

ABN 20 001 034 117

Annual Report

&

Financial Statements

For the year ended 30 June 2025

To be presented at the

Annual General Meeting

in the RSL Club Auditorium, Batlow

Sunday, 30 November 2025 at 10:30am

BATLOW R S L CLUB LTD (ACN 001 034 117)

BATLOW RSL CLUB LIMITED Notice of Annual General Meeting And Special Resolution

NOTICE is hereby given of the Annual General Meeting of the **Batlow RSL Club Ltd** to be held on **Sunday 30 November 2025** commencing at the hour of 10.30am at the premises of the Batlow RSL Club, 6 Mayday Road, Batlow, New South Wales.

AGENDA

Business:

- 1. Welcome.
- Apologies.
- To receive and consider the Minutes of the Annual General Meeting of the Batlow RSL Club held on Sunday, 17 November 2024.
- 4. To receive and consider:
 - i. the financial report of the Club for the financial year ending 30 June 2025;
 - ii. the directors' report for the financial year ending 30 June 2025;
 - iii. the auditor's report for the financial year ending 30 June 2025.
- 5. To declare the results of the election of the Board and/or conduct any further election as may be required by the Club's Constitution.
- 6. To discuss any other business properly brought forward of which due notice has been given.
- To consider and if thought fit pass the Special Resolution set out below.
- 8. Other General Business.

SPECIAL RESOLUTION

[The Special Resolution is to be read in conjunction with the notes to members set out below.]

That the Constitution of Batlow RSL Club Ltd be amended by:

- (a) inserting the following new Rules 2.5 and 2.6 as follows:
 - "2.5 Every member is bound by and must comply with the Constitution, and By-Laws of the Club and any other applicable determination, resolution or policy which may be made or passed by the Board.
 - 2.6 The Constitution and By-laws of the Club have effect as a contract between:
 - (a) The Club and each member; and
 - (b) the Club and each director:

- (c) each member and each other member,
- under which each person agrees to observe and perform the Constitution and By-laws so far as they apply to that person."
- (b) inserting the following new definitions in Rule 3.1 and renumbering the existing provisions accordingly:
 - "AML/CTF Act" means the Anti-Money Laundering and Counter Terrorism Financing Act 2006. Any reference to a provision of the AML/CTF Act includes a reference to the same or similar provision in any legislation replacing, amending or modifying the AML/CTF Act however that provision may be amended in that legislation.
 - (c) "Biennial General Meeting" means the Annual General Meeting of the Club held in the year 2015 (which was the first Biennial General Meeting) and every second Annual General Meeting thereafter, being the meeting at which the Board of Directors is to Retire and a new Board of Directors is appointed being elected in accordance with this Constitution.
 - (h) "Director Identification Number" means the number that is referred to by the same words in section 1272C of the Act that a member of the Club must have before that member can be elected or appointed to office as a director of the Club.
 - (i) "Financial and financial member" means a member who has renewed their membership by the relevant due date and/or has paid any annual subscription, levy or other payments owing to the Club.
 - (m) **"Liquor or Gaming Policy"** means any determination or policy made by the Club for the purpose of implementing and/or enforcing gaming or liquor harm minimisation.
 - (o) "Non-Financial member" means a member who has not renewed their membership by the relevant due date and/or has not paid all joining fees, subscriptions, levies and other payments to the Club by the relevant due dates.
 - (q) "Quarter" means a period of 3 months, ending on 31 March, 30 June, 30 September or 31 December."
- (c) deleting Rule 3.2 and renumbering the remaining provision accordingly.
- (d) **deleting** Rule 4.1(d) and in its place **inserting** the following new Rule 4.1(d):
 - "(d) To, subject to the Registered Clubs Act, give sell mortgage, hire lease or otherwise dispose of the property of the Club or any part or parts thereof."
- (e) **deleting** Rule 8 and in its place **inserting** the following new Rule 8:
 - "8.1 If the Club is wound up or dissolved and after the satisfaction of all the Club's debts and liabilities, any property whatsoever remains, that property shall:
 - (a) not be transferred, paid to or distributed among the members;
 - (b) be given or transferred to an institution or institutions having objects similar to the objects of the Club and which prohibit the distribution of its or their income and property amongst its or their members to an extent at least as great as is imposed on the Club.
 - 8.2. The institution or institutions referred to in Rule 8.1(b) shall be determined by:
 - (a) the members of the Club in general meeting (by ordinary resolution) at or before the time of dissolution; or in default thereof;
 - (b) the Supreme Court of New South Wales."
- (f) **inserting** the following new Rules 10.7 to 10.9:

"10.7 Under the AML/CTF Act the Club:

- (a) is a reporting entity;
- (b) provides a designated service to its members and patrons;
- (c) may be required to carry out such enquiries of members and other patrons, as considered necessary by the Club, to verify the member or patrons' identity; and
- (d) may be required to undertake "enhanced due diligence" of certain members and patrons, in certain circumstances.
- 10.8 In Rule 10.7 "enhanced due diligence" means implementing measures including but not limited to obtaining more detailed information about the member or patron and verifying the nature of any business relationship, the source of funds, source of wealth and conducting more frequent and thorough monitoring of the member or patron's transactions within the Club.
- 10.9 Notwithstanding any other provision of this Constitution, the Club has power to implement and enforce:
 - (a) its obligations under the AML/CTF Act; and
 - (b) any Liquor or Gaming Policy,

which may include preventing anyone (including members) from entering or remaining on any of the premises or any part of the premises of the Club and the provisions of Rule 21 and the principles of procedural fairness and natural justice shall not apply to the exercise of such power.

- (g) inserting into Rules 11.14 and 30.1(c)(iii) after the words "Pensioner member" the words "or 40 year member".
- (h) deleting from Rule 12.2 the words "and address".
- (i) **deleting** from Rule 13.2 the words "within six (6) weeks from the date of the nomination form being given to the Secretary or should that person's application for membership be refused (whichever is the sooner)".
- (j) inserting the following new Rule 13.5:
 - "13.5 The Secretary or senior employee then on duty may refuse a Provisional member admission to the Club's premises or terminate the membership of any Provisional member at any time without notice and without having to provide any reason. If the membership of a provisional member is terminated in accordance with this Rule, the Club must return any joining fee and annual subscription (if any) paid by the Provisional member when applying for membership of the Club."
- (k) inserting new Rule 15.3 and renumbering the remaining provisions accordingly:
 - "15.3 A person may be admitted to Temporary membership for a period of up to, but not exceeding seven (7) consecutive days (or such longer period as approved by the relevant regulatory body). A person admitted to Temporary membership under this rule shall only be required to enter their relevant details in the register of Temporary members referred to in Rule 19.1(c) on the first day that they enter the Club's premises during that period."
- (l) deleting renumbered Rule 15.6 and in its place inserting the following new Rule 15.6:
 - "15.6 The Secretary or senior employee then on duty may refuse a person admission to the Club as a Temporary member and/or terminate the membership of any Temporary member at any time without notice and without having to provide any reason."
- (m) deleting Rule 16.4 and in its place inserting the following new Rule 16.4:
 - "16.4 Every application for Full membership of the Club (which shall be a proposal for Full membership by the applicant) shall be in writing either in hard form or created electronically and shall be in such form as the Board may prescribe and shall contain the following particulars:

- (a) full name of the applicant;
- (b) the residential address of the applicant;
- (c) the date of birth of the applicant;
- (d) the telephone number of the applicant;
- (e) the email address of the applicant;
- (f) a statement to the effect that the applicant agrees to be bound by and comply with the Constitution and By-laws of the Club and any other determination, resolution or policy which may be made or passed by the Board;
- (g) the signature of the applicant; and
- (h) other particulars as may be prescribed by the Board from time to time."
- (n) inserting at the beginning of Rule 16.5 the words "Except in the case of an electronic application for membership".
- (o) inserting the following new Rule 16.6 and renumbering the remaining provisions accordingly:
 - "16.6 Persons wishing to join the Club shall be able to make an application for membership of the Club online by using electronic means in such manner as may be determined by the Board by By-Law from time to time."
- (p) deleting renumbered Rules 16.9 to 16.11 and inserting the following new Rules 16.9 to 16.12:
 - "16.9 The full name of each applicant for Full membership, whether it is in hard form or created electronically, shall be placed on the Club Notice Board and shall remain on the Club Notice Board for not less than seven (7) days.
 - 16.10 An interval of at least fourteen (14) days shall elapse between the deposit at the office of the nomination form (including an electronic nomination form in accordance with Rule 16.6) of a person for election and the election of that person to Full membership of the Club.
 - 16.11 The Club shall not be required to notify a person if they have been elected to membership If a person fails to be elected to Full membership the Secretary shall cause any joining fee and subscription paid by the person to be returned to that person.
 - 16.12 A candidate for membership who has their application for membership rejected by the Board (unless such rejection was based on false information supplied to the Board) shall not be able to lodge a further nomination for membership within the period of 12 months from the date that their application for membership was rejected."
- (q) **deleting** Rule 17.1 and in its place **inserting** the following new Rule 17.1:
 - "17.1 For the purposes of section 30(2B) of the Registered Clubs Act, the Board shall determine the joining fees, subscriptions, levies and other payments payable by members of the Club."
- (r) **deleting** from Rule 17.3 the words "provided that it is not less than \$2.00 (excluding Goods & Services Tax) or such other minimum subscription provided from time to time by the Registered Clubs Act."
- (s) inserting into Rules 17.5 and 17.6 the words "(if any)" after the word "subscription".
- (t) inserting into Rule 17.7 the words "(if any)" after the word "subscriptions".
- (u) **deleting** the first sentence of Rule 18.1 and in its place **inserting** the following sentence "Notwithstanding any Rule contained in this Constitution, a Non-Financial member shall not be entitled to:"
- (v) deleting Rule 19.1(a)(ii) and renumbering the remaining provisions accordingly.

