL	
Sky Channel Rental & Subs	18,895.56
Total SKY CHANNEL	18,895.56
Tab Sundry Expenses & Promotion	0.00
Tab Superannuation	9,103.01
Tab Wages	80,414.48
Total TAB EXPENSES	108,413.05
Total KENO & TAB DIRECT EXPENSES	207,641.54
OTHER EXPENSES	
Admin Superannuation	37,788.77
Admin Wages	329,785.63
Advertising	27,331.68
Audit & Accountancy Fees	74,967.45
Bank Charges & Taxes	16,573.84
Bingo Expenses	66,841.50
Cash Collection Fee	5,989.60
CATERING & ENTERTAINMENT	
Catering & Entertainment - Misc	6,154.09
Entertainment Bands	62,518.18
Entertainment Special Functions	29,745.04
Total CATERING & ENTERTAINMENT	98,417.31
CEO & OPS Manager Expenses	5,720.08
Cleaning Contractors	108,356.00
Cleaning Materials & Waste	32,514.38
Cleaning Superannuation	0.00
Cleaning Wages	0.00
Computer Costs	
Internet Charges	447.46
Computer Costs - Other	23,757.01
Total Computer Costs	24,204.47
Consultancy Fees	13,636.36
Depreciation - ROU	30,382.80
DIRECTORS EXPENSES	
Drinks etc.	6,316.08
Honorariums	23,645.65
Other Expenses	4,461.43
Total DIRECTORS EXPENSES	34,423.16
DONATIONS	
Allocations Cat 2	15,784.64
Community Support Cat 1	17,315.79
Sponsorship	10,500.00
Total DONATIONS	43,600.43
ELECTRICITY & GAS	
Club	168,268.22
Total ELECTRICITY & GAS	168,268.22

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 28/07/25
 Accrual Basis

LEMON TREE PASSAGE BOWLING CLUB
Profit & Loss
 July 2024 through June 2025

	Jul 24 - Jun 25
INSURANCE	
Sundry Insurance	501.78
Workers Compensation	28,783.29
INSURANCE - Other	112,981.18
Total INSURANCE	142,266.25
Interest Paid	60,591.10
LEASE RENTALS	
Utopia Gaming CRT	3,803.76
Total LEASE RENTALS	3,803.76
Leasing Charges	10,015.16
Legal Expenses	2,383.26
Licence Fees	16,828.68
Loss on Disposal of Assets	19,340.55
MEMBERS AMENITIES	
BUS EXPENSES	
Bus Fuel	5,523.14
Bus Repairs & Maintenance	6,427.54
Bus Superannuation	5,997.38
Bus Wages	57,974.69
Total BUS EXPENSES	75,922.75
Friday Night Snacks	482.72
Total MEMBERS AMENITIES	76,405.47
MEMBERS PROMOTIONS	
Drinks	24,034.06
Entrance Term-Tab/Keno	2,426.20
Members Promotions - Other	149,383.70
Till Points	68,294.41
Total MEMBERS PROMOTIONS	244,138.37
Payroll Tax	7,728.06
POOL COMP EXPENSES	6,372.47
Printing, Stationery & Stamps	12,172.32
Raffles Expenses	149,142.33
Rates	38,521.50
Reception Superannuation	12,614.31
Reception Wages	111,584.10
Rental Property Expenses	3,252.22
REPAIRS & MAINTENANCE	
Bistro Repairs & Maintenance	14,976.65
Club Repairs & Maintenance	98,526.70
Investment Property	611.58
Total REPAIRS & MAINTENANCE	114,114.93
SECURITY	
Security Services	697.83
Security Superannuation	0.00
Security Wages	0.00
Total SECURITY	697.83
STAFF AMENITIES	
Staff Drinks	1,979.44
Staff Expenses	4,680.62
Staff Training Expenses	5,118.05
Uniforms	4,399.86
Total STAFF AMENITIES	16,177.97
Subscriptions & Affiliations	9,737.21
Sundry Expenses	11,128.85

