

The College of Law Limited
ACN 138 459 015

Annual Report
For the financial year ended 30 June 2022

Annual Report
For the financial year ended
30 June 2022

Contents

| | |
|--|-------|
| Governors' report | 1-12 |
| Auditor's independence declaration | 13 |
| Independent auditor's report | 14-15 |
| Governors' declaration | 16 |
| Consolidated statement of comprehensive income | 18 |
| Consolidated statement of financial position | 19 |
| Consolidated statement of changes in equity | 20 |
| Consolidated statement of cash flows | 21 |
| Notes to the consolidated financial statements | 22-48 |

Governors' report

The Directors of The College of Law Limited (the College) are described in its Constitution as Governors. Throughout this financial report the term Governor is used.

The Governors of the College submit herewith the financial report of the consolidated entity (the Group) consisting of the College and the entities it controlled at the end of, or during the year ended 30 June 2022 (financial year). The Governors' report is as follows:

Governors and Officers

The following persons were Governors of the College during the year ended 30 June 2022:

- Joseph Catanzariti AM (Chairman, Non-Executive Governor)
- Neville Carter AM (Chief Executive Officer, Executive Governor)
- Alison Belot (Non-Executive Governor)
- Judith Choate (Non-Executive Governor)
- Dunstan de Souza (Non-Executive Governor)
- Alison Gaines (Non-Executive Governor)
- Glenn Ferguson AM (Non-Executive Governor)
- Lewis Patrick (Chair of the Academic Board, Executive Governor)
- John Randall (Non-Executive Governor)

Alison Belot was appointed as a Governor on 27 February 2022. There have been no changes to the Board of Governors since the end of the financial year.

Governors' Biographies

Joseph Catanzariti AM

BA (UNSW), LLB (UNSW), LLM (App. Law)(Hon), FCL

Chairman

Non-Executive Governor

Mr Joseph Catanzariti was appointed to the Board of The College of Law Limited in 2009 and has served as Chair during that time. He is also the chair of the Executive Committee and the Nominations Advisory Committee and a member of the Remuneration Committee.

Mr Catanzariti is also a Director of the College of Law New Zealand Limited, COL Hold Co Pty Limited, College of Legal Practice Limited and COL SIN Private Limited.

He was previously the Chair of College of Law Pty Limited and a Director of College of Law Queensland Pty Limited, College of Law Victoria Pty Limited and College of Law Western Australia Pty Limited.

Mr Catanzariti is a Vice President of the Fair Work Commission, the national workplace relations tribunal.

He is also Asia Pacific Regional Forum Liaison Officer of the Rule of Law Forum, Member of the Advisory Board of the LGBTI Law Committee of the International Bar Association, having previously been Co-Chair of the LGBTI Law Committee of the International Bar Association, an Adjunct Associate Professor in Work and Organisational Studies, School of Business at Sydney University and a Fellow of the Academy of Law and a Fellow of the College of Law.

In 2015 Mr Catanzariti was awarded an honorary Masters degree from the College of Law.

He is a co-author of Workplace Bullying, 1st and 2nd editions, published by LexisNexis.

In the 2016 Australia Day Awards he was made a member of the Order of Australia for significant service to the law, to legal education, to labour and employment relations, and to professional legal bodies.

Prior to Mr Catanzariti's appointment to the Fair Work Commission he was a senior partner of Clayton Utz and Practice Head of the Workplace Relations, Employment and Safety Practice Group. Mr Catanzariti was a trusted adviser to many of Australia's leading private companies and government departments, advising on all aspects of employment law and workplace relations, including developing employment relations strategies, industrial disputes, conciliation and arbitration before State, Territory and Federal Courts, work health and safety (WHS), employee fraud, discrimination, corporate governance, due diligence and senior executive remuneration and terminations. He was also a very experienced Commercial litigator.

Mr Catanzariti previously held the positions of President of the Law Council of Australia, President of the Law Society of New South Wales, Chair of the Workplace Committee of the Law Society of New South Wales, and Secretary of the Industrial Relations Society of Australia.

Neville Carter AM

BA LLB (Syd) MBA (Mel) FCL

**Chief Executive Officer and Principal
Executive Governor**

Mr Neville Carter was appointed to the Board of The College of Law Limited in 2009. He is a member of the Executive Committee and the Nominations Advisory Committee.

Mr Carter is also a Director of the College of Law New Zealand Limited, COL Hold Co Pty Limited, College of Legal Practice Limited and COL SIN Private Limited.

Mr Carter was previously a Director of ALPMA, College of Law Pty Limited, College of Law Queensland Pty Limited, College of Law Victoria Pty Limited, College of Law Western Australia Pty Limited and Quality in Law Inc.

He has served as the Group Managing Director and now Chief Executive Officer of The College of Law since 1995. He has extensive experience in the design and management of large professional education programs as well as a strong background in business and management training for the legal profession.

In the 2018 Australia Day Awards he was made a member of the Order of Australia in recognition of his significant service to legal education, through executive roles, to the law as a legal practitioner, and to professional standards.

His previous positions include National Director, Institute of Professional Legal Studies, New Zealand; Associate Professor and Head of School of Legal Practice, UTS; Project Lead Professional Practice, Advanced Diploma in Law (ADIL) University of Technology (MARA, Shah Alam, Malaysia); and partner in a three partner Sydney law firm. He is also a former Chairman of the Australasian Professional Legal Education Council and an Evaluator for the Australian Business Excellence Awards.

Alison Belot

BEC (La Trobe) MAppFin (MQ) Grad Dip Acc (Deakin) GAICD

Non-Executive Governor

Ms Alison Belot was appointed to the Board of The College of Law Limited in 2022.

She is a non-executive Director and Treasurer of Banyule Support & Information Centre.

Ms Belot has held various senior positions within BHP Billiton Limited including: Vice President Corporate Finance, Vice President Treasurer Front Office, Vice President Finance, Vice President and Global Process and data Owner Finance, Program Director Internal Control Evaluation, Market Risk Management, Special Projects and Manager Strategic Financing Group.

She has held senior positions with KPMG in Finance and Treasury Risk Management and was Manager Interest Rate Risk Management at ANZ. Ms Belot was an Honorary Fellow of Macquarie Applied Finance Centre, Macquarie University.

Judith Choate

LLM, LLB, GDLP, BA (High Honors), CTA AICD

Non-Executive Governor

Ms Judith Choate was appointed the Board of The College of Law Limited in 2018. She is also a member of the Audit Risk and Compliance Committee and the Chair of the College of Law South Australia Chapter Board.

Ms Choate is currently a Director, Legal Services, South Australia for KPMG Law and an Associate of the Australian Institute of Company Directors.

In August 2018, she was appointed Chair of the Brownhill and Keswick Creeks Stormwater Management Board (SA) and Chair of its Audit Committee.

Ms Choate was previously Partner and National Head of Tax and Revenue Piper Alderman; Founding Trustee, Remember the Holocaust Foundation; Treasurer, Board of Management – Beit Shalom Synagogue Adelaide; and a member of the Management Committee of Glenelg Community Hospital Inc.

She is a corporate and commercial lawyer with over 30 years' experience in private practice in Australia specialising in Australian Tax and Revenue Law. Ms Choate is a Chartered Tax Adviser.

She was previously Course Co-Ordinator and lecturer in Tax Law – Law Society of South Australia, GDLP and PLT Programs, Unit Co-ordinator and lecturer, Tax Law – Flinders University, Mentor – international post-graduate Tax Law students - University of Melbourne Law School and in 2015 was a finalist for the Tax Institute of Australia Chartered Tax Advisor of the Year Award.

Dunstan de Souza

LLB, BEc

Non-Executive Governor

Mr Dunstan de Souza was appointed to the Board of The College of Law Limited in 2018. He is also the Chair of the College of Law New South Wales Chapter Board and a member of the Remuneration Committee.

Mr de Souza is a Senior Partner at Colin Biggers & Paisley. He joined the legal practice as a graduate solicitor in 1985 and became a Partner in 1993, practising primarily in property development. Mr de Souza was Managing Partner from 2007 to 2017.

Mr de Souza has led Colin Biggers & Paisley to becoming an elite legal practice, recognised for its top tier work, particularly in the specialisations of insurance, construction, property and commercial litigation. He was responsible for Colin Biggers & Paisley being the first Australian legal practice to open an office in the United Arab Emirates. He also established the CBP Foundation through which the firm has given significant funds to charities. In addition, the staff undertake volunteering and significant pro bono legal services.

Mr de Souza helped found ADVOC Asia in 1994, an international network of respected law firms established to help clients respond to the opportunities presented by the rapidly growing Asia Pacific economies. He was ADVOC Asia's President from 2002 to 2014 and is currently a member of ADVOC's International Executive. Mr de Souza is also the Chair of Civic Disability Services Limited and a Director of the Hungry Point Reserve Trust.

Mr de Souza has a Bachelor Economics and Bachelor Laws from the University of Sydney.

Glenn Ferguson AM

FAAL, FAICD, FCL, FANZCN

Non-Executive Governor

Mr Glenn Ferguson was appointed to the Board of The College of Law Limited in 2011. He is also the Chair of the College of Law Queensland Chapter Board and a member of the Audit, Risk and Compliance Committee.

Mr Ferguson is currently a Director of FC Lawyers.

Mr Ferguson was previously the Chair of College of Law Queensland Pty Limited. He is a Past President of the Law Council of Australia, LAWASIA and the Queensland Law Society. He is a Senior Counsellor with the Queensland Law Society, Founding Fellow of the Australian Academy of Law, Fellow of the Australian Institute of Company Directors, a Fellow of the Australia and New Zealand College of Notaries and Fellow of the College of Law.

In 2015 Mr Ferguson was awarded an honorary Masters degree from the College of Law.

In the 2015 Australia Day Awards, he was made a member of the Order of Australia for his service to the legal profession both nationally and internationally – particularly in the Asia Pacific region.

Mr Ferguson served for ten years as a member of the Federal Attorney General's International Legal Services Advisory Council and the Immigration Minister's Advisory Board in relation to the regulation of migration agents. He has been appointed by both Federal and State Governments to various advisory boards and task forces in the legal, migration and business sectors.