- (w) inserting at the beginning of Rule 19.1(a)(iv) the following words "for the purposes of the Registered Clubs Act only,".
- (x) deleting Rule 19.1(b) and in its place inserting the following new Rule 19.1(b):
 - "(b) A register of persons who are Honorary members (other than those persons admitted to Honorary membership pursuant to Rule 14.1(c)) which shall be kept in accordance with Sections 31(1) (b) of the Registered Clubs Act. This register shall set forth in respect of each of those members:
 - (a) the name in full or the surname and initials; and
 - (b) the address."
- (y) deleting Rules 20 and 20.1 and in their place inserting the following new Rules 20 and 20.1:

"20. NOTIFICATION TO CLUB REGARDING CHANGE IN MEMBER'S DETAILS

- 20.1 Every member must advise the Secretary of any change to their contact details (including address, email address and telephone number) within seven (7) days of the change to their details."
- (z) inserting after Rule 21.1 the following new Rule 21.1A:
 - 21.1A Any use of any social media or other electronic communication by a member or their guest that is or can be construed by the Club as:
 - (a) negative about the Club or any of its facilities, amenities, services, strategies, employees, officers or members, will be conduct prejudicial to the interests of the Club; or
 - (b) impinging or intruding upon the privacy of any employees, officers, members or guests of the Club, will be conduct unbecoming a member of the Club.
- (aa) inserting the following new Rule 21.2(a)(ii) and renumbering the remaining provision accordingly:
 - "(ii) the particulars of the charge, including the alleged facts and circumstances which give rise to the charge against the member."
- (bb) deleting Rule 21.2(b) and in its place inserting the following new Rule 21.2(b):
 - "(b) The member charged shall be notified of the matters in paragraph (a) of this Rule 21.2 by notice in writing seven (7) days before the meeting of the Board at which the charge is to be heard."
- (cc) inserting the following new Rules 21.2(c)(iii):
 - "(iii) call witnesses provided that:
 - (1) if a proposed witness fails to attend the hearing or provide evidence at the hearing, the Board can still hear and determine the charge; and
 - (2) the Club cannot and will not enforce any person (including a member) proposed by the member charged as a witness to attend and provide evidence at the hearing. The member charged must act in an appropriate manner at the meeting (and in particular and without limitation, the member must not act in an offensive or disruptive manner)."
- (dd) inserting the following new Rules 21.2(d) and 21.2(e) and renumbering the remaining provisions accordingly:
 - "(d) If the chairperson determines (in their absolute discretion) that the member charged is not acting in an appropriate manner, the chairperson may issue the member charged with a warning regarding the member's conduct and advise the member that if the member fails to comply with the warning, the member may be asked to leave the meeting and the Board will continue to consider and deal with the charge in the absence of the member.

- (e) If the member charged does not comply with the warning given in accordance with paragraph (d) of this Rule, the chairperson (in their absolute discretion) may exclude the member charged from the meeting and continue to consider and deal with the charge in his or her absence."
- (ee) **deleting** renumbered Rules 21.2(h), (i) and (j) and **inserting** the following new Rules 21.2(h), (i), (j), (k) and **renumbering** the remaining provisions accordingly:
 - "(h) After the Board has considered the evidence put before it, the Board may:
 - (i) immediately come to a decision as to the member's guilt in relation to the charge; or
 - (ii) advise the member that the Board requires additional time to consider the evidence put before it in order to determine whether or not the member is guilty of the charge.
 - (i) After the Board has come to a decision as to the member's guilt in relation to the charge it must:
 - (i) in the case of a decision under Rule 21.2(h)(i) of this Rule, immediately inform the member of the Board's decision; or
 - (ii) in the case of a decision under Rule 21.2(h)(ii), inform the member of the Board's decision in writing within seven (7) days of the date of the decision of the Board.
 - (j) If the member charged has been found guilty the member must be given a further opportunity to address the Board in relation to an appropriate penalty for the charge of which the member has been found guilty. The Board shall in its absolute discretion, determine whether or not the member will address the issue of penalty:
 - (i) at the meeting or otherwise; and
 - (ii) by way of verbal or written submissions or a combination thereof.
 - (k) After the Board has made a decision on the issue of penalty, the Board must advise the member of its decision."
- (ff) deleting from renumbered Rule 21.2(l) the words "by secret ballot".
- (gg) inserting new Rule 21.2(o) as follows:
 - "(o) The Board may authorise the Secretary and other persons to attend the meeting to assist the Board in considering and dealing with the charge but those persons shall not be entitled to vote at the meeting."
- (hh) inserting above Rule 21.3 the following new heading:

"PROVISIONAL SUSPENSION PENDING DISCIPLINARY HEARING"

(ii) inserting above Rule 21.4 the following new heading and deleting Rules 21.4, 21.5 and 21.6 and in their place inserting the following new Rules 21.4, 21.5, 21.6, 21.7 and 21.8:

"ADDITIONAL DISCIPLINARY POWERS OF SECRETARY"

- 21.4 If, in the opinion of the Secretary (or his or her delegate), a member has engaged in conduct that is unbecoming of a member or prejudicial to the interests of the Club, then the Secretary (or his or her delegate) may suspend the member from some or all rights and privileges as a member of the Club for a period of up to twelve (12) months.
- 21.5 In respect of any suspension pursuant to Rule 21.4, the requirements of Rule 21.2 shall not apply.
- 21.6 If the Secretary (or his or her delegate) exercises the power pursuant to Rule 21.4, the Secretary (or his or her delegate) must notify the member (by notice in writing) that:
 - (a) the member has been suspended as a member of the Club; and

- (b) the period of suspension;
- (c) the privileges of membership which have been suspended; and
- (d) if the member wishes to do so, the member may request by notice in writing sent to the Secretary, the matter be dealt with by the Board pursuant to Rule 21.2.
- 21.7 If a member submits a request under 21.6(d):
 - (a) the member shall remain suspended until such time as the charge is heard and determined by the Board; and
 - the Club must commence disciplinary proceedings against the member in accordance with the requirements of Rule 21.2;
 - (c) the determination of the Board in respect of those disciplinary proceedings shall be in substitution for and to the exclusion of any suspension imposed by the Secretary (or his or her delegate).
- 21.8 This Rule 21 applies to Full members only and it does not limit or restrict the Club from exercising the powers contained in Rule 24 of this Constitution and the powers contained in section 77 of the Liquor Act."
- (jj) inserting the following new Rule 22.5:
 - "22.5 This Rule 22 applies to Full members only and it does not limit or restrict the Club from exercising the powers contained in Rules 21.4 or 24 of this Constitution and the powers contained in section 77 of the Liquor Act."
- (kk) deleting Rule 24.1(c) and in its place inserting the following new Rule 24.1(c):
 - "(c) whose presence on the premises of the Club renders the Club or the Secretary liable to a penalty under the Registered Clubs Act, the Liquor Act and any other applicable law."
- (II) deleting Rule 24.1(f) and in its place inserting the following new Rule 24.1(f):
 - "(f) who uses, or has in his or her possession, while on the premises of the Club any substance that the Secretary or an employee exercising this power suspects of being a prohibited drug or prohibited plant."
- (mm) inserting into Rule 24.1(g) the word "by-law" after the words "club licence".
- (nn) deleting from Rule 25.4 the words "by the Club".
- (00) deleting Rule 28.2 and in its place inserting the following new Rule 28.2:
 - "28.2 The Board shall comprise a maximum of seven (7) Directors being a President, a Vice President and up to five (5) other directors."
- (pp) inserting into Rule 28.5(a) the words "or appointment" after the words "or election".
- (qq) inserting the following new Rules 28.5(g) and 28.5(h) and renumbering the remaining provisions accordingly:
 - "(g) is disqualified or prohibited from being a director by reason of any order or declaration made under the Act, Liquor Act, Registered Clubs Act or any other applicable legislation.
 - (h) is of unsound mind or whose person or estate is liable to be dealt with any way under the law relating to mental health."
- (rr) inserting the following new Rule 28.6:

- "28.6 A member shall not be entitled to be elected or appointed to the Board if he or she does not hold a Director Identification Number on the proposed date of election or appointment to the Board."
- (ss) deleting from Rules 30.1(b), 30.1(l) and 30.1(s) the word "Annual" and in its place inserting the word "Biennial".
- (tt) inserting the following new Rule 30.4:
 - "30.4 The election of the Board (including without limitation, the results of the election of the Board) shall not be invalidated or voided if the procedure set out in Rule 30 is not strictly complied with provided there is no substantive injustice for any candidates."
- (uu) **deleting** Rules 31.1, 31.2 and 31.3 and in their place **inserting** the following new Rule 31.1 and **renumbering** the remaining provisions accordingly:
 - "31.1 Any person who is elected or appointed to the Board, must, unless exempted, complete such mandatory training requirements for directors as required by the Regulations made under the Registered Clubs Act."
- (vv) inserting the following new Rule 32.3(a) and renumbering the remaining provisions accordingly:
 - "(a) delegate any of its powers to directors, members, employees, committees, Sub clubs or any combination thereof."
- (ww) inserting the following new Rule 32.3(h) and renumbering the remaining provisions accordingly:
 - "(h) issue requests and directions to members which may be reasonably required for the proper conduct and management of the Club."
- (xx) inserting the following new Rule 32.10 and renumbering the remaining provisions accordingly:
 - "32.10 The Board will have the power to dissolve committees or remove committee members from office."
- (yy) inserting the following new Rule 32.11(f):
 - "(f) dissolve Sub clubs or remove committee members from office of Sub clubs."
- (zz) inserting the following new Rule 32.18 and renumbering the remaining provisions accordingly:
 - "32.18 All assets in the possession and control of a Sub club (including cash reserves) are owned by the Club."
- (aaa) deleting from Rule 33.1 the words "calendar month" and in their place inserting the word "Quarter".
- (bbb) deleting Rule 33.9 and in its place inserting the following new Rules 33.9 and 33.10:
 - "33.9 In addition to Rule 33.8, a resolution may be passed by the Board if the proposed resolution is emailed to all directors and all directors agree to the proposed resolution by sending a reply email to that effect. The resolution shall be passed when the last director sends their email agreeing to the resolution.
 - 33.10 A meeting of the Board may be called or held using any technology provided that the technology used for the meeting gives the directors, as a whole, a reasonable opportunity to participate in the meeting, including a reasonable opportunity to exercise the right to speak at the meeting and to vote at the meeting in real time."
- (ccc) deleting the heading Rule 34 and inserting the following new heading:

"MATERIAL PERSONAL INTERESTS OF DIRECTORS"

- (ddd) deleting from Rule 34.1 the words "and in accordance with Section 41C of the Registered Clubs Act."
- (eee) **deleting** Rules 34.2 to 34.6 inclusive and in their place **inserting** the following new Rule 34.2:

- "34.2 Notwithstanding anything contained in the Act, a director who has a material personal interest in a matter that is being considered at a meeting of the Board, or of the directors of the Club:
 - (a) Must not vote on the matter; and
 - (b) must not be present while the matter is being considered at the meeting."
- (fff) deleting Rules 35 and 36 and in their place inserting the following new Rules 35 and 36:

"35. REGISTERED CLUBS ACCOUNTABILITY CODE

- 35.1 The Club (including the Board and all top executives) must comply with the requirements of the Registered Clubs Accountability Code (as amended from time to time)."
- 36. DELETED."
- (ggg) inserting the following new Rule 38.1(a) and renumbering the remaining provisions accordingly:
 - "(a) dies;"
- (hhh) deleting renumbered Rules 38.1(e) and (f) and in their place inserting the following new Rules 38.1(e) and (f):
 - "(e) is absent from meetings of the Board for a continuous period of ninety (90) days (calculated from the last meeting of the Board attended) without the prior written consent of the Board unless the Board determines that their office is not vacant as a result of that absence.
 - (f) by notice in writing resigns from office as a director."
- (iii) inserting the following new Rules 38.1(l) to (r) inclusive:
 - "(l) was not eligible to stand for or be elected or appointed to the Board.
 - (m) ceases to hold the necessary qualifications to be elected or appointed to the Board.
 - (n) is convicted of an indictable offence (unless no conviction is recorded).
 - (o) is not a financial member of the Club.
 - (p) is found guilty of a disciplinary charge and suspended from membership of the Club for a period exceeding three (3) months.
 - (q) is removed from office as a director in accordance with the Act and this Constitution.
 - (4) does not hold a Director Identification Number (unless exempted from doing so)."
- (jjj) deleting Rule 39.4 and in its place inserting the following new Rule 39.4:
 - "39.4 Subject to this Rule 39, the Board must call and arrange to hold a general meeting of the Club on the request of members with at least 5% of the votes that may be cast at the general meeting."
- (kkk) inserting at the beginning of Rule 39.8(c) the following words "in the case of a Biennial General Meeting".
- (III) inserting the following new Rules 39.19 and 39.20 and renumbering the remaining provisions accordingly:
 - "39.19 (a) Despite Rules 39.15 to 39.18, the Board of the Club may, by resolution, elect any individual present (including a non-member of the Club) to chair a general meeting of the Club (or any part of it).
 - (b) A person elected under Rule 39.19(a) who is not a member of the Club is not entitled to vote at the general meeting.
 - 39.20 The Chairperson:

- (a) is responsible for the conduct of the general meeting; and
- (b) shall determine the procedures to be adopted and followed at the meeting;
- (c) may refuse a member admission to a general meeting or require a member to leave a general meeting if in his or her opinion, the member is not complying with reasonable directions and/or is acting in an offensive and disruptive manner at the meeting."

(mmm) deleting the heading above renumbered Rule 39.39 and in its place inserting the following new heading:

"ADJOURNMENT AND USE OF TECHNOLOGY FOR GENERAL MEETINGS"

(nnn) inserting the following new Rules 39.43 to 39.46 inclusive:

- "39.43 The Board may cancel or postpone any general meeting prior to the date on which it is to be held, except where such cancellation or postponement would be contrary to the Act. The Board may give such notice of the cancellation or postponement as it thinks fit but any failure to give notice of the cancellation or postponement does not invalidate the cancellation or postponement of any resolution passed at a postponed meeting. This Rule will not operate in relation to a meeting called pursuant to a request or requisition of members.
- 39.44 The Board may withdraw any resolution which has been proposed by the Board and which is to be considered at a general meeting, except where the withdrawal of such a resolution would be contrary to the Act.
- 39.45 The Club may hold a general meeting (including Annual General Meeting) at two (2) or more venues using any technology that gives the members as a whole a reasonable opportunity to participate at the meeting.
- 39.46 If permitted by the Act, the Club may hold virtual only general meetings or Annual General Meetings. The provisions of the Act shall apply to such meetings and to the extent of any inconsistencies between the Act and the Constitution, the provisions of the Act shall prevail."

(000) **deleting** Rule 41.1 and in its place **inserting** the following new Rule 41.1:

"41.1 The Board shall:

- (a) cause proper accounts and records to be kept with respect to the financial affairs of the Club in accordance with the Act and the Registered Clubs Act.
- (b) prepare, on a quarterly basis, financial statements that incorporate:
 - the Club's profit and loss accounts and trading accounts for the quarter; and
 - (ii) a balance sheet as at the end of the quarter.
- (c) cause the financial statements referred to in paragraph (b) of this Rule to be submitted to a meeting of the Board.
- (d) make the financial statements referred to in paragraph (b) of this Rule available to members of the Club within seven (7) days of the statements being adopted by the Board.
- (e) indicate, by displaying a notice on the Club's premises and on the Club's website, how the members of the Club can access the financial statements referred to in paragraph 0 of this Rule.
- (f) provide a copy of the financial statements referred to in paragraph (b) of this Rule available to any member on the written request of the member."