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 Accrual Basis

LEMON TREE PASSAGE BOWLING CLUB
Profit & Loss
 July 2024 through June 2025

	Jul 24 - Jun 25
TELEPHONE EXPENSE	
Bus Mobile Charges	372.71
Telephone Charges	7,322.36
TELEPHONE EXPENSE - Other	6,371.43
Total TELEPHONE EXPENSE	14,066.50
Training Superannuation	12.70
Training Wages	110.44
Work Health & Safety	0.00
Total OTHER EXPENSES	2,202,008.02
POKER MACHINE DIRECT EXPENSES	
DMS Monitoring	46,006.92
Lemon Tree Loot Promotions	15,658.00
MaxGaming	29,033.92
Poker Machine Cashless	850.35
Poker Machine Conversions	960.91
Poker Machine Duty	445,177.84
Poker Machines Maint & Analysis	55,895.18
Promotions	31,445.62
Promotions Superannuation	9,736.32
Promotions Wages	86,258.12
Prov for PM Jackpot	690.77
POKER MACHINE DIRECT EXPENSES - Other	0.00
Total POKER MACHINE DIRECT EXPENSES	721,713.95
special functions	21.00
Total Expense	3,744,269.74
Net Ordinary Income	532,092.00
Other Income/Expense	
Other Expense	
Bistro staff drinks	287.16
EXTRAORDINARY ITEMS	
Annual / Sick Leave Provision	11,290.05
Long Service Leave Provision	23,951.91
Provision for Depreciation	356,834.96
Total EXTRAORDINARY ITEMS	392,076.92
Total Other Expense	392,364.08
Net Other Income	-392,364.08
Net Income	139,727.92

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 Accrual Basis

LEMON TREE PASSAGE BOWLING CLUB
Balance Sheet
 As of June 30, 2025

	Jun 30, 25
COOLROOM	
Coolroom (at cost)	15,272.00
Less Accumulated Depreciation	-15,272.00
Total COOLROOM	0.00
FREEHOLD LAND	
27 Kenneth Parade	364,000.00
Gould Drive - at Cost	53,453.00
Gould Drive - at Cost	38,674.00
Gould Drive - at Valuation	12,900.00
Kenneth Parade	42,999.00
Meredith Avenue	22,988.00
Total FREEHOLD LAND	535,014.00
GREENKEEPERS BUILDINGS	
Greenkeepers Buildings -at cost	105,491.00
Less Accumulated Depreciation	-94,746.00
Total GREENKEEPERS BUILDINGS	10,745.00
GREENS & PARKING AREA - DEVELOP	
Greens & Parking Area (at cost)	317,933.09
Less Accumulated Depreciation	-250,597.00
Total GREENS & PARKING AREA - DEVELOP	67,336.09
KENNETH PARADE RENTAL	
27 Kenneth Parade -at Valuation	480,999.63
Kenneth Parade At Valuation	567,001.00
Total KENNETH PARADE RENTAL	1,048,000.63
MACHINERY & PUMP EQUIPMENT	
Less Accumulated Depreciation	-8,154.00
Machinery & Pump Area (at cost)	8,153.95
Total MACHINERY & PUMP EQUIPMENT	-0.05
MOTOR VEHICLES	
Less Accumulated Depreciation	-53,459.00
Motor Vehicles (at cost)	58,637.19
Total MOTOR VEHICLES	5,178.19
PLANT & EQUIPMENT	
Less Accumulated Depreciation	-1,722,935.00
Plant & Equipment (at cost)	2,055,312.77
Total PLANT & EQUIPMENT	332,377.77
Poker Machine Entitlements	36,000.00
POKER MACHINES	
Less Accumulated Depreciation	-1,634,157.00
Poker Machines (at cost)	1,828,253.66
Total POKER MACHINES	194,096.66
Right of Use Assets	
Accumulated Depreciation - till	-12,059.00
Photocopier - Accumulated Dep'n	-6,111.00
Photocopier 2024 ROU	26,738.07
Senpos Tills - ROU	109,117.43
Total Right of Use Assets	117,685.50
Work In Progress	3,000.00
Total Fixed Assets	4,458,485.78
Other Assets	
TAB Deposit	5,520.00
Total Other Assets	5,520.00
TOTAL ASSETS	6,440,213.73