In 2010 Mr Ferguson was appointed by the Prime Minister to the Expert Panel to consider the recognition of Indigenous Australians in the Constitution.

Mr Ferguson has also held or continues to hold a number of board positions in both the public and private sector in the insurance, superannuation, education, sport, charity and information technology areas including chairing a publicly listed company. He is currently Chair of Lexon Insurance and was previously the Chair of WorkCover in Queensland.

Alison Gaines

FAICD, FAIM, INSEAD Certified Director 2013

Non-Executive Governor

Ms Alison Gaines was appointed to the Board of The College of Law Limited in 2011. She is also the Chair of the College of Law Western Australia Chapter Board, the Remuneration Committee and the Fellowship Advisory Committee. Ms Gaines is also a member of the Nominations Advisory Committee.

Ms Gaines was previously the Chair of College of Law Western Australia Pty Limited.

In 2020 Ms Gaines founded Gaines Advisory, a board search and board consulting firm, where she is also Managing Director. She is Chairman of Hiremii Ltd, a Non-Executive Director of Blackstone Minerals Limited, the Independent Chair of the Nominations Committee of Hockey Australia, member of the Nominations Committee of the Australian Institute of Company Directors (WA Division) and a member of the 30% Club. In May 2022 Ms Gaines was appointed as a Non-Executive Director of West Australian Opera.

Ms Gaines was previously the Chief Executive Officer for international executive search and consulting firm Gerard Daniels, where she also lead its global board practice since 2006. Ms Gaines was previously the Chief Executive Officer of the Law Society of Western Australia; a Director for strategic workforce planning and executive development in the Public Sector Management Office in the Western Australian Government; and has been an academic and researcher at several Australian universities.

Ms Gaines was formerly the Chair of the Australian Institute of Management WA and has been a non-executive director of companies, university, superannuation fund, public sector and industry training boards and professional associations. She has accumulated over 25 years Board experience in Australia and internationally. She was recently a Director and Deputy Chair of the INSEAD Director Network Board and a Director of the global Board of the Association of Executive Search and Leadership Consulting (AESC) and a member of its Council of Asia Pacific and the Middle East. She is a past Vice President of the Australian Institute of Company Directors (WA) and past Member of the Governance Committee, Law Council of Australia.

She was previously the Chair of the Murdoch University Foundation and Veterinary Trust. Ms Gaines was a member of the Murdoch University Senate 1999 - 2008, and its Deputy Chancellor from 2006 – 2008. She was an Adjunct Professor in its Law School, was awarded an Honorary Doctorate from the Murdoch University and received the 2016 Distinguished Alumni Award. She holds degrees and qualifications in public policy and international politics, law and governance from Murdoch University, University of Western Australia, ANU and INSEAD.

Lewis Patrick

BA LLM (Syd), Grad Cert Tertiary Teaching & Learning, FCL

Chair of the Academic Board**Executive Governor**

Mr Lewis Patrick was appointed to the Board of The College of Law Limited in 2011.

He is also a Director of COL Hold Co Pty Limited and was previously a Director of College of Legal Practice Limited.

Mr Patrick has over 30 years' experience in general legal practice. He holds a Masters of Law and a Graduate Certificate in Tertiary Teaching and Learning. Mr Patrick has also completed a SoTL (The Scholarship of Teaching and Learning) Leadership Certificate on Curriculum and Pedagogy in Higher Education at the University of British Columbia.

He is currently the Chairman of the Academic Board, Deputy Chief Executive Officer and Chief Academic Officer.

Previously Mr Patrick has held a variety of positions at The College of Law including Senior Lecturer; Lecturer; and Director, Co-operative Programs.

He is a member of the College's Course Committee and Senior Management and Executive Management Teams. Mr Patrick is also a member of the Law Society of New South Wales, Chair of the Australasian Professional Legal Education Council (APLEC) and he is Past Chair and current member of the Academic and Professional Development Committee of the International Bar Association (IBA).

John Randall

BEC, FCPA, FCIS, FGIA

Non-Executive Governor

Mr John Randall was appointed to the Board of The College of Law Limited in 2011. He is also the Chairman of the Audit, Risk and Compliance Committee.

Mr Randall was previously the General Manager Finance and Company Secretary of Metcash Limited. He joined the company in 1997 when it was Davids Limited and was a member of the team that re-engineered the company to create the successful Metcash business.

He is a Director of Outcomes Australia Pty Limited.

Mr Randall's previous roles include Chief Financial Officer of Metal Manufactures Limited and Overseas Telecommunications Corporation Limited.

He is a graduate of the University of Sydney and Harvard Business School's Advanced Management Program. He has experience in financial, marketing and operational management roles.

Mr Randall is the former President of the Accounting Foundation, University of Sydney, a former National President of the Group of 100 and NSW President and National Board Member of CPA Australia. In addition to his involvement in professional associations, he has been, and is, actively involved in charitable organisations.

Company Secretary

Kathryn Laurie

BBus, LLB, Grad Dip Applied Corporate Governance, FGIA, MAICD

Ms Kathryn Laurie joined the College of Law in October 2011 and is the Company Secretary of The College of Law Limited and COL Hold Co Pty Ltd. She has over 20 years company secretarial experience, having worked in the Company Secretariat of Qantas Airways Limited, holding a number of managerial positions and Company Secretary of Qantas' subsidiaries.

She holds a Bachelor of Business, Bachelor of Laws and Graduate Diploma of Applied Corporate Governance and is currently completing a Masters of Applied Law. In September 2010 Ms Laurie was admitted as a solicitor of the Supreme Court of NSW.

She is a Fellow of the Governance Institute of Australia, a Fellow of the Institute of Chartered Secretaries and a Member of the Australian Institute of Company Directors.

Monica Patel

BComm, CA

Ms Monica Patel is the Chief Financial Officer and has also been appointed Company Secretary. She is a Chartered Accountant (Australia and New Zealand).

Ms Patel is a Director of COL Hold Co Pty Ltd and COL SIN Private Limited.

She has over 25 years of commercial experience including ASX listed companies.

Governors' report (continued)

Meeting Attendance

Meetings of the Board of Governors and Committees of the Board

The number of Governors' Meetings held (including Meetings of Committees of Governors) during 2021/22 are as follows:

| | College Board Meetings ³ | | Audit, Risk & Compliance Committee | | Remuneration Committee | | Nominations Advisory Committee | |
|--------------------|-------------------------------------|----------|------------------------------------|----------------|------------------------|----------------|--------------------------------|----------|
| Governors | Held | Attended | Held | Attended | Held | Attended | Held | Attended |
| Joseph Catanzariti | 7 | 5 | - | - | 3 | 3 | 2 | 2 |
| Neville Carter | 7 | 7 | 6 | 5 ² | 3 | 3 ² | 2 | 2 |
| Alison Belot | 3 ¹ | 2 | - | - | - | - | - | - |
| Judy Choate | 7 | 7 | 6 | 6 | - | - | - | - |
| Dunstan de Souza | 7 | 7 | - | - | 3 | 3 | - | - |
| Glenn Ferguson | 7 | 6 | 6 | 6 | - | - | - | - |
| Alison Gaines | 7 | 6 | - | - | 3 | 3 | 2 | 2 |
| Lewis Patrick | 7 | 6 | - | - | - | - | - | - |
| John Randall | 7 | 7 | 6 | 6 | - | - | - | - |

1. Number of Meetings held during the period the Governor held office

2. Attended in an executive capacity – is not a member of the Committee

3. The Board also attended to a number of written resolutions during the period

The College of Law Academic Board is established under the Constitution of The College of Law Limited and has been delegated certain powers by the Board of Governors on matters concerning the academic function and policies.

The number of meetings held by the Academic Board and attended during the financial year are as follows:

| | Held | Attended |
|-----------------------|------|----------|
| Lewis Patrick (chair) | 4 | 4 |
| Robert Benjamin* | 4 | 2 |
| Neville Carter | 4 | 2 |
| Robert Meyenn* | 4 | 1 |
| Ross Grantham* | 4 | 2 |
| Jodie Masson* | 4 | 4 |
| Deborah Battisson* | 4 | 3 |
| Adrian Deans* | 4 | 4 |

* Not a Member of the Board of Governors

Governors' report (continued)

Principal Activities

The Group's principal activities in the financial year were legal education and training.

The Group recorded a net deficit after tax of \$0.50 million compared with a surplus of \$33.2 million for the previous period.

Objectives and Strategy

The College implemented year one of its 2021-24 Strategic Plan. The Plan is focused on the imperative of leadership in uncertain times, including with respect to brand, and on building the new programs, pedagogies and systems which will be the business of the College beyond the limitations of COVID-19.

Toward these ends, the College established its new headquarters at 570 George Street Sydney, opposite Sydney Town Hall, vacating its near-50-year tenure at 2 Chandos Street, St Leonards. There was continuing good progress in the establishment of the new subsidiary operation in England & Wales, the College of Legal Practice Ltd.

Short- and long-term objectives continued to be strongly influenced by COVID and the need to respond to unfolding new technologies and workplace practices in ways which grow and diversify the business base. There was significant initial investment on a three-year systems realignment project with focus on the learner experience.

Year two of the Strategic Plan will build on these initiatives to better align the College with its unfolding new regulatory and competitive environments, led by a next-stage approach to business innovation, stakeholder relations and long-term organisation development.

Review of Operations – 12 month period ended 30 June 2022

Income statement

The net deficit after tax was \$0.5 million with its main components being an operational surplus of \$5.2 million and a net unrealised Capital Reserve Fund loss of \$5.7 million.

Total operating revenues were \$69.1 million, a decrease of 9.6% from 2021.

Operating costs at \$64.0 million were an increase of 1.7% over the prior year, with costs increasing to support future revenue growth.

Financial position

The financial position continues to be strong with net equity remaining constant at \$144.3 million (2021: \$144.8 million).

The College Capital Reserve Fund (established in May 2016) has grown to \$121.7 million, however due to current market volatility, a net unrealised loss of \$5.7m has been recognised in this financial year. The College has cash and term deposits of \$22.6 million.

