



Copy of financial statements and reports

If there is insufficient space in any section of the form, you may photocopy the relevant page(s) and submit as part of this lodgement

Company/scheme details

Company/scheme name
WESTERN SYDNEY FOOTBALL CLUB LIMITED

ACN/ARSN/PIN/ABN
15 130 190 242

Lodgement details

Who should ASIC contact if there is a query about this form? **19 FEB 2014**

ASIC registered agent number (if applicable)
NA

Firm/organisation
WESTERN SYDNEY FOOTBALL CLUB LIMITED

Contact name/position description
PAUL ERIKSSON

Telephone number (during business hours)
(02) 8756 4203

Email address (optional)
paul.eriksson@gwsgiants.com.au

Postal address
PO BOX 7112

Suburb/City
SILVERWATER

State/Territory
NSW

Postcode
2128

1 Reason for lodgement of statement and reports

- Tick appropriate box.
- See Guide for definition of Tier 2 public company limited by guarantee
- See Guide for definition of large proprietary company
- See Guide for definition of small proprietary company
- A public company or a disclosing entity which is not a registered scheme or prescribed interest undertaking (A)
 - A Tier 2 public company limited by guarantee (L)
 - A registered scheme (B)
 - Amendment of financial statements or directors' report (company) (C)
 - Amendment of financial statements or directors' report (registered scheme) (D)
 - A large proprietary company that is not a disclosing entity (H)
 - A small proprietary company that is controlled by a foreign company for all or part of the period and where the company's profit or loss for the period is not covered by the statements lodged with ASIC by a registered foreign company, company, registered scheme, or disclosing entity (I)
 - A small proprietary company, or a small company limited by guarantee that is requested by ASIC to prepare and lodge statements and reports (J)
 - A prescribed interest undertaking that is a disclosing entity (K)

Dates on which financial year begins and ends

Financial year begins **01/11/12** to Financial year ends **31/10/13**

[D] [D] [M] [M] [Y] [Y] [D] [D] [M] [M] [Y] [Y]

2 Details of large proprietary company

See Guide for definition of large and small proprietary companies.

If the company is a large proprietary company that is not a disclosing entity, please complete the following information as at the end of the financial year for which the financial statements relate:

A What is the consolidated revenue of the large proprietary company and the entities that it controls?

B What is the value of the consolidated gross assets of the large proprietary company and the entities that it controls?

C How many employees are employed by the large proprietary company and the entities that it controls?

D How many members does the large proprietary company have?

3 Auditor's or reviewer's report

Tick one box and complete relevant section(s)

Were the financial statements audited or reviewed?

Audited - complete B only

Reviewed - complete A and B

No

If no, is there a class or other order exemption current for audit/review relief?

Yes

No

A. Reviewed

Is the reviewer a registered company auditor, or member of The Institute of Chartered Accountants in Australia, CPA Australia Limited, or Institute of Public Accountants and holds a practising certificate issued by one of those bodies?

Yes

No

B. Audited or Reviewed

Is the opinion/conclusion in the report:

Modified? (The opinion/conclusion in the report is qualified, adverse or disclaimed)

Yes

No

Does the report contain an Emphasis of Matter and/or Other Matter paragraph?

Yes

No

4 Details of current auditor or auditors

Notes:

- Registered schemes must advise ASIC of the appointment of an auditor on a Form 5137 *Appointment of scheme auditor* within 14 days of the appointment of the auditor.
- A public company limited by guarantee may, in some circumstances, have their accounts reviewed. These companies are still required to have an auditor and these details must be provided.

Auditor registration number (for individual auditor or authorised audit company)

Family name Given name

or

Company name

ACN/ABN

or

Firm name (if applicable)
K P M C

Office, unit, level

Street number and Street name
147 COLLINS STREET

Suburb/City State/Territory Postcode
MELBOURNE VIC 3000

Country (if not Australia)

Date of appointment

0	8	/	1	0	/	1	0
[D]	[D]		[M]	[M]		[Y]	[Y]

A company may have two appointed auditors, provided that both auditors were appointed on the same date. Otherwise, an appointed auditor must resign, be removed or otherwise ceased before a subsequent appointment may be made.