(ppp) deleting Rule 46 and in its place inserting the following new Rule 46:

"46.1 A notice may be given by the Club to any member either:

- (a) personally; or
- (b) by sending it by post to the address of the member recorded for that member in the Register of Members kept pursuant to this Constitution;
- (c) by displaying the notice on the Club notice board and/or the Club's website;
- (d) by sending it by any electronic means; or
- (e) notifying the member, either personally, by post, or electronically that the notice is available and how the member can access the notice.
- Where a notice is provided personally in accordance with Rule 46.1(a), the notice is taken to have been given on the day on which it was provided to the member.
- Where a notice is sent by post to a member in accordance with Rule 46.1(b) the notice shall be deemed to have been received by the members:
 - in the case of a notice convening a meeting, on the day following that on which the notice was posted; and
 - (b) in any other case, at the time at which the notice would have been delivered in the ordinary course of post.
- 46.4 Where a notice is sent by electronic means, the notice is taken to have been received on the day following that on which it was sent.
- Where a notice is given by displaying a notice on the Club Notice Board or by displaying a notice on the Club's website, the notice is taken to have been given on the day on which it was displayed.
- 46.6 Where a member is notified of a notice in accordance with Rule 46.1(e), the notice is taken to have been received on the day following that on which the notification was sent."

(qqq) inserting the following new Rule 50:

"50. MEETINGS AND VOTING

- 50.1 In accordance with section 30C (3) of the Registered Clubs Act, the Club, the Board, or a committee of the Club may (but is not required to):
 - (a) Distribute a notice of, or information about a meeting or election of the Club, the Board, or a committee of the Club by electronic means; and/or
 - (b) Allow a person entitled to vote at a meeting of the Club, the Board, or a committee of the Club to vote in person or by electronic means.
- 50.2 If there is any inconsistency between Rule 50.1 and any other provision of this Constitution, Rule 50.1 shall prevail to the extent of that inconsistency."
- (rrr) making such other consequential amendments necessary to give effect to this Special Resolution including ensuring that the accuracy of all Rule numbers and cross referencing of Rules and paragraphs in the Constitution.

Notes to Members on Special Resolution

- The Special Resolution proposes a series of amendments to the Club's Constitution to bring it into line with best practice and the requirements of the Corporations Act, Liquor Act and Registered Clubs Act (RCA).
- Paragraph (a) inserts new Rules to clarify that each member is bound by the Constitution, and it operates as a contract between the Club and each member, the Club and each Director and between each member and each other member.

- 3. Paragraphs (b) and (c) amend and insert new definitions used in the Constitution.
- Paragraph (d) amends the Constitution to reflect current terminology used in the RCA.
- Paragraph (e) removes the requirement for the Club (in the event that it is wound up) to give any remaining assets to the "Batlow Sub-Branch" of the RSL. The Batlow Sub-Branch is no longer a separate entity and has now become a chapter of Tumut RSL Sub Branch. The effect of the change is that (in the event the Club is wound up) it would be up to the members to approve which entity (such as the RSL or another registered Club) would receive any left-over assets.
- 6. Paragraph (f) inserts a new Rule necessary to ensure that the Club can effectively comply with its legal obligations under the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (AML/CTF Act) and related regulatory frameworks.

As a registered club, the Club is considered a "reporting entity" under the AML/CTF Act, as it provides certain designated services such as gaming and financial transactions to members and patrons. Under this legislation, the Club is subject to strict regulatory obligations, including the need to:

- Verify the identity of members and patrons engaging in relevant transactions;
- Conduct "enhanced due diligence" in higher-risk situations, such as large or unusual transactions;
- Monitor and report suspicious activities to AUSTRAC (Australian Transaction Reports and Analysis Centre);
- Implement and enforce internal compliance procedures, including restrictions on access to the Club's premises.

The proposed amendment:

- Clarifies the Club's status and responsibilities under the AML/CTF framework;
- Provides transparency and certainty to members and patrons that the Club may need to request additional personal information or undertake enhanced due diligence in certain cases;
- Confirms the Club's power to take appropriate action, including restricting access to the premises, to comply with AML/CTF and relevant Liquor or Gaming policies;
- Ensures the Club can act swiftly and lawfully, where necessary, without being constrained by other
 provisions of the Constitution (e.g. disciplinary processes under Rule 47 and 47B), which may not be
 appropriate or practical in such regulatory contexts.

These amendments are both protective and proactive. They safeguard the Club from regulatory risk and potential penalties, while reinforcing the Club's commitment to responsible conduct and compliance with national and state laws.

- 7. Paragraph (g) inserts the category of 40 Year member were it appears to have been accidently omitted. The change will allow 40 Year members to nominate a member for Life membership and nominate a candidate for the Board.
- 8. Paragraph **(h)** adopts a recent amendment to the RCA which removes the requirement to display the address of a candidate for membership on the Notice board.
- Paragraph (i) and (j) relate to Provisional membership including removing the six week time limit on a person's application for Provisional membership.
- 10. Paragraphs (k) and (l) relate to changes to Temporary membership to bring the Constitution into line with the RCA.
- 11. Paragraphs (m), (n), (o), and (p) amend existing provisions relating to applications for membership of the Club to bring the Constitution into line with best practice including allowing for electronic applications for membership and to reflect the requirements of the RCA.

- 12. Paragraphs (q), (r), (s), (t) and (w) amend the provisions dealing with member subscriptions to remove the requirement to charge an annual subscription fee of no less than a minimum of \$2.00. This requirement has recently been removed from the RCA.
- 13. Paragraph (u) clarifies that Non Financial members are not entitled to enjoy the privileges of membership (including voting at general meetings of the Club) until any subscription or other amounts due to the Club have been paid.
- 14. Paragraph (v) removes a requirement to record a members occupation which is no longer required by the RCA.
- 15. Paragraph (x) updates the Constitution to reflect the RCA in that members of the ADF who are automatically granted Honorary membership do not need to be recorded in the register of Honorary membership.
- 16. Paragraph (y) clarifies that members must notify the Club of changes to their contact details.
- 17. Paragraphs (z) to (hh) inclusive amend existing provisions relating to disciplinary matters to bring the Constitution into line with best practice.
- 18. Importantly the new Rule 21.1A is intended to address the growing use and impact of social media and electronic communication, and to ensure that all members and their guests uphold standards of conduct that support the reputation, integrity, and operational stability of the Club.

Under these new Rule, any use of social media or electronic communication by a member or their guest that is negative or can be reasonably construed as negative toward the Club — including its facilities, services, employees, officers, members or strategies — will be deemed conduct prejudicial to the interests of the Club and any use of social media or electronic communication by a member or their guest that impinges on the privacy of any employee, officer, members or guest of the Club — will be deemed conduct unbecoming a member of the Club.

These amendments are important for the following reasons:

- Protecting the Club's reputation: Negative or disparaging comments made online can spread rapidly
 and damage the Club's standing in the community, its relationships with stakeholders, and its ability to
 attract and retain members.
- Supporting staff and member wellbeing: Public or semi-public criticism of staff or other members can
 cause unnecessary distress, undermine morale, and create a hostile environment that is inconsistent
 with the Club's values and objectives.
- Privacy concerns: If a member or their guest uses social media or electronic communications in a way
 that intrudes upon or interferes with the privacy of Club employees, officers, members, or guests, this
 will be regarded as conduct unbecoming a member.
- Reinforcing member responsibilities: Membership in the Club carries with it certain privileges and responsibilities. These Rules ensure that members and their guests understand the importance of expressing concerns or feedback through appropriate internal channels rather than through public forums.
- Modernising the Constitution: The inclusion of these Rules bring the Club's Constitution into alignment
 with contemporary standards of governance and conduct, recognising the potential real-world impact of
 online behaviour on the Club, its employees and members.

Importantly, this rule does not prevent members from raising genuine concerns with management or the Board. Rather, it encourages such matters to be dealt with constructively and respectfully through the appropriate internal processes.

- 19. Paragraph (aa) clarifies information that is to be included in a notice of disciplinary charge.
- 20. Paragraph (bb) removes the requirement that a notice of charge be sent by post and instead allows a notice to be sent in accordance with the Constitution.
- 21. Paragraph (cc) makes clear that while a member can call a witness the Board does not have the power to compel any such witness to attend a disciplinary hearing.