Current assets decreased by \$14.8 million to \$161.3 million and are in excess of the Group's current liabilities of \$35.2 million.

Governors' report (continued)

Risk Management

The Group undertakes a bi-annual risk review assessing risks on the basis of likelihood and potential impact to the business net of any mitigating factors. Risks with the highest net ranking include the competitive environment that the Group operates in, and the identification of appropriate technologies and their deployment.

Locations

The Group has facilities in Sydney CBD (NSW), Melbourne, Brisbane, Perth, Adelaide and in New Zealand, Auckland and Wellington. All locations are leased, typically for 5 to 10 years. The College also operates in London, UK.

Employees

Full Time Equivalents (FTE) at June 2022 were 185 (June 21: 183), an increase of 2 FTE over the prior year.

Governors' report (continued)

Members

The members of The College of Law Limited described by category are:

| | |
|--------------------------------------|-----------|
| Foundation Ordinary Members | 10 |
| College Ordinary Members | 10 |
| Community Ordinary Members | 10 |
| Preferred Foundation Ordinary Member | 1 |
| Total | 31 |

The College of Law Limited is an unlisted public company, limited by guarantee with the liability of each member limited to \$10. Therefore the total liability is \$310.

Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2022 that has significantly affected, or may significantly affect:

- (a) the Group's operations in future financial years, or
- (b) the results of those operations in future financial years, or
- (c) the Group's state of affairs in future financial years.

Likely developments and expected results of operations

Further information on the likely developments in the operations of the Group and the expected results of operations have not been included in this annual financial report because the Governors believe it would be likely to result in unreasonable prejudice to the Group.

Environmental regulation

The Group's operations are not subject to any significant environmental regulations under either Commonwealth or State legislation.

Dividends

The Constitution of The College of Law Limited requires the income and property of the Group to be applied solely towards the promotion of its objectives and prohibits the distribution of dividends to its members.

Governors' benefit

Except for Governor fees, of which a pool to be applied to non-executive Governor remuneration is approved by members, no Governor has received or become entitled to receive a benefit in respect of their role as a Governor.

Governors' report (continued)

Indemnification of Officers and Auditors

During the financial year, the Group arranged Directors' and Officers' Liability and Professional Indemnity insurance cover that indemnifies current and former Governors, officers and employees for:

- (i) costs and expenses incurred by the relevant officers in defending proceedings, whether civil or criminal and whatever their outcomes; and
- (ii) other liabilities that may arise from their negligent acts, errors, omissions or defamatory statements occurring in the course of conducting The College business, with the exception of conduct involving a dishonest, fraudulent, criminal or malicious act or omission.

The College has agreed to contribute to the cost of this insurance. The contract of insurance prohibits disclosure of the amount of the premium.

The College has not otherwise, during or since the financial year, indemnified or agreed to indemnify an officer or auditor of The College against a liability incurred as such an officer or auditor.

Auditor's Independence Declaration

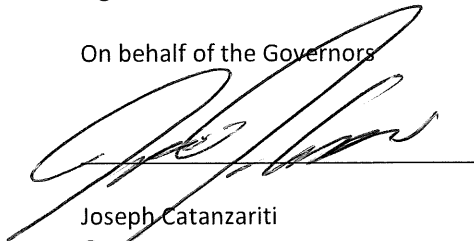
The auditor's independence declaration as required under section 60.40 of the *Australian Charities and Not for Profit Commission Act (ACNC) 2012* is included on page 13 of the financial report.

Auditor

PricewaterhouseCoopers continues in office as auditor in accordance with Section 327 of the *Corporations Act 2001*.

Signed in accordance with a resolution of the Governors as at 29 August 2022.

On behalf of the Governors



Joseph Catanzariti
Governor
29 August 2022



Neville Carter
Governor
29 August 2022



Auditor's Independence Declaration

As lead auditor for the audit of The College of Law Limited for the year ended 30 June 2022, I declare that to the best of my knowledge and belief, there have been no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of The College of Law Limited and the entities it controlled during the period.

A handwritten signature in black ink, appearing to read 'C Verhaeghe', written over a light blue horizontal line.

Christopher Verhaeghe
Partner
PricewaterhouseCoopers

Sydney
29 August 2022



Independent auditor's report

To the members of The College of Law Limited

Our opinion

In our opinion:

The accompanying financial report of The College of Law Limited (the Company) and its controlled entities (together the Group) is in accordance with Division 60 of the *Australian Charities and Not-for-profits Commission (ACNC) Act 2012*, including:

- (a) giving a true and fair view of the Group's financial position as at 30 June 2022 and of its financial performance for the year then ended
- (b) complying with Australian Accounting Standards and Division 60 of the *Australian Charities and Not-for-profits Commission Regulation 2013*.

What we have audited

The Group financial report comprises:

- the consolidated statement of financial position as at 30 June 2022
- the consolidated statement of comprehensive income for the year then ended
- the consolidated statement of changes in equity for the year then ended
- the consolidated statement of cash flows for the year then ended
- the notes to the consolidated financial statements, which include significant accounting policies and other explanatory information
- the governors' declaration.

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

Independence

We are independent of the Group in accordance with the ethical requirements of the Accounting Professional & 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.

Other information

The governors are responsible for the other information. The other information comprises the information included in the annual report for the year ended 30 June 2022, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

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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 on the other information that we obtained prior to the date of this auditor's report, 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 governors for the financial report

The governors are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Australian Charities and Not-for-profits Commission (ACNC) Act 2012* and for such internal control as the governors 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 governors 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 governors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the 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 at: http://www.auasb.gov.au/auditors_responsibilities/ar3.pdf. This description forms part of our auditor's report.

A stylized, handwritten signature of 'PricewaterhouseCoopers' in black ink.

PricewaterhouseCoopers

A stylized, handwritten signature of 'C Verhaeghe' in black ink.

Christopher Verhaeghe
Partner

Sydney
29 August 2022

Governors' declaration

For the financial year ended 30 June 2022

In the Governors' opinion:

- (a) the financial statements and related notes set out on pages 18 to 48 are in accordance with the *Australian Charities and Not for Profit Commission Act (ACNC) 2012*, including:
 - (i) complying with Accounting Standards and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the Group's financial position as at 30 June 2022 and its performance for the financial year ended on that date; and
- (b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

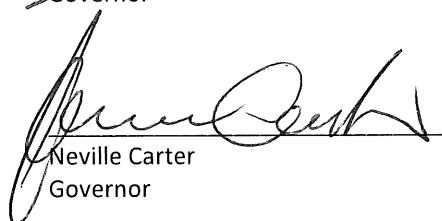
Note 1 confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

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

On behalf of the Governors



Joseph Catanzariti
Governor



Neville Carter
Governor

29 August 2022

Financial report for the financial year ended 30 June 2022

| Contents | Page |
|--|-------|
| Financial statements | |
| Consolidated statement of comprehensive income | 18 |
| Consolidated statement of financial position | 19 |
| Consolidated statement of changes in equity | 20 |
| Consolidated statement of cash flow | 21 |
| Notes to the consolidated financial statements | 22-48 |

These financial statements are the financial report of the Consolidated Entity (the Group) consisting of The College of Law Limited and the entities it controlled at the end of, or during the year ended 30 June 2022 ("financial year").

The College of Law Limited is an unlisted public company, limited by guarantee with the liability of each member limited to \$10, incorporated and domiciled in Australia.

Its principal place of business and registered office at:

Level 4, 570 George Street
Sydney
NSW 2000

A description of the nature of the Group's operations and its principal activities is included in the Governors' report on pages 1 to 12, which is not part of these financial statements.

The financial statements were authorised for issue by the Governors on 29 August 2022. The Governors have the power to amend and reissue the financial statements.

Consolidated statement of comprehensive income

For the year ended 30 June 2022

| | Note | 2022 \$ | 2021 \$ |
|---|------|---------------------|---------------------|
| Continuing operations | | | |
| Revenue | 4 | 67,727,210 | 75,110,673 |
| Other income | 5 | 1,414,898 | 1,396,878 |
| Total revenues | | <u>69,142,108</u> | <u>76,507,551</u> |
| Other net gain / (loss) | 6 | <u>(5,365,259)</u> | <u>19,754,491</u> |
| Consumables expense | | (834,894) | (775,819) |
| Employee benefits and contractors expense | | (42,270,801) | (43,300,926) |
| Depreciation and amortisation expense | 7 | (5,685,585) | (5,060,144) |
| Finance expense | | (950,115) | (844,313) |
| Consulting and professional fees expense | | (4,100,774) | (3,834,564) |
| Marketing and public relations expense | | (2,292,580) | (1,837,432) |
| Property expense | | (1,342,413) | (1,127,791) |
| Other expense | | (6,505,411) | (6,107,485) |
| Total expenses | | <u>(63,982,573)</u> | <u>(62,888,474)</u> |
| (Deficit) / Surplus before income tax | | (205,724) | 33,373,568 |
| Income tax expense | 8 | (184,554) | (197,680) |
| (Deficit)/ Surplus for the year | | <u>(390,278)</u> | <u>33,175,888</u> |
| Other comprehensive income | | | |
| Exchange differences on translation of foreign operations | | (107,290) | 16,327 |
| Other comprehensive (loss) / income for the year, net of tax | | <u>(107,290)</u> | <u>16,327</u> |
| Total comprehensive (loss)/ income for the year | | <u>(497,568)</u> | <u>33,192,215</u> |

In accordance with clauses 4 and 14 of the College's constitution, reserves and retained earnings are not available for distribution to the members.