Auditor registration number (for individual auditor or authorised audit company)

Family name Given name

or

Company name

ACN/ABN

or

Firm name (if applicable)

Office, unit, level

Street number and Street name

Suburb/City State/Territory Postcode

Country (if not Australia)

5 Statements and reports to be attached to this form

Financial statements for the year (as required by s295(2) and accounting standards)

- Statement of comprehensive income, may also include a separate income statement for the year
- Statement of financial position as at the end of the year
- Statement of cash flows for the year
- Statement of changes in equity.

OR

If required by accounting standards — the consolidated statements of comprehensive income/income statement, financial position, cash flows and changes in equity.

Notes to financial statements (see s295(3))

- Disclosures required by the regulations
- Notes required by the accounting standards
- Any other information necessary to give a true and fair view (see s297).

The signed directors' declaration about the statements and notes (see s295(4)).

The signed directors' report for the year, including the copy of the auditor's or reviewer's independence declaration (see s298 to s300A).

Signed auditor's report or, where applicable, reviewer's report (see s301, s307 to s308).

Concise report (if any) (see s319).

Signature

See Guide for details of signatory.

I certify that the attached documents marked (**A**) are a true copy of the original reports required to be lodged under s319 of the Corporations Act 2001.

Name

PAUL ERIKSSON

Signature



Capacity

- Director
 Company secretary

Date signed

1 8 / 0 2 / 1 4
[D] [D] [M] [M] [Y] [Y]

Lodgement

Send completed and signed forms to:
Australian Securities and Investments Commission,
PO Box 4000, Gippsland Mail Centre VIC 3841.

For more information

Web www.asic.gov.au
Need help? www.asic.gov.au/question
Telephone 1300 300 630

Or lodge the form electronically by:

- visiting the ASIC website www.asic.gov.au
- using Standard Business Reporting enabled software. See www.sbr.gov.au for more details.

DOCUMENTS ATTACHED AS ANNEXURE A

~~A~~ 18/2/2014

Western Sydney Football Club Limited
ABN 15 130 190 242

Annual Financial Report

31 October 2013

Western Sydney Football Club Limited

Contents

Directors' Report	1
Lead Auditor's Independence Declaration	6
Statement of Profit or loss and other comprehensive Income	7
Statement of Changes in Equity	8
Statement of Financial Position	9
Statement of Cash Flows	10
Notes to the Financial Statements	11
Directors' Declaration	25
Auditor's Report	26

Western Sydney Football Club Limited

Directors' report

The Directors present their report together with the financial report of the Western Sydney Football Club Limited ('the Club') for the year ended 31 October 2013 and the auditor's report thereon.

Directors

The Directors of the Club at any time during or since the end of the financial year are:

Mr Anthony Shepherd AO - Appointed 25th August 2011

(Anthony Shepherd is the Chairman of the National Commission of Audit, ex-Chairman of Transfield Services Limited, President of the Business Council of Australia, Deputy Chairman of The Sydney Cricket Ground Trust, Chairman of WestConnex Delivery Authority, Director of Virgin Australian International).

Mr Gus Seebeck - Appointed 25th August 2011

(Gus Seebeck is the Commercial Director of ESPN in Australia and New Zealand, Chairman of Sydney Hills Eagles AFL Football Club (NEAFL). Previously Network Ten Program Manager Sport and General Manager of PGA Tour of Australasia).

Qualifications: Graduate of the Curtin University of Technology in Perth, and the Curtin Graduate Business School. He also holds an MBA from the AGSM.

Ms Christine Cawsey AM - Appointed 25th August 2011

(Christine Cawsey is the Principal of Rooty Hill High School and the Immediate Past President of NSW Secondary Principals' Council) Principal of Rooty Hill High School, Member of the Board of The Smith Family, Australian Council of Educational Leaders and LLEAP (linking education, community and philanthropy).