- 22. Paragraph (dd) clarifies that a member must act in an appropriate manner and if the member does not the chairperson of the proceeding may warn the member and if the member does not comply with the warning, the member can be excluded from the hearing and the charge heard in the member's absence.
- 23. Paragraph (ee) allows the board or committee hearing a charge to advise the member it needs time to consider the evidence before it. If more time is required the board or committee will write to the member within seven (7) days and advise the member of its determination and, if the member is guilty of the charge, invite them to make a submission on penalty either verbally or in writing.
- Paragraph (ff) removes the requirement for a secret ballot to be held.
- 25. Paragraph (gg) clarifies that the Board is allowed to authorise the Secretary of the Club or other persons to attend a disciplinary hearing (although they will not be allowed to vote at the hearing).
- 26. Paragraph (hh) inserts a new heading into the Constitution to make it easier to read.
- 27. Paragraph (ii) inserts a new provision which gives the Secretary the power to issue a suspension of membership for a period of up to 12 months if the Chief Executive Officer is of the view that a member has engaged in conduct unbecoming of a member or conduct that is prejudicial to the interests of the Club. However, the member concerned has the right to request that the matter be referred to the Board to be dealt with in the usual way at a disciplinary hearing.
- 28. Paragraph (jj) make clear that the Board's Disciplinary powers do not restrict the Club's ability to use section 77 of the Liquor Act and do not apply to temporary members, provisional members or guests.
- 29. Paragraphs (kk), (ll) and (mm) amend existing provisions relating to the removal of persons from the Club's premises to bring the Constitution into line with the Liquor Act.
- 30. Paragraph (nn) amends the Constitution to make clear that a staff member's membership of the Club will come to an end when the employment relationship comes to an end regardless of whether this is by the Club terminating the employment or the employee resigning.
- 31. Paragraph **(oo)** amends the makeup of the Board by removing the reference to a Treasurer. The Board would comprise a maximum number of seven (7) directors being a President, a Vice President and up to five (5) ordinary directors.
- 32. Paragraph (pp) makes clear that a member who is cited to appear before the Board cannot be appointed to the Board until the charge is determined.
- 33. Paragraph (qq) sets out additional grounds upon which a member will be ineligible to be elected or appointed to the Board.
- 34. Paragraph (rr) inserts a new Rule 28.6 which requires all directors to have a Director Identification Number as required under the Corporations Act.
- 35. Paragraph (ss) removes reference to the word "Annual" and in its place inserts the word "Biennial" where appropriate.
- 36. Paragraph (tt) clarifies that a failure to strictly follow all the procedures in the Constitution in relation to the election of the Board does not invalidate the election process.
- 37. Paragraph (uu) clarifies that a person who is elected or appointed to the Board must complete the mandatory director training as prescribed by the Registered Clubs Act and Regulation.
- 38. Paragraphs (vv) to (yy) inclusive insert new rules relating to the powers of the Board to bring the Constitution into line with best practice. For example, the amendments clarify that the Board has the power to make reasonable requests and directions of members to foster the proper operation of the Club's business, and that the Board has the power to create and dissolve sub clubs and committees of the Club. The powers of the Board remain unchanged.

- 39. Paragraph (zz) amends an existing rule to provide that all assets in the possession and control of a sub club (including cash reserves) are owned by the Club.
- 40. Paragraph (aaa) amends the existing rule to allow the Board to meet whenever required but at least once every 3 months. This reflects a recent change to the RCA which removed the requirement for the board of a club to meet at least once a month, and replaced it with a requirement to meet at least once every 3 months.
- 41. Paragraph (bbb) clarifies that the Board can pass a resolution by way of email and inserts a new Rule 33.10 in respect of use of technology to hold a board meeting and ensure all directors can actively participate.
- 42. Paragraphs (ccc), (ddd), (eee) and (fff) amend existing provisions relating to corporate governance and accountability to bring the Constitution into line with the RCA and the provisions of the Accountability Code which applies to all registered clubs. Sections 41D, 41E, 41F and 41K of the RCA were all repealed in 2018 and replace with the Accountability Code contained in Schedule 2 of the Registered Clubs Regulations.
- 43. Paragraph (ggg) to (iii) deal with the grounds upon which a casual vacancy on the Board of the Club will arise.
- 44. Paragraph (jjj) amends Rule 39.4 which deals with members right to call on the Board to convene a general meeting of the Club so that the rule will comply with the Corporations Act which now requires 5% of the voting membership to sign a request for a general meeting removing the 100 member rule.
- 45. Paragraph (kkk) updates the Constitution to reflect that the Board is reflected Biennially not annually.
- 46. Paragraph (III) inserts new Rule which set out the powers of the board to appoint anyone to chair all or any part of a general meeting of the Club and powers of the chairperson of a general meeting in more detail which reflects the general law.
- 47. Paragraphs (mmm) and (nnn) insert new rules relating to general meetings (including Annual General Meetings) including giving the Board the power to cancel or postpone a meeting except one called at the request of members to brin the Constitution into line with the Corporations Act.
- 48. Paragraph (ooo) amends existing rules regarding the Club's reporting requirements to bring them into line with the Corporations Act and RCA.
- 49. Paragraphs (ppp) and (qqq) amend existing provisions regarding notices to members to bring the Constitution into line with the Corporations Act and adds a new Rule 50 which reflects recent changes to the RCA including allowing the Club to send a notice of general meeting and documents relating to a meeting electronically.
- 50. Paragraph (rrr) permits any necessary amendments to be made to address any anomaly in rule numbering and cross referencing throughout the Constitution.
- 51. The Board of the Club recommends to members the changes to the Constitution.

Procedural matters

- Amendments to the Special Resolution will not be permitted from the floor of the meeting other than for minor typographical or clerical corrections which do not change the substance or effect of the Special Resolution.
- To be passed, the Special Resolution requires votes from not less than three quarters of those members who being eligible to do so, vote in person on the Special Resolution at the Annual General Meeting.
- Under the Club's Constitution only Life, members, financial Ordinary members, Pensioner members and 40 Year members are eligible to vote on the Special Resolution.
- Under the Registered Clubs Act proxy voting is prohibited and members who are employees of the Club are ineligible to vote.

5. The Board of the Club recommends that members vote in favour of the Special Resolution as it will keep the Club's Constitution current with relevant legislation affecting clubs.

Nominations for Office Bearers will close at the Club's office at 6pm on Sunday 2 November 2025. A special request is made to members who have any enquiries in relation to the financial report, to provide information in writing no later than 5pm Sunday, 9 November 2025, so that the necessary research can be undertaken to accurately answer all questions.

The Club's Annual Report is available to download from our website at www.batlowrslclub.com.au. If you prefer a printed copy, we can post it on request. Please contact our administration department to arrange this.

By direction of the Board

Kylie Reynolds Secretary Manager

2023/24 President's Report

Dear Members,

It gives me great pleasure to present the President's Report for the Batlow RSL Club for the 2024/25 financial year.

This has been another successful year for our Club, highlighted by a strong financial performance and continued growth in our community spirit. We recorded a profit after tax of \$122,880, an increase of \$33,150 compared to last year. Our cash reserves also strengthened, rising by \$184,521, bringing our total to just over \$1.88 million. These results reflect prudent management, consistent bar and gaming machine revenues, and careful control of expenses.

While these financial results are pleasing, what truly stands out is the commitment and dedication of the people who make our Club what it is. I am deeply grateful to our volunteers, whose efforts underpin so many of our activities; to my fellow directors, for their time, wisdom and commitment to the Club's governance; to our hardworking staff, who ensure members and guests are always welcomed with professionalism and care; and to our loyal members, whose ongoing support makes all we do possible.

I also wish to make special mention of our Club Manager, Kylie Reynolds. Kylie's leadership and relentless drive for excellence continues to elevate the Club year after year. Her efforts, together with the team, ensure Batlow RSL not only thrives financially but remains a vital and welcoming part of our community.

As we look ahead, we do so with confidence, knowing that our financial position is strong, our governance is sound, and our people – volunteers, staff, directors, and members alike – are committed to keeping Batlow RSL at the heart of our town.

On behalf of the Board of Directors, thank you for your continued trust and support.

Robyn Burns President

2024/25 General Manager's Report

Dear Members,

As General Manager, I am proud to present my report for the 2024/25 year – a year that has been defined by steady growth, resilience and community spirit.

This has been another year of solid progress for Batlow RSL Club. We finished the year with a profit after tax of \$122,880, an increase of \$33,150 on the prior year. Our cash reserves remain strong at \$1.88 million, ensuring we are well-positioned for future challenges and opportunities.

Trading remained steady across all areas. Bar sales increased by 2.9%, with our gross profit margin improving to 55.41%, reflecting strong cost control and efficient operations. Gaming revenue also grew by 6.1%, remaining a significant contributor to the Club's financial stability. At the same time, we carefully managed expenses, with employee costs stable and in line with industry benchmarks.

Beyond the numbers, our focus has remained on delivering a welcoming and enjoyable experience for our members and guests. Renovations and equipment upgrades, including gaming machines and other facilities, have helped us maintain a modern and attractive environment. These investments are made possible by our solid financial footing and our commitment to reinvesting in the Club's future.