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

Consolidated statement of financial position

As at 30 June 2022

| | Note | 2022 \$ | 2021 \$ |
|--|------|--------------------|--------------------|
| ASSETS | | | |
| Current assets | | | |
| Cash at bank and in hand | | 15,164,652 | 12,086,301 |
| Trade and other receivables | 9 | 14,957,548 | 20,070,739 |
| Financial assets - Term deposits | 10 | 7,465,821 | 14,462,724 |
| Financial assets at fair value through profit or loss | 11 | 121,687,982 | 127,442,997 |
| Other current assets | 12 | 1,999,793 | 2,079,791 |
| Total current assets | | 161,275,796 | 176,142,552 |
| Non-current assets | | | |
| Property, plant and equipment | 13 | 17,502,481 | 2,834,032 |
| Right of use of asset | 14 | 33,501,891 | 3,814,416 |
| Deferred tax assets | 15 | 52,487 | 31,450 |
| Intangible assets | 16 | 366,764 | 862,860 |
| Total non-current assets | | 51,423,623 | 7,542,758 |
| Total assets | | 212,699,419 | 183,685,310 |
| LIABILITIES | | | |
| Current liabilities | | | |
| Trade and other payables | 17 | 6,782,063 | 8,682,322 |
| Lease Liability | 14 | 2,660,390 | 1,796,109 |
| Tax liabilities | | 59,598 | 54,101 |
| Provisions | 18 | 6,578,679 | 6,162,711 |
| Deferred income | | 19,088,931 | 19,042,398 |
| Total current liabilities | | 35,169,661 | 35,737,641 |
| Non-current liabilities | | | |
| Lease Liability | 14 | 32,723,095 | 2,381,084 |
| Provisions | 18 | 537,919 | 800,273 |
| Total non-current liabilities | | 33,261,014 | 3,181,357 |
| Total liabilities | | 68,430,675 | 38,918,998 |
| Net assets | | 144,268,744 | 144,766,312 |
| EQUITY | | | |
| Reserves | 19 | (95,130) | 12,160 |
| Retained earnings | 20 | 144,363,874 | 144,754,152 |
| Equity attributable to The College of Law Limited | | 144,268,744 | 144,766,312 |
| Total equity | | 144,268,744 | 144,766,312 |

In accordance with clauses 4 and 14 of the College's constitution, reserves and retained earnings are not available for distribution to the members.

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

Consolidated statement of changes in equity
For the year ended 30 June 2022

| | Reserves | Retained earnings | Total equity |
|---|-----------------|--------------------------|---------------------|
| | \$ | \$ | \$ |
| Balance as at 01 July 2020 | (4,167) | 111,578,264 | 111,574,097 |
| Total comprehensive income for the year | 16,327 | 33,175,888 | 33,192,215 |
| Balance as at 30 June 2021 | 12,160 | 144,754,152 | 144,766,312 |
| Total comprehensive income for the year | (107,290) | (390,278) | (497,568) |
| Balance as at 30 June 2022 | (95,130) | 144,363,874 | 144,268,744 |

In accordance with clauses 4 and 14 of the College's constitution, reserves and retained earnings are not available for distribution to the members.

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

Consolidated statement of cash flows

For the year ended 30 June 2022

| | Note | 2022 \$ | 2021 \$ |
|--|------|--------------|--------------|
| Cash flows from operating activities | | | |
| Receipts from customers and the Government | | 77,610,368 | 77,478,015 |
| Payments to suppliers and employees | | (62,214,831) | (52,571,968) |
| Interest paid | | (934,658) | (332,866) |
| Income taxes paid | | (200,094) | (281,342) |
| Net cash inflow from operating activities | 21 | 14,260,785 | 24,291,839 |
| Cash flows from investing activities | | | |
| Interest received | | 87,930 | 178,539 |
| Payments for property, plant and equipment and intangibles | | (16,369,350) | (833,596) |
| Net proceeds from sale of property, plant and equipment | | 12,736 | 11,207 |
| Payments for business acquisition | | (109,146) | (53,748) |
| Funds placed on deposit | | (4,837,245) | (18,524,289) |
| Funds returned from deposit | | 11,834,148 | 17,013,069 |
| Investment in managed fund | | - | (20,000,000) |
| Franking credits received | | 290,799 | 323,058 |
| Net cash (outflow) from investing activities | | (9,090,128) | (21,885,760) |
| Cash flows from financing activities | | | |
| Lease liability repayments | | (1,993,313) | (3,034,394) |
| Net cash inflow from financing activities | | (1,993,313) | (3,034,394) |
| Net increase in cash and cash equivalents | | 3,177,345 | (628,315) |
| Cash and cash equivalents at the beginning of the financial year | | 12,086,301 | 12,697,691 |
| Effects of exchange rate changes on the balance of cash held in foreign currencies | | (98,994) | 16,925 |
| Cash and cash equivalents at the end of the financial year | | 15,164,652 | 12,086,301 |

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

Notes to the consolidated financial statements

30 June 2022

1. Summary of accounting policies

The principal accounting policies adopted in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented unless otherwise stated. The financial statements are for the Group consisting of The College of Law Limited and its controlled entities.

(a) Basis of preparation

The financial report has been prepared on the basis of historical cost except for the revaluation of certain non-current assets and financial instruments. Cost is based on the fair values of the consideration given in exchange for assets. The entity is a not-for-profit entity.

All amounts are denominated in Australian dollars, unless otherwise noted.

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, Urgent Issues Group Interpretations and the *Australian Charities and Not for Profit Commission (ACNC) Act 2012*.

(i) Compliance with IFRS

The consolidated financial statements of the Group also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

(ii) New and amended standards adopted by the Group

There are no standards that were available for early adoption.

(b) Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, management is required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods. Note that the estimates and associated assumptions are included in the relevant notes.

(c) Payables

Trade payables and other accounts payable are recognised when the Group becomes obliged to make future payments resulting from the purchase of goods and services.

(d) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

1. Summary of accounting policies (continued)

(e) Employee benefits

Provision is made for benefits accruing to employees in respect of wages and salaries, annual leave and long service leave, where it is probable that settlement will be required and they are capable of being measured reliably.

Provisions made in respect of employee benefits expected to be settled within 12 months are measured at their nominal values using the remuneration rate expected to apply at the time of settlement. Provisions made in respect of employee benefits which are not expected to be settled within 12 months are measured at their discounted values using the remuneration rate expected to apply at the time of settlement. The College does not have its own superannuation plan for employee retirement benefits. Employees nominate the fund into which the College's legal obligations for the superannuation guarantee levy are paid in addition to fixed amounts over and above this obligation directed by the individual staff member to contribute to their fund. All employer and employee contributions which are regarded as "Defined contribution plans" are paid from the employees' total remuneration package.

(f) Foreign currency

Foreign currency transactions

All foreign currency transactions during the financial year are brought to account using the exchange rate in effect at the date of the transaction. Foreign currency balance sheet items at reporting date are translated at the exchange rate existing at that date.

Exchange differences are recognised in the statement of comprehensive income in the period in which they arise except exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned or likely to occur, which form part of the net investment in a foreign operation, are recognised in the foreign currency translation reserve and recognised in the profit or loss on disposal of the net investment.

Foreign operations

On consolidation, the assets and liabilities of the Group's overseas operations are translated at exchange rates prevailing at the reporting date. Income and expense items are translated at the average exchange rates at the reporting date. Exchange differences arising, if any, are recognised in the foreign currency translation reserve, and recognised in profit or loss on disposal of the foreign operation.

(g) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except:

- (i) where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or
- (ii) for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

Cash flows are included in the cash flows statement on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified as operating cash flows.

The College of Law Limited

1. Summary of accounting policies (continued)

(h) Impairment of assets

At each reporting date, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in the statement of comprehensive income immediately, unless the relevant asset is carried at fair value, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised in the statement of comprehensive income immediately, unless the relevant asset is carried at fair value, in which case the reversal of the impairment loss is treated as a revaluation increase.

(i) Income Tax

The Commissioner of Taxation has granted The College of Law Limited with an exemption from income tax. Certain taxes however may be applicable within other jurisdictions outside Australia where income is derived in those jurisdictions.

Current tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or tax loss for the year. It is calculated using tax rates and tax laws that have been enacted or substantially enacted by the reporting date. Current tax for current and prior periods is recognised as a liability (or asset) to the extent that it is unpaid (or refundable).

Deferred tax

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax base of those items. In principle, deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised to the extent that it is probable that sufficient taxable amounts will be available against which deductible temporary differences or unused tax losses and tax offsets can be utilised. However, deferred tax assets and liabilities are not recognised if the temporary differences giving rise to them arise from the initial recognition of assets and liabilities (other than as a result of a business combination) which affects neither taxable income nor accounting profit.

1. Summary of accounting policies (continued)

(i) Income Tax (continued)

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in controlled entities and joint ventures except where the Group is able to control the reversal of the temporary differences and it is probable that the temporary differences will reverse in the foreseeable future.

Deferred tax assets arising from deductible temporary differences associated with these investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period(s) when the asset and liability giving rise to them are realised or settled, based on the tax rates (and tax laws) that have been enacted or substantially enacted by reporting date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax for the year

Current and deferred tax is recognised as an expense or income in the statement of comprehensive income, except when it relates to items credited or debited directly to equity, in which case the deferred tax is also recognised directly in equity, or where it arises from the initial accounting for a business combination, in which case it is taken into account in the determination of goodwill or excess.

(j) Intangible assets

Costs incurred in purchasing intangible assets and in developing significant intangible assets that will contribute to future period financial benefits through revenue generation and/or cost reduction are capitalised. Amortisation is calculated on a straight line basis based on the estimated useful life of the asset.

Customers and Intellectual property

Costs capitalised are the amounts paid plus the estimated contingent consideration, discounted at the College's notional cost of capital.

IT software

Costs capitalised are the external direct costs of materials, licences and services provided and for internal costs that meet the criteria for recognition as set out in AASB138 (Intangible Assets).

Work in progress

Costs capitalised for projects which are not yet operational are accounted in work in progress and are transferred to either intellectual property or software when the project becomes operational. Amortisation commences at the date the intangible asset becomes operational.

The following estimated useful lives are used in the calculation of amortisation:

- Customers and Intellectual property 5 years
- IT Software 1 – 3 years

1. Summary of accounting policies (continued)

(k) Property, plant and equipment and leasehold improvement

Plant and equipment, leasehold improvements are stated at cost less accumulated depreciation and impairment. Capital works in progress is stated at cost. Cost includes expenditure that is directly attributable to the acquisition of the item. In the event that settlement of all or part of the purchase consideration is deferred, cost is determined by discounting the amounts payable in the future to their present value as at the date of acquisition.