Qualifications: Masters degree in educational administration (Macquarie University)

Mr Peter Taylor - Appointed 25th August 2011

(Peter Taylor is the Managing Director of AUTOCO Group. Chairman Sudden Infant Death Association: President Phillip Business District Association: He was previously the president of the Belconnen Football Club and VP of Magpies Sports Club)

Mr Joseph Carrozzi - Appointed 25th August 2011

(Joseph Carrozzi is Managing Partner of PricewaterhouseCoopers, Chairman, Foundation Board, Centenary Institute for Medical Research, Sydney Member of the Board of Governors of the Centenary Institute for Medical Research; Board Member of the Italian Chamber of Commerce & Industry in Australia (ICCI) and member of the Chairman's Council of the European Australian Chamber of Commerce, Chairman of the Club Audit and Risk committee).

Qualifications: Degrees in commerce and law (UNSW), admitted as a Barrister at Law in NSW, a member of the Institute of Chartered Accountants in Australia and a Fellow of the Tax Institute of Australia.

Western Sydney Football Club Limited

Ms Gabrielle Trainor - Appointed 25th August 2011

(Gabrielle Trainor is a director of the Barangaroo Delivery Authority, the Breast Cancer Network, Cape York Partnerships and the Whitlam Institute Fellow of the Australian Institute of Company Directors and honorary Associate in the Graduate School of Government at University of Sydney).

Mr John Webster – Appointed 16th February 2012

(John Webster is recently retired National Director of The Australian, Previously General Manager of the NewsLocal community newspaper group, Chief Sub Editor of the Melbourne Herald (1978-1987), Sports Editor of the Melbourne Sun (1987-1990), General Manager Herald & Weekly Times Pty Ltd (2001-2006), past director of the Melbourne Storm Rugby League Football Club (2004-2006).

Mr Andrew Stevens – Appointed 26th November 2012

(Andrew Stevens is the Managing Director of IBM Australia and New Zealand, Member of Business Council of Australia, Director of National Board of the Australian Information Industry Association and Board member of Australian Chamber Orchestra).

Qualifications: Bachelor of Commerce majoring in Accounting, Finance and Systems and has a Master of Commerce Marketing.

Mr Paul Moore – Appointed 12th September 2013

(Paul Moore is the Chairman and Chief Investment Officer of PM Capital. Previously Head of the Retail International Equity Group at Bankers Trust Australia (1985-1998)).

Qualifications: Bachelor of Commerce in Accounting, Finance & Information Systems; Honors Class 1.

Directors' meetings

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

	Board Meetings	
	A	B
Mr Anthony Shepherd AO (Chairman)	7	7
Mr Gus Seebeck	7	6
Ms Christine Cawsey AM	7	7
Mr Peter Taylor	7	6
Mr Joseph Carrozzi	7	5
Ms Gabrielle Trainor	7	4
Mr John Webster	7	7
Mr Andrew Stevens	6	4
Mr Paul Moore	1	1

A Number of meetings held during the time the Director held office during the year

B Number of meetings attended

Western Sydney Football Club Limited

Audit Committee meetings

The number of Audit Committee meetings and number of meetings attended by each member of the Audit Committee during the financial year are:

	Audit Committee Meetings	
	C	D
Mr Joseph Carrozzi (Chairman)	4	3
Ms Gabrielle Trainor	4	4
Mr Peter Taylor	4	4
Mr David Matthews	4	4
Mr Richard Griffiths	4	3
Mr Paul Eriksson	4	4

C Number of meetings held during the time the Director held office during the year

D Number of meetings attended

Principal activities and objectives

The principal activities of the Club are to administer and manage the Greater Western Sydney Football Club.

The Club was incorporated on 17th March 2008. During the financial year, the Club competed in the Australian Football League (AFL) & North Eastern Australian Football League (NEAFL) competitions.

The Club aims to compete competitively on field, generate greater interest, participation and support for Australian Football within the New South Wales & ACT regions and also positively contribute to the Greater Western Sydney community.