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 Accrual Basis

LEMON TREE PASSAGE BOWLING CLUB
Balance Sheet
 As of June 30, 2025

	Jun 30, 25
LIABILITIES	
Current Liabilities	
Accounts Payable	
Accounts Payable	148,824.02
Total Accounts Payable	148,824.02
Credit Cards	
CREDIT CARD	
Kevin Colman - President	6.00
Total CREDIT CARD	6.00
Mr Gordon Fergus Laffan	1,870.10
Mrs Donna Siers	5,726.64
Total Credit Cards	7,602.74
Other Current Liabilities	
Accruals	3,634.94
Additional Creditors	31,973.26
CCTV Loan 2024	14,302.43
CONTRA ACCOUNTS	
ATM 1 Contra Account	-18,670.00
ATM 2 Contra Account	-2,510.00
Donation Collection	1,235.50
Drinks Reimbursement	-1,066.15
EFTPOS Clearing Account	-38.40
Footy Tipping	1,920.00
PAYG Tax withheld	19,149.00
PAYOUT BY CHQ Clearing Account	-14,556.60
SECURITY DEPOSITS	5,000.00
SUPERANNUATION LIABILITY	
AMP Super	513.50
Australian Retirement Trust	371.69
Australian Super	9,677.55
Hesta	63.74
Host Plus	1,337.97
Mercer Trust	732.37
Praemium SMA Super	2,294.10
Rest Superannuation	59.16
Spirit Super	457.49
Total SUPERANNUATION LIABILITY	15,507.57
TAB Clearing Account	-1,578.50
Tyro Sales	-8,983.20
Total CONTRA ACCOUNTS	-4,590.78
Gaming Tax Rebate In Advance	-1,431.67
GST Clearing	74,683.89
Members Card Liability	7,556.63
Members Subs In Advance	15,030.77
Photocopier Lease 2024 -Current	4,714.12
PROVISIONS	
Annual & Sick Leave	63,753.55
Long Service Leave - Current	72,675.77
Prov. for PM Jackpot	745.97
Provision for Club Grants	11,545.39
Provision for Poker Mach Duty	34,028.57
Total PROVISIONS	182,749.25
Senpos Tills Lease 2020	22,309.65
Total Other Current Liabilities	350,932.49
Total Current Liabilities	507,359.25

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15/08/25
Accrual Basis

LEMON TREE PASSAGE BOWLING CLUB
Balance Sheet
As of June 30, 2025

	<u>Jun 30, 25</u>
Long Term Liabilities	
CCTV Loan 2024 NC	7,930.28
Long Service Leave -Non Current	26,084.25
Members Subs in Adv. Non Curren	12,760.35
NAB Loan 6650 NC	576,681.27
Photocopier Lease 2024 - N/C	17,522.30
Senpos tills lease 2020 NC	77,088.13
Total Long Term Liabilities	<u>718,066.58</u>
TOTAL LIABILITIES	<u><u>1,225,425.83</u></u>
NET ASSETS	<u><u>5,214,787.90</u></u>
EQUITY	
Asset Revaluation Reserve	9,782.00
Members Share Capital	4,117.00
Retained Earnings	5,031,834.98
Net Income	169,053.92
TOTAL EQUITY	<u><u>5,214,787.90</u></u>

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"Annexure B"



p. +61 2 4923 4000
Level 5, 12 Stewart Avenue
Newcastle West NSW 2302
20 Church Street
Maitland NSW 2320
Box 29, Hunter Region MC, NSW 2310

2 April 2024

Mr Gordon Laffan
Chief Executive Officer
Lemon Tree Passage Bowling Club Co-operative Ltd
Gould Drive
LEMON TREE PASSAGE NSW 2319

Dear Gordon,

PROPOSED TRANSFER APPLICATION FROM A CO-OPERATIVE TO A COMPANY

In relation to the proposed transfer application from a Co-operative to a Company, we provide the following advice regarding the income tax and Goods and Services Tax (GST) implications for Lemon Tree Passage Bowling Club Co-operative Ltd

Income Tax

As Lemon Tree Passage Bowling Club Co-operative Ltd is exempt from income tax under Section 50-45 of the Income Tax Assessment Act 1997 there should be no income tax liabilities arising to Lemon Tree Passage Bowling Club Co-operative Ltd, provided the Club continues to satisfy the conditions of the exemption at all times.

GST

As Lemon Tree Passage Bowling Club Co-operative Ltd is registered for GST under A New Tax System (Goods and Services Tax) Act 1999, there should be no change to the recording and reporting of GST liabilities and input tax credits as a result of the proposed transfer from a Co-operative to a Company. We understand that this letter of advice is to be included in the "Disclosure Statement" to the transfer application and note that it relates to the income tax and GST position of Lemon Tree Passage Bowling Club Co-operative Ltd specific to this proposed transfer from a Co-operative to a Company.

If you have any queries in relation to the above please do not hesitate to contact me.

Yours sincerely

A handwritten signature in black ink, appearing to read 'R Korsman'.

Renae Korsman
Partner

Adelaide Brisbane Melbourne Newcastle Perth Sydney

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