Depreciation is calculated provided on property, plant and equipment. Depreciation is calculated on a straight - line basis so as to write off the net cost or other revalued amount of each asset over its expected useful life to its estimated residual value. Leasehold improvements are depreciated over the period of the lease or estimated useful life, whichever is the shorter, using the straight line method. The estimated useful life, residual value and depreciation method is reviewed at the end of each annual reporting period.

The following estimated useful lives are used in the calculation of depreciation:

- Plant, furniture and equipment 2 – 10 years
- Motor vehicles 6 – 8 years
- Building improvements 5 – 25 years

Minor items of plant, furniture and equipment are not capitalised.

Work in Progress are those items of property plant and equipment that are in the course of being constructed. Once installed and ready for use they are reclassified into the appropriate category and depreciated in accordance with the above rate category.

(l) Trade and other receivables

Trade and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as receivables which are initially measured at fair value, and are subsequently measured at amortised cost using the effective interest rate method, less any allowance for expected credit losses.

For trade receivables, the Group applies the simplified approach permitted by AASB 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Tuition fees are generally payable before the commencement of a course. Certain student ancillary charges which are applied during a student's term are due for payment before graduation - the graduation certificate being held as security. An allowance account (provision for impairment of trade receivables) is used when there is objective evidence that the Group may not be able to collect all amounts due.

The amount of the impairment loss is recognised in the statement of comprehensive income within other expenses. When a trade receivable for which an impairment allowance has been recognised becomes uncollectible in a subsequent period, it is written off. Subsequent recoveries of amounts previously written off are credited against other expenses in the statement of comprehensive income.

1. Summary of accounting policies (continued)

(m) Financial assets

Classification

The Group classifies its financial assets in the following categories:

- Financial assets at fair value through profit or loss,
- Deposits with financial institutions.

The classification depends on the purpose for which the investments were acquired. Management determines the classification of its investments at initial recognition and re-evaluates this designation at the end of each reporting period.

Financial assets at fair value through profit or loss comprise of investment in managed funds designated by the Group as financial asset at fair value through profit or loss as it is managed and evaluated on a fair value basis in accordance with the investment strategy of the Group.

The deposits with financial institutions including short term deposits are presented in the statement of financial position as Term deposits.

Recognition and derecognition

Purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

Initial and subsequent measurement

At initial recognition, the Group measures a financial asset at its fair value. Financial assets at fair value through profit or loss are subsequently measured at fair value, with any gains or losses recorded in the statement of comprehensive income. Deposits with financial institutions are measured subsequently at amortised cost. However, given their short-term nature their fair values are not considered significantly different from their carrying amounts. Interest income from deposits with financial institutions are recorded in the statement of comprehensive income.

To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1: The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1. Investments in managed funds are characterised as level 1 only if the underlying investments of the fund are valued based on quoted prices from active markets.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. Investments in managed funds are characterised as level 2 if the fair values of the underlying investments of the fund are determined using valuation techniques that maximise use of observable market data, or the underlying investments include a mix of those valued using quoted prices from active markets and valuation techniques using observable data.

The College of Law Limited

1. Summary of accounting policies (continued)

(m) Financial assets (continued)

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Investments in controlled entities are recorded at cost.

Impairment

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated. Any impairment is recorded in the income statement.

(n) Revenue recognition

Rendering of services

Revenue is recognised in the year the seminar/course is run. Revenue is apportioned and calculated by the stage of completion if the seminar/course spans two financial periods. Revenue that is not recognised in the statement of comprehensive income, being not yet earned, is recorded on the statement of financial position as Current liabilities – Deferred income.

Managed fund

Investment through the managed fund is measured at fair value. Gains or losses arising from the changes in the fair value of investment are recognised in the period in which they arise. Distributions from the managed fund are recognised on a received basis.

Interest revenue

Interest revenue is recognised on a time proportionate basis that takes into account the effective yield on the financial asset.

Government grants

Government grants are assistance by the government in the form of transfers of resources to the Group in return for past or future compliance with certain conditions relating to the operating activities of the Group. Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and the grants will be received.

(o) Principles of consolidation

The consolidated financial statements are prepared by combining the financial statements of all the entities that comprise the consolidated Group, being the Company (the parent entity) and its controlled entities as defined in Accounting Standard AASB 127 '*Consolidated and Separate Financial Statements*'. A list of controlled entities appears in Note 25 to the financial statements. Consistent accounting policies are employed in the preparation and presentation of the consolidated financial statements.

The College of Law Limited

1. Summary of accounting policies (continued)

(o) Principles of consolidation (continued)

The consolidated financial statements include the information and results of each controlled entity from the date on which the Company obtains control and until such time as the Company ceases to control such entity.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred.

The investment in controlled entities is accounted for at cost in accordance with accounting standard requirements.

(p) Comparative information

Where necessary comparative amounts have been reclassified and repositioned for consistency with the current year accounting policy and disclosures. Further details on the nature and reason for the amounts that have been reclassified and repositioned for consistency with the current year accounting policy and disclosures, where considered material, are referred to separately in the financial statements or notes thereto.

(q) Leases

For the Group's lease arrangements, a right-of-use assets is recognised representing the Group's right to use the underlying asset and a lease liability representing the Group's obligation to make lease payments. There are optional exemptions for short term leases and leases of low value items.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, and subsequently at cost less any accumulated depreciation and impairment losses.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group:

- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk
- makes adjustments specific to the lease, e.g. term, country, currency and security.

2. Financial risk management objectives and policies

The Group's principal financial instruments are comprised of investments in a managed fund, cash, short-term deposits, receivables and payables.

The Group manages its exposure to key financial risks in accordance with board approved policies and procedures. The objective of these policies is to support the Group in delivering its objectives while protecting future financial security.

The main risks arising from the Group's financial instruments are:

- Market risk
- Credit risk
- Liquidity risk

2. Financial risk management objectives and policies (continued)

The Group uses various methods to measure and manage the risks to which it is exposed. These include:

- Monitoring the performance of the managed fund
- Monitoring levels of exposure to interest rates
- Monitoring assessments of forecast interest rates
- Monitoring future cash flows

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

The main components of market risk for the Group are investment value risk, interest rate risk, price risk and currency risk.

i) Investment value risk

Investment value risk refers to the risk that movements in investment value will affect financial performance by creating a fair value gain or loss.

ii) Interest rate risk

Interest rate risk refers to the risk that movements in variable interest rates will affect financial performance by reducing interest income. Interest rate risk arises from financial assets that are subject to floating interest rates. The Group's exposure to interest rates relates to its cash and term deposit holdings.

Due to its cash and deposit holdings, the Group does not have any bank overdraft facilities. The table below details the weighted average interest rate for the Group's cash and term deposit holdings as at 30 June.

| | 2022 | | 2021 | |
|-----------------------------|----------------------|-------------------|----------------------|-------------------|
| | Weighted | Balance | Weighted | Balance |
| | average | | average | |
| | interest rate | | interest rate | |
| | % | \$ | % | \$ |
| Financial assets | | | | |
| Cash – Non-interest bearing | - | 584,679 | - | 754,541 |
| Cash - Interest bearing | 0.01% | 14,579,973 | 0.06% | 11,331,760 |
| Term Deposits | 1.55% | 7,465,821 | 0.42% | 14,462,724 |
| | | <u>22,630,473</u> | | <u>26,549,025</u> |

Sensitivity analysis of interest rate risk

The interest rate sensitivity calculation is based on interest rate risk exposures in existence at balance date. A sensitivity of 100 basis points shift has been selected as this is considered reasonable given the current level of short-term Australian dollar interest rates. If interest rates increase or decrease by 1.0% then the Group's interest income will be impacted by \$74,658.

2. Financial risk management objectives and policies (continued)

Market risk (continued)

iii) Price risk

Price risk refers to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk). The Group manages price risk by investing in a managed fund and gets exposure to different asset classes and market sectors.

| | Principal subject to floating interest rate \$ | Principal subject to fixed interest rate \$ | Non-interest bearing \$ | Total \$ |
|-------------------------------------|---|--|-------------------------------|--------------------|
| 2022 | | | | |
| Financial assets | | | | |
| Cash | 14,579,973 | - | 584,679 | 15,164,652 |
| Term deposits | - | 7,465,821 | - | 7,465,821 |
| Trade receivables | - | - | 14,728,605 | 14,728,605 |
| Managed Funds | - | - | 121,687,982 | 121,687,982 |
| Other receivables | - | - | 228,943 | 228,943 |
| | <u>14,579,973</u> | <u>7,465,821</u> | <u>137,230,209</u> | <u>159,276,003</u> |
| Financial liabilities | | | | |
| Trade payables | - | - | (1,558,102) | (1,558,102) |
| Other payables | - | - | (4,404,366) | (4,404,366) |
| Current tax liabilities | - | - | (59,598) | (59,598) |
| Contractor superannuation liability | - | - | (819,595) | (819,595) |
| | <u>-</u> | <u>-</u> | <u>(6,841,661)</u> | <u>(6,841,661)</u> |
| 2021 | | | | |
| Financial assets | | | | |
| Cash | 11,331,760 | - | 754,541 | 12,086,301 |
| Term deposits | - | 14,462,724 | - | 14,462,724 |
| Trade receivables | - | - | 19,841,092 | 19,841,092 |
| Managed Funds | - | - | 127,442,997 | 127,442,997 |
| Other receivables | - | - | 229,647 | 229,647 |
| | <u>11,331,760</u> | <u>14,462,724</u> | <u>148,268,277</u> | <u>174,062,761</u> |
| Financial liabilities | | | | |
| Trade payables | - | - | (1,413,908) | (1,413,908) |
| Other payables | - | - | (4,168,414) | (4,168,414) |
| Current tax liabilities | - | - | (54,101) | (54,101) |
| Contractor superannuation liability | - | - | (3,100,000) | (3,100,000) |
| | <u>-</u> | <u>-</u> | <u>(8,736,423)</u> | <u>(8,736,423)</u> |

2. Financial risk management objectives and policies (continued)

Market risk (continued)

iv) Currency risk

Currency risk refers to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in exchange rates.