The Club remains dedicated to supporting local sporting groups, community organisations and events. Over the past year, more than \$10,000 has been invested through our community donations and sponsorship program to help foster a stronger, healthier and more connected community. These contributions have assisted sporting groups, community festivals and local events.

I would like to take this opportunity to extend my heartfelt thanks to the Club's staff, whose commitment and professionalism are the reason we continue to provide excellent service to our members.

Thank you to our volunteers, whose contributions behind the scenes are invaluable; our Board of Directors, for their guidance and support; and most importantly, our members, who are the foundation of everything we do.

Batlow RSL Club continues to be more than just a venue – it is a gathering place for our community. I am proud of what we have achieved together this year and look forward to continuing to build on these results in the year ahead.

Thank you for your ongoing support.

Kylie Reynolds

BATLOW RSL CLUB LIMITED ACN 001 034 117 DIRECTORS' REPORT

The Directors present their report together with the accounts of Batlow RSL Club Limited for the year ended 30 June 2025 and the auditor's report thereon.

DIRECTORS

The Directors of the Company in office during the year were: -

Robyn Annette Burns	Stephen Bunter
Director 16 years	Director 7 years
Raymond Shoemark	Vickii Cobden
Director 5 years (Resigned 25/02/2025)	Director 4 years

Anne Hallard Director 2 years

All Directors have been in office the full year unless noted above.

At the date of this report the number of members of the company were: -1,068 Members

DIRECTORS' MEETINGS

The number of Directors meetings and number of meetings attended by each of the Directors of the company during the financial year are:

Director	Number Attended	Number eligible to attend	Director	Number Attended	Number eligible to attend
Miss R Burns	9	9	Miss V Cobden	8	9
Mr S Bunter	8	9	Miss A Hallard	9	9
Mr R Shoemark	4	6		: = :	

PRINCIPAL ACTIVITIES

The principal activities of the company in the course of the financial year remained unchanged and were to conduct a licensed club.

BATLOW RSL CLUB LIMITED ACN 001 034 117 DIRECTORS' REPORT

RESULT

The net surplus after tax of the company for the year ended 30 June 2025 was \$122,880. This compares to a net surplus for the year ended 30 June 2024 of \$89,730.

REVIEW OF OPERATIONS

The company will continue to pursue its policy of providing facilities for the recreation of its members and providing the company is successful in containing costs the Directors are confident that profits will be maintained.

STATE OF AFFAIRS

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

EVENTS SUBSEQUENT TO BALANCE DATE

There has not arisen in the interval between the end of the financial year and the date of this report, any item, transaction or event of a material and unusual nature likely, in the opinion of the directors of the company, to affect significantly the operations of the company, the results of those operations, or the state of affairs of the company in subsequent financial years.

DIRECTORS INTERESTS AND BENEFITS

Other than those listed in Note 15, no Director has received or become entitled to receive any benefit (other than a benefit included in the aggregate amount of remuneration received or due and receivable by Directors shown in the accounts) because of a contract made by the company or a related corporation with a Director or with a firm of which a Director is a member, or with a company in which the Director has a substantial interest.

SHORT AND LONG TERM OBJECTIVES

The short and long term objectives of the Company are to continue to maintain the facility for the benefit of its members.

BATLOW RSL CLUB LIMITED ACN 001 034 117 DIRECTORS' REPORT

KEY PERFORMANCE INDICATORS

The Company monitors key performance indicators against industry standards and internal expectations. The indicators are both financial and non-financial with the results presented for Director's discussion.

INDEMNIFYING OFFICER

Indemnities

The Articles of Association of the Company provide an indemnity to the directors and other officers of the company against any liabilities incurred by that person in defending any legal proceedings relating to that person's position with the company in specified circumstances.

Insurance Premiums

During or since the financial period the Company has paid premiums in respect of a directors and officers liability insurance contract insuring against certain liabilities (subject to exclusions) all directors named in this report, the company secretary and all persons concerned in, or taking part in the management of the company.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the Auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on the following page.

Dated at Batlow this 12th day of September 2025 Signed in accordance with a resolution of the Directors:

Director & Cole de



AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF BATLOW RSL CLUB LIMITED

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2025 there have been:

- (a) No contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- (b) No contraventions of any applicable code of professional conduct in relation to the audit.

BUSH & CAMPBELL AUDIT PTY LTD Authorised Audit Company

David Rosetta Director

Wagga Wagga 12 September 2025



STATEMENT OF PROFIT OR LOSS & OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2025

	Note	2025	2024
		\$	\$
Sales revenue	2	572,454	556,429
Cost of goods sold		(255,272)	(255,387)
Gross profit		317,182	301,042
Other income	2	946,730	900,573
Administrative expenses		(37,311)	(27,716)
Depreciation expense		(168,171)	(176,803)
Employee benefits expense		(492,865)	(494,804)
Finance costs		(5,362)	(4,958)
Members expenses		(114,895)	(113,022)
Operational expenses		(222,317)	(205,022)
Repairs and maintenance		(82,836)	(76,696)
Other expenses		(4,474)	(3,992)
Surplus from ordinary activities before income tax		135,681	98,602
Other comprehensive income		-	=
Income tax expense related to			
ordinary activities	4	(12,801)	(8,872)
Total Comprehensive Income		122,880	89,730

The Statement of Comprehensive Income is to be read in conjunction with the notes to and forming part of the financial statements.

STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2025

	Note	2025	2024
CURRENT ASSETS		\$	\$
Cash and cash equivalents	5	797 220	651.205
Trade and other receivables	6	787,329	651,285
Inventories	1	26,433	325 22,599
Other current assets	7	47,169	45,860
Other financial assets	8	1,097,969	1,049,492
TOTAL CURRENT ASSETS		1,958,900	1,769,561
NON-CURRENT ASSETS			
Property, plant and equipment	9	1,399,947	1,493,214
TOTAL NON-CURRENT ASSETS		1,399,947	1,493,214
TOTAL ASSETS	0	3,358,847	3,262,775
CURRENT LIABILITIES			
Trade and other payables	10	73,994	53,875
Borrowings	11	30,098	61,194
Provisions	13	83,329	84,280
TOTAL CURRENT LIABILITIES	•	187,421	199,349
NON-CURRENT LIABILITIES			
Borrowings	11	5,112	26,378
Provisions	13	11,814	5,429
TOTAL NON-CURRENT LIABILITIES	· · · · ·	16,926	31,807
TOTAL LIABILITIES	-	204,347	231,156
NET ASSETS	=	3,154,500	3,031,620
EQUITY			
Retained earnings		3,154,500	2.021.620
TOTAL EQUITY	-		3,031,620
	=	3,154,500	3,031,620

The Statement of Financial Position is to be read in conjunction with the notes to and forming part of the financial statements.

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2025

	2025 \$	2024 \$
Retained earnings at the beginning of the year	3,031,620	2,941,890
Net surplus / (deficit) from ordinary activities after income tax	122,880	89,730
Retained earnings at the end of the year	3,154,500	3,031,620

The Statement of Changes in Equity is to be read in conjunction with the notes to and forming part of the financial statements.

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2025

	Note	2025	2024
		\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash receipts in the course of operations		1,456,275	1,416,043
Cash payments in the course of operations		(1,207,723)	(1,128,913)
Interest received		63,234	46,729
Net cash provided / (used) by operating activities 14(ii)	-	311,787	333,860
CASH FLOWS FROM INVESTING ACTIVITIES			
Payment for property, plant and equipment Proceeds on sale of property, plant & equipment		(74,904) -	(281,752)
Net cash provided / (used) in investing activities	_	(74,904)	(281,752)
CASH FLOWS FROM FINANCING ACTIVITIES			
Cash inflow/(repayment) of borrowings - net		(52,362)	8,110
Net cash provided / (used) by financing activities	_	(52,362)	8,110
Net increase in cash held		184,521	60,218
Cash at the beginning of the financial period		1,700,777	1,640,559
Cash at the end of the financial period 14(i)		1,885,298	1,700,777

The Statement of Cash Flows is to be read in conjunction with the notes to and forming part of the financial statements.

NOTES TO AND FORMING PART OF THE ACCOUNTS

FOR THE YEAR ENDED 30 JUNE 2025

NOTE 1 - STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

The financial report is for Batlow RSL Club Limited as an individual entity, incorporated and domiciled in Australia. Batlow RSL Club Limited is a company limited by guarantee.

The financial report is a general-purpose financial report that has been prepared in accordance with the *Corporations Act 2001* and Australian Accounting Standards – Simplified Disclosures, and comply with other requirements of the law.