The Group is exposed to currency risk comprising of provision of services (and their subsequent payment) by the Australian parent entity, The College of Law Limited to its wholly owned New Zealand and United Kingdom controlled entities. The Group manages currency risk by monitoring exchange rates and minimising the balances outstanding. The Group is also exposed to currency risk in relation to the net assets of its foreign controlled entities.

The Group is also exposed to currency risk in relation to services provided by external parties in a currency other than Australian dollars. This risk is managed by the prompt payment of any services provided or by entering into foreign exchange forward contracts.

At balance date The College of Law Limited has the following exposure to foreign currency with the foreign controlled entities:

| | 2022 | 2021 | 2022 | 2021 |
|-------------------------------------|--------------|--------------|-------------|-------------|
| | NZ \$ | NZ \$ | £ | £ |
| Intercompany receivable / (payable) | 56,145 | 98,916 | - | 9,842 |
| Net assets | 4,005,198 | 3,538,327 | 487,299 | 1,153,641 |

Sensitivity analysis of currency risk

At 30 June 2022, if exchange rates had moved, as illustrated in the table below, with all other variables held constant, the surplus would have been affected as follows:

| | Post tax surplus | | Post tax surplus | |
|--------------------------------|-----------------------------|---------------|-----------------------------|---------------|
| | Increase/ (decrease) | | Increase/ (decrease) | |
| | 2022 | 2021 | 2022 | 2021 |
| | COL NZ | COL NZ | COL UK | COL UK |
| AUD exchange rate increase 10% | (334,144) | (307,329) | (77,672) | (194,639) |
| AUD exchange rate decrease 10% | 408,393 | 375,630 | 94,929 | 237,910 |

The analysis is based on foreign currency exchange rate variances that the Group considers to be reasonably possible at the end of the reporting year. The analysis only covers foreign currency monetary items and its net investment, and assumes that all other variables, in particular interest rates remain constant.

At 30 June 2022, the College had no forward exchange contracts.

2. Financial risk management objectives and policies (continued)

Credit risk

Credit risk refers to the loss that the Group would incur if a debtor or other counterparty defaulted under its contractual obligations. Credit risk would arise from the financial assets of the Group, which comprise term deposits and receivables.

The Group's exposure to credit risk on receivables is limited as the vast majority of Group revenues are received before the commencement of courses. A significant number of the Group's customers receive funding for their courses from the government both in Australia and New Zealand. As at 30 June 2022 the amount receivable from the Australian government represented 79% of total receivables (2021: 91%).

The Group's exposure to credit risk on term deposits is managed in accordance with Board approved policies and procedures. This policy is reviewed on a periodic basis. At 30 June 2022 all counter parties were noted A-1 or above by Standard and Poors.

Liquidity risk

Liquidity risk includes the risk that, as a result of the Group's operational liquidity requirements:

- The Group will not have sufficient funds to settle transactions on the due date
- The Group will be forced to sell financial assets at a value which is less than they are worth, or
- The Group may be unable to settle or recover a financial asset at all

To help reduce these risks, the Group has:

- A liquidity policy that spreads the maturity dates of term deposits
- Near and medium term cash forecasts to anticipate liquidity requirements

The following table details the Group's remaining contractual maturity for its financial liabilities. The table has been prepared based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay, except contingent consideration which is discounted at the College's cost of capital.

| | Less than 6 months | 6 to 12 months | 1 to 10 years | Total |
|-------------------------------------|-----------------------|-------------------|------------------|------------|
| | \$ | \$ | \$ | \$ |
| 2022 | | | | |
| Financial liabilities | | | | |
| Trade payables | 1,558,102 | - | - | 1,558,102 |
| Other payables | 4,398,116 | 6,250 | - | 4,404,366 |
| Lease liabilities | 1,202,890 | 1,457,500 | 32,723,095 | 35,383,485 |
| Current tax liabilities | 59,598 | - | - | 59,598 |
| Contractor superannuation liability | 819,595 | - | - | 819,595 |
| | 8,038,301 | 1,463,750 | 32,723,095 | 42,225,146 |
| 2021 | | | | |
| Financial liabilities | | | | |
| Trade payables | 1,413,908 | - | - | 1,413,908 |
| Other payables | 3,995,932 | 121,719 | 50,762 | 4,168,413 |
| Lease liabilities | 1,303,799 | 492,311 | 2,381,084 | 4,177,194 |
| Current tax liabilities | 54,101 | - | - | 54,101 |
| Contractor superannuation liability | - | 3,100,000 | - | 3,100,000 |
| | 6,767,740 | 3,714,030 | 2,431,846 | 12,913,616 |

2. Financial risk management objectives and policies (continued)

Fair value measurements

The Group holds its managed fund, cash and short-term deposits with counter-parties with a credit rating of at least A-1 or above. The Group does not invest in any instruments that are traded on either a quoted or unquoted market. The Group assesses that the carrying value of its financial assets and liabilities approximate their fair value.

3. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Income taxes

The Group estimates its tax liabilities, for its tax paying controlled entities, based on the Group's understanding of the tax law. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the year in which such determination is made.

(ii) Long service leave

The Group records a long service leave liability for all its employees who are entitled to long service leave. For those employees who do not have an unconditional entitlement to long service leave, the provision calculated for them is adjusted to 60% (2021: 60%) of the number, reflecting an estimation that certain employees will leave the Group before long service leave is payable.

(iii) Leases

Critical judgements in determining the lease term:

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option. Extension options are only included in the lease term if the lease is reasonably certain to be extended. The lease option will be agreed upon on the market rent at the date the options have been taken.

As at 30 June 2022, potential future cash outflows in relation to the options of the George Street Sydney property has not been included in the lease liability calculation, because management is not certain that these leases will be extended.

The lease term is reassessed if an option is actually exercised (or not exercised) or the group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee.

The College of Law Limited

4. Revenue

| | 2022 \$ | 2021 \$ |
|------------------------------|-------------------|-------------------|
| Legal training revenue | 67,242,255 | 74,348,032 |
| Conference and other revenue | 484,955 | 762,641 |
| Total revenue | <u>67,727,210</u> | <u>75,110,673</u> |

All revenues are recognised over time.

5. Other income

| | 2022 \$ | 2021 \$ |
|-------------------------------------|------------------|------------------|
| Gain / (loss) on disposal of assets | (2,510) | 11,207 |
| Government Grants | 1,417,408 | 1,385,671 |
| Total other income | <u>1,414,898</u> | <u>1,396,878</u> |

New Zealand Tertiary Education Commission grants of \$1,417,408 (2021: \$1,385,671) were recognised by the College of Law New Zealand, in relation to the tertiary funding program operating in that country.

6. Other net gain / (loss)

| | 2022 \$ | 2021 \$ |
|---|--------------------|-------------------|
| Interest income | 98,956 | 160,526 |
| Unrealised gain / (loss) on financial assets at fair value through profit or loss | (13,701,014) | 14,591,906 |
| Distributions received ¹ | 7,946,000 | 4,679,000 |
| Franking credit refund ² | 290,799 | 323,059 |
| Total other net gain / (loss) | <u>(5,365,259)</u> | <u>19,754,491</u> |

¹ All distributions received were fully reinvested.

² The College has received franking credits from earnings made by the Capital Reserve Fund. As a tax exempt entity in Australia, the College is entitled to a refund of these monies.

The College of Law Limited

7. Expenses

| | 2022 \$ | 2021 \$ |
|--|------------|------------|
| Profit before income tax expenses includes the following specific expenses: | | |
| <i>Depreciation</i> | | |
| Leasehold improvements | 948,649 | 836,015 |
| Lease depreciation | 3,512,130 | 3,093,009 |
| Plant and equipment | 723,106 | 541,568 |
| Motor vehicles | 11,374 | 11,374 |
| Total depreciation | 5,195,259 | 4,481,966 |
| <i>Amortisation</i> | | |
| Software amortisation | 117,024 | 191,489 |
| Customers and Intellectual property amortisation | 373,302 | 386,689 |
| Total amortisation | 490,326 | 578,178 |
| Depreciation and amortisation | 5,685,585 | 5,060,144 |
| <i>Foreign exchange losses</i> | 7,085 | 22,181 |
| <i>Net loss on disposal of property, plant and equipment</i> | 23,618 | - |
| <i>Rental expense relating to leases</i> | | |
| Lease depreciation | 3,512,130 | 3,093,009 |
| Interest expenses | 934,658 | 332,866 |
| Other lease related expenses | 241,863 | 528,838 |
| Total expense relating to leases | 4,688,651 | 3,954,713 |
| <i>Impairment losses - financial assets</i> | | |
| Trade receivables | 67,161 | 27,593 |
| Number of employees (FTE) | 185 | 183 |

8. Income tax expense

(a) Income tax expense

| | 2022 \$ | 2021 \$ |
|---|------------|------------|
| Current tax | 200,725 | 208,358 |
| Deferred tax | (21,037) | (14,307) |
| Adjustments for current tax of prior periods | 4,866 | 3,629 |
| | 184,554 | 197,680 |
| Income tax expense is attributable to: | | |
| Profit from continuing operations | 184,554 | 197,680 |
| Aggregate income tax expense | 184,554 | 197,680 |
| Deferred income tax expense included in income tax expense comprises: | | |
| Decrease/ (Increase) in deferred tax assets | (21,037) | (14,307) |

The College of Law Limited

8. Income tax expense (continued)

(b) Numerical reconciliation of income tax expense to prima facie tax payable

| | 2022 \$ | 2021 \$ |
|---|--------------|--------------|
| Profit from continuing operations before income tax expense | (205,724) | 33,373,568 |
| Less deficit / (surplus) from tax free operations | 827,836 | (32,772,071) |
| Surplus from taxable operations | 622,112 | 601,497 |
| Tax at the Australian tax rate of 30% (2021: 30%) | 186,633 | 180,449 |
| Tax effect of amounts which are not deductible (taxable) in calculating taxable income: | | |
| Entertainment | 717 | 34 |
| Accounting amortisation and other adjustments | 13,566 | 28,530 |
| GST on non-deductible entertainment | 3 | 34 |
| Foreign exchange differences | (8,298) | 525 |
| | 192,621 | 209,572 |
| Effect of different tax rates operating in other jurisdictions | (12,442) | (12,030) |
| Adjustments for current tax of prior periods | 4,376 | 138 |
| Income tax expense | 184,554 | 197,680 |

The tax rate used in the above reconciliation is the corporate tax rate of 30% payable by Australian corporate entities on taxable profits under Australian tax law. There has been no change in the corporate tax rate when compared with the previous reporting period.

9. Current assets - Trade and other receivables

No interest is charged on the trade receivables. Current trade receivables of the Group, with a nominal value of \$124,589 (2021: \$71,086), were impaired. The amount of the provision is \$124,589 (2021: \$57,428). Before accepting any new students, course fees must be paid in advance or a completed Department of Education Fee-Help application received.

| | 2022 \$ | 2021 \$ |
|---|------------|------------|
| Trade receivables | 14,853,194 | 19,898,520 |
| Provision for impairment of receivables | (124,589) | (57,428) |
| | 14,728,605 | 19,841,092 |
| Goods and services tax recoverable | 193,372 | 204,185 |
| Other receivables: | | |
| Interest receivable | 25,545 | 14,530 |
| Other accrued revenue | 10,026 | 10,932 |
| Total Trade and other receivables | 14,957,548 | 20,070,739 |

(a) Impaired trade receivables

| | | |
|--|-----------|----------|
| Ageing of receivables | | |
| 1 to 6 months | - | - |
| Over 6 months | 124,589 | 71,086 |
| Movement in the provision for impairment | | |
| Opening balance | (57,428) | (29,835) |
| Provision for impairment recognised during the year | (69,558) | (35,903) |
| Receivables written off as uncollectable during the year | 2,397 | 8,310 |
| Closing balance | (124,589) | (57,428) |

(b) Past due but not impaired

| | | |
|-----------------------|-----------|-----------|
| Ageing of receivables | | |
| Up to 3 months | 2,720,148 | 7,826,658 |
| 3 to 6 months | 1,294,811 | 389,337 |
| Over 6 months | 105,274 | 6,266 |
| | 4,120,233 | 8,222,261 |

10. Current assets – Financial Assets – Term deposits

| | 2022 \$ | 2021 \$ |
|--|------------|------------|
| Investments mature less than 3 months | - | 10,000,000 |
| Investments mature over 3 months | 7,465,821 | 4,462,724 |
| Term deposits held with financial institutions | 7,465,821 | 14,462,724 |

The College of Law Limited

11. Current assets – Financial assets at fair value through profit or loss

| | Level 1 \$ | Level 2 \$ | Level 3 \$ | Total \$ |
|----------------------------|---------------|---------------|---------------|-------------|
| At 30 June 2022 | | | | |
| Investment in managed fund | - | 121,687,982 | - | 121,687,982 |
| At 30 June 2021 | | | | |
| Investment in managed fund | - | 127,442,997 | - | 127,442,997 |

As at 30 June 2021 the fund value was \$127.44 million. At 30 June 2022 the fair value loss was \$5.75 million, thereby decreasing the fund to \$121.68 million.

12. Current assets – Other assets

| | 2022 \$ | 2021 \$ |
|--------------------|------------|------------|
| Prepayments | 1,921,632 | 2,001,630 |
| Works of art | 78,161 | 78,161 |
| Total other assets | 1,999,793 | 2,079,791 |

The College of Law Limited

13. Non-current assets – Property, plant & equipment

| | Leasehold Improvements \$ | Plant, furniture and equipment \$ | Motor Vehicles \$ | Capital work in progress \$ | Total \$ |
|--------------------------------|---------------------------------|---|-------------------------|--------------------------------------|-------------|
| At 1 July 2020 | | | | | |
| Cost or fair value | 4,831,198 | 4,048,717 | 90,988 | 125,084 | 9,095,987 |
| Accumulated depreciation | (2,240,532) | (3,049,545) | (10,473) | - | (5,300,550) |
| Net book amount | 2,590,666 | 999,172 | 80,515 | 125,084 | 3,795,437 |
| Year ended 30 June 2021 | | | | | |
| Opening net book amount | 2,590,666 | 999,172 | 80,515 | 125,084 | 3,795,437 |
| Exchange differences | - | (598) | - | - | (598) |
| Additions | 4,658 | 368,570 | - | 89,906 | 463,134 |
| Reclassification | - | 89,906 | - | (89,906) | - |
| Disposals | - | - | - | - | - |
| Depreciation | (836,015) | (541,375) | (11,373) | - | (1,388,763) |
| Closing net book amount | 1,759,309 | 915,675 | 69,142 | 125,084 | 2,869,210 |
| At 1 July 2021 | | | | | |
| Cost or fair value | 4,835,856 | 3,709,240 | 90,988 | 89,906 | 8,725,990 |
| Accumulated depreciation | (3,076,547) | (2,793,565) | (21,846) | - | (5,891,958) |
| Net book amount | 1,759,309 | 915,675 | 69,142 | 89,906 | 2,834,032 |
| Year ended 30 June 2022 | | | | | |
| Opening net book amount | 1,759,309 | 915,675 | 69,142 | 89,906 | 2,834,032 |
| Exchange differences | - | (2,526) | - | - | (2,526) |
| Additions | 13,394,965 | 3,055,355 | - | - | 16,450,320 |
| Write-off | - | - | - | (80,970) | (80,970) |
| Reclassification | - | - | - | - | - |
| Disposals | - | (15,246) | - | - | (15,246) |
| Depreciation | (948,649) | (723,106) | (11,374) | - | (1,683,129) |
| Closing net book amount | 14,205,625 | 3,230,152 | 57,768 | 8,936 | 17,502,481 |
| At 30 June 2022 | | | | | |
| Cost or fair value | 17,149,622 | 5,264,119 | 90,988 | 8,936 | 22,513,665 |
| Accumulated depreciation | (2,943,997) | (2,033,967) | (33,220) | - | (5,011,184) |
| Net book amount | 14,205,625 | 3,230,152 | 57,768 | 8,936 | 17,502,481 |

The College of Law Limited

14. Leases

The Group currently has eight office rental agreements. Other Group commitments were covered by the exception for short-term and low value leases.

The Balance Sheet shows the following amounts relating to leases:

| | 2022 | 2021 |
|-------------------------------|-------------------|------------------|
| | \$ | \$ |
| Right of Use of Assets | 33,501,891 | 3,814,416 |
| Lease Liabilities | | |
| Current | 2,660,390 | 1,796,109 |
| Non-current | 32,723,095 | 2,381,084 |
| | 35,383,485 | 4,177,193 |

Additions to the Right of Use Assets during the 2022 financial year were \$33,199,605 (2021: \$747,741).

The Income Statement shows the following amounts relating to leases:

| | 2022 | 2021 |
|---|-------------|-------------|
| | \$ | \$ |
| Depreciation charge of Right of Use Assets | 3,512,130 | 3,093,009 |
| Interest Expenses (included in finance cost) | 934,658 | 332,866 |

The total cash outflow for leases in 2022 was \$2,927,971 (2021: \$3,366,912).

15. Non-current assets – Deferred tax assets

| Movements - Consolidated | Employee benefits | Property, plant and equipment | IFRS 16 Leases adjustment | Bad debt provision | Total |
|--|--------------------------|--------------------------------------|----------------------------------|---------------------------|--------------|
| | \$ | \$ | \$ | \$ | \$ |
| At 1 July 2020 | 18,100 | 1,257 | (4,359) | 2,144 | 17,143 |
| (Charged)/credited to other comprehensive income | 11,335 | (4,407) | 7,341 | 39 | 14,307 |
| At 30 June 2021 | 29,435 | (3,150) | 2,982 | 2,183 | 31,450 |
| (Charged)/credited to other comprehensive income | 8,367 | (1,485) | 13,444 | 711 | 21,037 |
| At 30 June 2022 | 37,803 | (4,635) | 16,427 | 2,893 | 52,487 |

The College of Law Limited

15. Non-current assets – Deferred tax assets (continued)

| | 2022 \$ | 2021 \$ |
|--|---------------|---------------|
| Deferred tax assets expected to be recovered within 12 months | 52,487 | 31,450 |
| Deferred tax assets expected to be recovered after more than 12 months | - | - |
| | <u>52,487</u> | <u>31,450</u> |

16. Non-current assets – Intangible assets

| | Customers and Intellectual property \$ | Software \$ | Operating Rights \$ | Total \$ |
|--------------------------------|--|----------------|---------------------------|------------------|
| At 1 July 2020 | | | | |
| Cost or fair value | 700,670 | 3,790,932 | 496,672 | 4,988,274 |
| Accumulated amortisation | (289,099) | (3,484,419) | (179,164) | (3,952,682) |
| Net book amount | <u>411,571</u> | <u>306,513</u> | <u>317,508</u> | <u>1,035,592</u> |
| Year ended 30 June 2021 | | | | |
| Opening net book amount | 411,571 | 306,513 | 317,508 | 1,035,592 |
| Additions | 403,068 | 2,000 | - | 405,068 |
| Amortisation charge | (220,753) | (191,489) | (165,558) | (577,800) |
| Closing net book amount | <u>593,886</u> | <u>117,024</u> | <u>151,950</u> | <u>862,860</u> |
| At 1 July 2021 | | | | |
| Cost or fair value | 1,103,738 | 3,645,331 | 496,673 | 5,245,742 |
| Accumulated amortisation | (509,852) | (3,528,307) | (344,723) | (4,382,882) |
| Net book amount | <u>593,886</u> | <u>117,024</u> | <u>151,950</u> | <u>862,860</u> |
| Year ended 30 June 2022 | | | | |
| Opening net book amount | 593,886 | 117,024 | 151,950 | 862,860 |
| Additions | - | - | - | - |
| Exchange differences | (5,770) | - | - | (5,770) |
| Amortisation charge | (221,352) | (117,024) | (151,950) | (490,326) |
| Closing net book amount | <u>366,764</u> | <u>-</u> | <u>-</u> | <u>366,764</u> |
| At 30 June 2022 | | | | |
| Cost or fair value | 1,093,122 | 3,578,953 | 496,673 | 5,168,748 |
| Accumulated amortisation | (726,358) | (3,578,953) | (496,673) | (4,801,984) |
| Net book amount | <u>366,764</u> | <u>-</u> | <u>-</u> | <u>366,764</u> |

The acquisition resulted in the College recognising intangible assets representing customers and intellectual property. There was no goodwill at acquisition. There were no other assets acquired or liabilities assumed as part of the transaction.