Reporting Basis and Conventions

The financial report has been prepared on an accruals basis and is based on historical costs. It does not take into account changing money values or, except where stated, current valuations of non-current assets. Cost is based on the fair values of the consideration given in exchange for assets.

The following is a summary of the significant accounting policies adopted by the Company in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

Accounting policies

a) Inventories

Inventories have been valued at the lower of cost and net realisable value. Cost is based on the first-in first-out principle.

b) Property, Plant and Equipment

Property, plant and equipment are bought to account at cost less, where applicable, any accumulated depreciation.

Depreciation is provided on fixed assets so as to write off the assets progressively over their estimated economic lives. Fixed assets are depreciated from the time of acquisition with the prime cost or diminishing value method being used. The depreciation rates used for each class of depreciable assets are:

Buildings & Leasehold improvements 2.5% Plant, furniture and equipment 10-50%

c) Amendments to Australian Accounting Standards

The directors have considered the application of AASB108 "Accounting Policies, Changes in Accounting Estimates and Errors" and are of the opinion that the standard does not result in a material impact on the entity's financial report.

NOTES TO AND FORMING PART OF THE ACCOUNTS

FOR THE YEAR ENDED 30 JUNE 2025

d) Employee Entitlements

(i) Short-term employee benefits

Liabilities for wages and salaries, annual leave that are expected to be settled within 12 months of reporting date are recognised in respect of employee service up to reporting date. They are measured using the wage and salary rates the entity expects, as at the reporting date, to pay on settlement, including related on-costs, such as workers' compensation insurance, superannuation.

(ii) Long service leave

Liability for long service leave is recognised based employee service up to the reporting date. It is measured at the present value of expected future payments relating to that past service. Consideration is given to expected future remuneration rates, past experience of employee turnover and past service. Amounts expected to be settled more than twelve months after reporting date are discounted to present value using rates reflecting yields at reporting date on Australian government bonds which most closely match the terms of maturity of the related liabilities.

e) Financial Instruments

Financial instruments are initially measured at cost on trade date, which includes transaction costs, when the related contractual rights or obligations exist. Subsequent to initial recognition these instruments are measured as set out below.

(i) Receivables and Other Financial Assets

Receivables and Other Financial Assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are stated at amortised cost using the effective interest rate method.

(ii) Financial liabilities

Non-derivative financial liabilities are recognised at amortised cost, comprising original debt less principal payments and amortisation.

(iii) Impairment

At each reporting date, the entity assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a prolonged decline in the value of the instrument is considered to determine whether impairment has arisen. Impairment losses are recognised in the statement of comprehensive income.

f) Trade & Other Receivables

Accounts receivable include amounts due from members and other services. Accounts receivables are recognised at the amounts receivable as they are due for settlement. Accounts receivables do not carry any interest and are stated at their nominal value.

g) Trade & Other Payables

Trade creditors represent liabilities for goods and services provided to the Company prior to the end of the financial year and which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

NOTES TO AND FORMING PART OF THE ACCOUNTS

FOR THE YEAR ENDED 30 JUNE 2025

h) Revenue and Other Income

The Company applies AASB 15 for recognising revenue. Revenue is recorded as the amount of the transaction price that is allocated to the performance obligation, excluding any amounts of variable consideration, when the performance obligation has been satisfied.

All revenue is stated net of the amount of goods and services tax (GST). The Company has the following specific policies for when the performance obligations have been met:

Revenue from the sale of goods is recognised upon the delivery of goods to customers.

Poker machine revenue is recognised when received and is stated net of any gaming machine tax.

Revenue for membership subscriptions is recognised in the period to which the benefits of the membership is provided.

Other income that does not meet the requirements of AASB 15 is recognised when the right to receive the asset is confirmed which is generally upon receipt.

i) Goods & Services Tax (GST)

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

j) Income Tax

The mutuality principle has been applied to the calculation of the Company's income tax. The Company has estimated that the assessable proportion of mutual income represented by results of trading attributable to non-members of the group is to be 16.56% (2024-16.56%). The income tax expense for the year comprises current income tax expense.

k) Cash & Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

l) New Accounting Standards Adopted During The Year

There were no new accounting standards applied this year that have a material impact on the operations of the Company.

NOTES TO AND FORMING PART OF THE ACCOUNTS

FOR THE YEAR ENDED 30 JUNE 2025

m) Provisions

Provisions are recognised when the Company has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

Provisions recognised represent the best estimate of the amounts required to settle the obligation at reporting date.

n) Critical Accounting Estimates & Judgements

The Directors make estimates and judgements during the preparation of these financial statements regarding assumptions about current and future events affecting transactions and balances.

These estimates and judgements are based on the best information available at the time of preparing the financial statements, however as additional information is known then the actual results may differ from the estimates.

The significant estimates and judgements made have been described below.

(i) Receivables

The receivables at reporting date have been reviewed to determine whether there is any objective evidence that any of the receivables are impaired. An impairment provision is included for any receivable where the entire balance is not considered collectible. The impairment provision is based on the best information at the reporting date.

(ii) Estimation of Useful Lives of Assets

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

(iii) Provisions

As described in the accounting policies, provisions are measured at management's best estimate of the expenditure required to settle the obligation at the end of the reporting period. These estimates are made taking into account a range of possible outcomes and will vary as further information is obtained.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

	2025	2024
NOTE 2 - REVENUE	\$	\$
-Sale of goods	572,454	556,429
-Poker machine revenue	763,401	719,189
-Poker machine rebate	17,180	17,180
-Commissions	35,343	28,957
-Interest	63,234	46,729
-Raffles income	53,270	48,864
-Other operating revenue	14,302	39,654
	1,519,184	1,457,002
NOTE 3 - AUDITOR'S REMUNERATION		
- Audit of financial statements	14.600	13.000
- Other services	14,600	13,800
Total Auditor's Remuneration		330
		14,130
NOTE 4 - INCOME TAX		
The components of tax expense comprise:		
Total income tax payable for this year	12,801	9 973
Over provision in prior year	12,801	8,872
Income tax expense	12,801	8,872
Reconciliation of tax expense	12,801	0,072
Sales Revenue		
Mutual Income		
Fully Taxable	1,395,323	1,356,305
	115,757	92,866
Non Taxable (exempt income)	8,104	7,831
Taxable Income	1,519,184	1,457,002
Non member's income (16.56%)		
	231,618	221,346
Fully taxable income	115,757	92,866
Allowable E	347,375	314,212
Allowable Expenses		
Non members expenses (16.56%)	211,680	204,653
Fully deductible expenses	84,493	74,072
Prior years tax losses utilised		22=
Taxable income	296,173	278,725
	51,202	35,487
Tax at 25%	12,801	8,872
		20-24

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

	2025	2024
NOTE & CARL AND GARY BOARD	\$	\$
NOTE 5 - CASH AND CASH EQUIVALENTS		
Cash on Hand Cash at Bank	105,754	117,276
Cash at Bank	681,575	534,009
	787,329	651,285
NOTE 6 - TRADE AND OTHER RECEIVABLES		
Trade debtors	7,746	7,466
Less: Provision for Doubtful Debts	(7,746)	(7,141)
	-	325
		1.
NOTE 7 - OTHER CURRENT ASSETS		
Prepayments	42,169	40,860
TAB deposit	5,000	5,000
	47,169	45,860
NOTE 8 - OTHER FINANCIAL ASSETS		
Term deposit	1,097,969	1,049,492
	1,097,969	1,049,492
NOTE O PROPERTY BY		
NOTE 9 - PROPERTY, PLANT AND EQUIPMENT Land (core property) - at cost		
	70,000	70,000
Buildings & Leasehold Improvements (core property) - at cost	1,671,401	1,718,407
Less - Accumulated depreciation	(694,042)	(665,567)
	977,359	1,052,840
Plant, Furniture and Equipment - at cost		
Less - Accumulated depreciation	1,716,780	1,859,625
2000 Procumulated depreciation	(1,364,192)	(1,489,251)
	352,588	370,374
	1,399,947	1,493,214
Buildings & Leasehold improvements		
Balance at the beginning of the year	1,052,840	012 290
Additions	1,032,040	912,280
Re-classification between asset classes	(18,911)	194,541
Depreciation	(56,570)	(53,981)
Carrying amount at the end of the year	977,359	1,052,840
Plant, furniture and equipment		,
Balance at the beginning of the year	270 274	
Additions	370,374	406,295
Re-classification between asset classes	74,904	87,211
Depreciation	18,911	(310)
Carrying amount at the end of the year	(111,601) 352,588	(122,822)
and the second s		370,374

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

	2025 \$	2024 \$
NOTE 10 - TRADE AND OTHER PAYABLES		
Current		
Trade and other creditors	37,655	25,713
Accrued Expenses	8,669	5,116
GST & PAYG tax payable	24,876	24,260
Tax Payable/(refundable)	2,794	(1,214)
	73,994	53,875
NOTE 11 - BORROWINGS		
Current		
Finance lease	30,098	61,194
	30,098	61,194
Non-current	-	
Finance lease	5,112	26,378
	5,112	26,378
NOTE 12 - CAPITAL AND LEASING COMMITMENTS Finance Leasing and Hire Purchase Commitments Payable		
Not longer than 1 year	30,098	61,194
Longer than 1 year but not longer than 5 years	5,112	26,378
Total Lease Liability	35,210	87,572
NOTE 13 - PROVISIONS		
Current Annual Leave		
Long Service Leave	22,126	30,537
	61,203	53,743
	83,329	84,280
Non-Current		
Long Service Leave	11,814	5,429
	11,814	5,429

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

NOTE 14 - NOTES TO THE STATEMENTS OF CASH FLOWS

(i) Reconciliation of cash

For the purposes of the Statement of Cash Flows, cash includes cash on hand and at bank and term deposits, net of outstanding bank overdrafts. Cash as at the end of the financial year as shown in the Statement of Cash Flows is reconciled to the related items in the Statement of Financial Position as follows.