The College of Law Limited

17. Current liabilities – Trade and other payables

| | 2022 \$ | 2021 \$ |
|-------------------------------------|------------|------------|
| Trade payables | 1,558,102 | 1,413,908 |
| Other payables: | | |
| Accrued expenses | 4,375,975 | 4,072,438 |
| Other taxes payable | 28,391 | 95,976 |
| Contractor superannuation liability | 819,595 | 3,100,000 |
| Total trade and other payables | 6,782,063 | 8,682,322 |

Fee-Help money is received from the Australian Federal Government on a fortnightly basis. It is based on an estimate of the number of students for each calendar year. It is applied against a student debt when the student reaches the appropriate census date. The credit periods granted by suppliers for payments are between 7 and 30 days. There are no interest penalty arrangements in place for late payments. The Group pays its suppliers within the agreed credit terms.

18. Provisions

| | At 1 July 2021 \$ | Annual Leave \$ | Long Service Leave \$ | Net movement (including charges to profit & loss) Utilisation within the year \$ | At 30 June 2022 \$ |
|------------------------------|-------------------------|-----------------------|-----------------------------|--|--------------------------|
| Current | | | | | |
| Employee benefits | 6,070,587 | 217,099 | 201,936 | - | 6,489,622 |
| Contingent consideration | 92,124 | - | - | (3,067) | 89,057 |
| Total current provisions | 6,162,711 | 217,099 | 201,936 | (3,067) | 6,578,679 |
| Non-current | | | | | |
| Employee benefits | 250,822 | - | (6,275) | - | 244,547 |
| Make good | 330,000 | - | - | (150,000) | 180,000 |
| Contingent consideration | 219,451 | - | - | (106,079) | 113,372 |
| Total non-current provisions | 800,273 | - | (6,275) | (256,079) | 537,919 |

i) Information about individual provisions

Employee benefits

The provision for employee benefits relates to the Group's liability for long service and annual leave.

Make good provision

The Group is required to restore various leased premises at their lease expiry. A provision has been recognised for the estimated expenditure to be incurred.

Contingent consideration

Provision for contingent consideration relates to the business acquisition.

The College of Law Limited

18. Provisions (continued)

ii) Amounts not expected to be settled within the next 12 months

| | 2022 | 2021 |
|--|-----------|-----------|
| | \$ | \$ |
| Leave obligations expected to be settled after 12 months | 3,377,834 | 3,194,290 |

The current provision for employee benefits includes accrued annual leave and long service leave.

The long service leave covers all unconditional entitlements where employees have completed the required period of service and also an estimation in relation to employees who have provided less than 5 years of service but who are expected to remain in employment.

The entire amount of the provision is presented as current, since the Group does not have an unconditional right to defer settlement for any of these obligations. However based upon past experience, the Group does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

19. Reserves

| | 2022 | 2021 |
|--------------------------|-----------|---------|
| | \$ | \$ |
| Balance 1 July | 12,160 | (4,167) |
| Movements for the period | (107,290) | 16,327 |
| Closing balance 30 June | (95,130) | 12,160 |

20. Retained earnings

| | 2022 | 2021 |
|--------------------------|-------------|-------------|
| | \$ | \$ |
| Balance 1 July | 144,754,152 | 111,578,264 |
| Net Surplus for the year | (390,278) | 33,175,888 |
| Closing balance 30 June | 144,363,874 | 144,754,152 |

The College of Law Limited

21. Reconciliation of surplus before tax to net cash inflow from operating activities for the year ended 30 June 2022

| | 2022 \$ | 2021 \$ |
|---|-------------|-------------|
| Surplus for the year | (390,278) | 33,175,888 |
| Add non-cash expenses: | | |
| Depreciation and amortisation expense | 5,685,585 | 5,060,144 |
| (Gain)/ Loss on sale - fixed assets | 2,510 | (11,207) |
| Adjust tax payment: | | |
| Add Income tax expenses | 184,554 | 197,680 |
| Less income tax paid by cash | (200,094) | (281,342) |
| Less investment revenue | 5,365,259 | (19,754,49) |
| Adjust interest income receivable | 11,026 | (18,013) |
| <u>Working capital movements</u> | | |
| (Increase) / decrease in current assets: | | |
| Trade and other receivables | 5,113,191 | 902,034 |
| Other current assets | 79,998 | (430,610) |
| Total movement in current assets | 5,193,189 | 471,424 |
| Increase / (decrease) in current liabilities: | | |
| Trade and other payables | (1,900,259) | 5,759,915 |
| Movement Provisions - Employee benefits | 412,760 | 782,810 |
| Movement Provisions - Make good provision | (150,000) | 154,394 |
| Movement in contingent liability | - | 124,225 |
| Deferred income | 46,533 | (1,369,588) |
| Total movement in current liabilities | (1,590,966) | 5,451,756 |
| Net cash inflow from operating activities | 14,260,785 | 24,291,839 |

Cash balances not available for use

The Group has various deposits placed as security for bank guarantees issued in favour of landlords of leases premises. At 30 June 2022 the amount of restricted deposits was \$4,253,090 (2021: \$1,627,825)

The College of Law Limited

22. Key management personnel compensation

The aggregate compensation of the key management personnel of the Group is set out below:

| | 2022 | 2021 |
|------------------------------|-----------|-----------|
| | \$ | \$ |
| Short-term employee benefits | 1,535,801 | 1,521,002 |
| Post-employment benefits | 119,952 | 115,773 |
| Other long-term benefits | 41,881 | 31,808 |
| Total compensation | 1,697,634 | 1,668,583 |

23. Remuneration of auditors

| | 2022 | 2021 |
|---|---------|---------|
| | \$ | \$ |
| Auditor of the Group – PwC and related network firms | | |
| <i>Audit and other assurance services</i> | | |
| Group audit and review of financial statements | 112,500 | 122,000 |
| Subsidiaries audit and review | 129,721 | 15,300 |
| <i>Other services</i> | | |
| Compliance engagements and business services | 42,451 | 30,555 |
| Total remuneration of PricewaterhouseCoopers | 284,666 | 167,855 |

The auditor of The College of Law Limited and its controlled entities: College of Law New Zealand Limited; College of Legal Practice Limited; COL Hold Co Pty Limited and COL SIN Private Limited is PricewaterhouseCoopers.

24. Commitments and contingencies

a) Expenditure commitments

| | 2022 | 2021 |
|---|--------|---------|
| | \$ | \$ |
| Within one year | 56,400 | 277,381 |
| Later than one year but not later than five years | - | - |
| | 56,400 | 277,381 |

b) Capital commitments

There are no contractual commitments for the purchase of property, plant and equipment or intangibles (30 June 2021: Nil).

c) Contingent liabilities

The Group did not have any contingent liabilities as at 30 June 2022 or 30 June 2021.

The College of Law Limited

25. Related party disclosures

The parent entity in the Group is The College of Law Limited and interests in controlled entities are set out in Note 26.

The College of Law Limited is a company limited by guarantee with the liability of each member limited to \$10 at 30 June 2022. The College of Law Limited had 31 members.

The Group does not have any related party transactions with parties outside the Group.

26. Controlled entities

| Name of Entity | Country of Incorporation | Ownership interest | |
|------------------------------------|--------------------------|--------------------|------------|
| | | 30 Jun 2022 | 30 Jun2021 |
| <i>Parent entity</i> | | | |
| The College of Law Limited | Australia | 0% | 0% |
| <i>Controlled entities</i> | | | |
| College of Law New Zealand Limited | New Zealand | 100% | 100% |
| COL Hold Co Pty Limited | Australia | 100% | 100% |
| COL SIN Private Limited | Singapore | 100% | 100% |
| College of Legal Practice Limited | United Kingdom | 100% | 100% |

27. Additional company information

The College of Law Limited is an unlisted public company, limited by guarantee with the liability of each member limited to \$10.

The College of Law Limited's Principal Registered Office and Principal Place of Business is Level 4, 570 George Street, Sydney, NSW 2000.

The Group did not seek an authority under the Charitable Fundraising Act 1991 (NSW) for any fund raising activities during the year.

28. Contingencies

a) Deeds of guarantee and insurance

The College of Law Limited has provided to its Governors a Deed of Indemnity, Insurance and Access in relation to their duties as a Governor.

29. Parent entity financial information

a) Summary financial information

| | 2022 | 2021 |
|-----------------------------------|-------------|-------------|
| | \$ | \$ |
| Balance sheet | | |
| Current assets | 154,761,704 | 168,900,579 |
| Total assets | 214,550,589 | 182,917,497 |
| Current liabilities | 32,614,317 | 35,874,644 |
| Total liabilities | 65,564,203 | 38,621,633 |
| Retained earnings | 148,986,384 | 144,295,864 |
| Surplus for the year | 4,690,520 | 33,114,138 |
| Total comprehensive income | 4,690,520 | 33,114,138 |

29. Parent entity financial information (continued)

b) Guarantees entered into by the parent entity

The College of Law Limited has provided to its Governors and Officers a Deed of Indemnity, Insurance and Access in relation to their duties as a Governor.

c) Contingent liabilities of the parent entity

The parent entity did not have any contingent liabilities as at 30 June 2022 or 30 June 2021.

d) Contractual commitments for the acquisition of property, plant and equipment and intangibles

As at 30 June 2022, the parent entity had contractual commitments for the acquisition of property, plant or equipment of \$1,216,665 (30 June 2021: nil), and commitments for the acquisition of intangible assets of nil (30 June 2021: nil).

30. Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2022 that has significantly affected, or may significantly affect:

- (a) the Group's operations in future financial years, or
- (b) the results of those operations in future financial years, or
- (c) the Group's state of affairs in future financial years.