	2025	2024
	\$	\$
Cash and cash equivalents	787,329	651,285
Other financial assets	1,097,969	1,049,492
	1,885,298	1,700,777
(ii) Reconciliation of operating profit / (loss) to net cash		
provided by operating activities		
Surplus for the year	122,880	89,730
Add(Less) items classified as investing/financing activities		
- Depreciation	168,171	176,803
- (Profit)/Loss on sale of assets	-	309
	291,051	266,842
Net cash provided / (used) by operating activities before	· · · · · · · · · · · · · · · · · · ·	
change in assets and liabilities during the financial year		
(Increase)/decrease in receivables	325	24,848
(Increase)/decrease in other assets	(1,309)	2,223
(Increase)/decrease in inventories	(3,834)	7,229
Increase/(decrease) in payables	20,120	27,004
Increase/(decrease) in provisions	5,434	5,714
Net cash provided / (used) by operating activities	311,787	333,860

NOTES TO AND FORMING PART OF THE ACCOUNTS

FOR THE YEAR ENDED 30 JUNE 2025

NOTE 15 - REGISTERED OFFICE

The registered office of the Company is Mayday Road, Batlow NSW 2730.

NOTE 16 - RELATED PARTY TRANSACTIONS

Any persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Board members (whether executive or otherwise) are considered key management personnel (KMP). KMP of the Company for the year were as follows:

Robyn Burns

Stephen Bunter

Raymond Shoemark

Vickii Cobden

Anne Hallard

Kylie Reynolds

Transactions with related parties are on normal commercial terms and conditions no more favourable than those available to other persons unless otherwise stated.

During and since the end of the financial year, no Director has entered into a material contract with the Company. All Directors act in an honorary capacity and receive no remuneration or other benefits for their services.

NOTE 17 – CAPITAL COMMITMENTS

The Company is not contractually committed to any capital works at the date of this report.

NOTE 18 – CONTINGENCIES

In the opinion of the Directors, the Company did not have any contingencies at 30 June 2025 (30 June 2024: None).

NOTE 19 – EVENTS AFTER THE END OF THE REPORTING PERIOD

No other matter or circumstance has arisen since 30 June 2025 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

NOTE 19 – MEMBERS GUARANTEE

The Company is incorporated under the Corporations Act 2001 and is an entity limited by guarantee. If the entity is wound up, the constitution states that each member is required to contribute a maximum of \$2 each towards meeting any outstanding obligations of the Company.

At 30 June 2025 the number of members was 1,068.

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

Section 295(3A)(a) does not apply to the Company as it does not have any controlled entities and therefore is no required by the Australian Accounting Standards to prepare consolidated financial statements.

DIRECTORS DECLARATION

The Directors of Batlow RSL Club Limited declare that: -

- **1.** The financial statements and notes to the financial statements are in accordance with the *Corporations Act 2001* and:
 - a) comply with Accounting Standards Simplified Disclosures and the Corporations Regulations 2001; and
 - b) give a true and fair view of the financial position as at 30 June 2025 and the performance for the year ended on that date of the Batlow RSL Club Limited.
- 2. At the date of this statement, there are reasonable grounds to believe that the company will be able to pay its debts as and when they fall due.
- 3. The information disclosed in the consolidated entity disclosure statement is true and correct.

Dated at Batlow this 12th day of September 2025 Signed in accordance with a resolution of the Directors:

Director & Calcle



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF:

BATLOW RSL CLUB LIMITED

Opinion

We have audited the accompanying financial report of Batlow RSL Club Limited, which comprises the statement of financial position as at 30 June 2025, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, notes comprising a summary of significant accounting policies and other explanatory notes and the directors' declaration.

In our opinion, the financial report of Batlow RSL Club Limited is in accordance with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the Company's financial position as at 30 June 2025 and of their performance for the year ended on that date; and
- (ii) complying with Australian Accounting Standards Simplified Disclosures and the Corporations Regulations 2001.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities* section of our report. We are independent of the Company in accordance with the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

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

The Directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2025, but does not include the financial report and our auditor's report thereon.



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

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Directors' Responsibility for the Financial Report

The Directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal controls as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibility

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 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/Home.aspx. This description forms part of our auditor's report.

BUSH & CAMPBELL AUDIT PTY LTD Authorised Audit Company

David Rosetta Director

Wagga Wagga 12 September 2025



DISCLAIMER:

The additional financial data presented with this report being the Profit and Loss Account and Bar Trading Account are in accordance with the books and records of the Batlow RSL Club Limited which have been subjected to the audit procedures applied in our statutory audit of the Company for the year ended 30 June 2025. It will be appreciated that our statutory audit did not cover all details of additional financial data. Accordingly, we do not express an opinion on such financial data and no warranty of accuracy or reliability is given.

In accordance with our Firm's policy, we advise that neither the Firm nor any member or employee of the Firm undertakes responsibility arising in any way whatsoever to any person (other than the Company) in respect of such data, including any errors or omissions therein, arising through negligence or otherwise however caused.

BUSH & CAMPBELL AUDIT PTY LTD Authorised Audit Company

David Rosetta Director

Wagga Wagga 12 September 2025



PROFIT AND LOSS ACCOUNT

	2025	2024
	\$	\$
INCOME		
Commission - ATM	15,458	12,904
Commission - Pool Table	1,182	1,547
Commission - Keno	6,350	9,594
Commission - TAB	12,353	4,912
Donations and sponsorship	1,955	613
Grants received	1,265	013
Gross profit from bar trading	317,182	301,042
Green fees	3,983	3,387
Interest received	63,234	46,729
Members' subscriptions	4,121	4,444
Poker machine proceeds (net)	763,401	734,132
Poker machine rebate	17,180	17,180
Sundry	2,169	438
Raffles	53,270	
Room hire		48,864
	809	886
	1,263,912	1,186,672

PROFIT AND LOSS ACCOUNT

	2025 \$	2024 \$
EXPENDITURE		
Advertising	3,529	3,059
Auditors' remuneration	15,445	14,130
Bank charges	5,362	4,589
Bowling expenses	1,642	911
Cleaning supplies	10,448	12,732
Depreciation	168,171	176,803
Doubtful Debts	605	170,803
Donations and sponsorships	10,253	11,191
Electricity and Gas	75,478	70,185
Insurance	105,918	93,984
Interest	105,716	369
Legal fees	6,542	3,181
Licences and registrations	8,714	8,073
Loss on disposal of assets	0,714	309
Members amenities and entertainment	103,000	
Poker machine duty	103,000	100,920 (14,943)
Printing, stationery and postage	9,024	4,135
Rates and water charges	19,389	18,633
Repairs and maintenance	72,388	63,964
Salaries and wages	428,966	433,607
Staff training, travel and uniform	16,385	16,348
Superannuation	47,514	44,849
Security	6,087	
Telephone/Internet	9,502	8,090
Sundry	3,869	9,268 3,683
	1,128,231	1,088,070
	1,120,231	1,066,070
Operating surplus	135,681	98,602
Tax expense	(12,801)	(8,872)
Operating surplus after tax	122,880	89,730

BAR TRADING ACCOUNT

	2025 \$	2024 \$
Sales	572,454	556,429
Less: Cost of goods sold		
Opening stock	22,599	29,828
Purchases	259,106	248,158
	281,705	277,986
Less: Closing stock	26,433	22,599
	255,272	255,387
Gross profit	317,182	301,042
Percentage of gross profit to sales	55.41%	54.10%