Operating and financial review

The net profit of the Club for the year ended 31 October 2013 was \$30,836 (2012: loss of \$176,647). The Club derived its revenue mainly from grants received from the Australian Football League (AFL), corporate sponsorships, membership and ticket sales as well as hospitality and events.

The Club's strategy is to build a high performance team that is competitive in the Australian Football League. The Club also aims to assist in increasing participation and support for Australian Football within the New South Wales and ACT regions.

State of affairs

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

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 other item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Club, to affect significantly the operations of the Club, the results of those operations, or the state of affairs of the Club, in future financial years.

Western Sydney Football Club Limited

Likely developments

The directors do not anticipate any major changes in the basis of operations of the Club and the future results of those operations in subsequent financial years.

Directors' benefits & interests

Since incorporation, no Director of the Club has received or become entitled to receive any benefit by reason of a contract made by the Club, or a related body corporate with a Director. Various sponsorship agreements have however been entered into with companies of which a Director of the Club is a Partner and has a substantial interest. This are listed in Note 17 – Related Parties.

Dividends

The constitution of the Club prohibits it from payment of dividends and accordingly no dividends were paid during the year.

Environmental regulations

The Club's operations are not subject to any significant environmental regulation under either Commonwealth or State legislation. The Director's believe that the Club has adequate systems in place for the management of its environmental requirements and is not aware of any breach of those environmental requirements as they apply to the Club.

Lead Auditor's Independence Declaration under Section 307C of The Corporations Act 2001

The Lead Auditor's Independence Declaration is set out on Page 6 and forms part of the Director's report for the year ended 31 October 2013.

Western Sydney Football Club Limited

Indemnification and insurance of officers and auditors

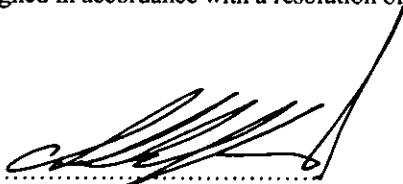
Indemnification

The Club has not, during or since the end of the financial year, in respect of any person who is or has been an officer or auditor of the Club or a related body corporate:

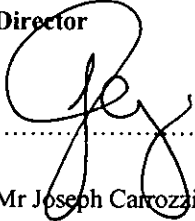
- (i) indemnified or made any relevant agreement for indemnifying against a liability incurred as an officer, including costs and expenses in successfully defending legal proceedings.
- (ii) paid or agreed to pay a premium in respect of a contract insuring against a liability for the costs or expenses to defend legal proceedings.

Signed at Sydney this 5th day of February 2014.

Signed in accordance with a resolution of the Directors.



Mr Anthony Shepherd AO
Director



Mr Joseph Carozzi
Director



Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To: the directors of Western Sydney Football Club Limited

I declare that, to the best of my knowledge and belief, in relation to the audit for the financial year ended 31 October 2013 there have been:

- (i) no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the audit

KPMG

KPMG

Dean Waters

Partner

Melbourne

5 February 2014

Western Sydney Football Club Limited

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 OCTOBER 2013

	Note	2013 \$	2012 \$
Revenue	2	31,959,745	30,741,223
Expenses			
Administration expenses		2,497,415	2,081,599
Depreciation expenses		125,470	102,790
Football expenses		20,149,504	19,378,106
IT expenses		69,533	69,572
Life Learning expenses		350,764	46,052
Marketing expenses		4,495,362	5,083,846
Membership expenses		1,320,145	1,377,435
Merchandise – Cost of sales		432,885	584,142
Merchandise – Write Off		353,708	-
Other expenses		246,844	406,633
Rental expenses		388,353	246,812
Venue expenses		1,498,926	1,540,883
Net profit/ (loss) before income tax		30,836	(176,647)
Income tax expense	1(h)	-	-
Net profit/ (loss) for the year		30,836	(176,647)
Other comprehensive income for the year		-	-
Total comprehensive income/ (loss) for the year		30,836	(176,647)

The Statement of Profit or Loss and Other Comprehensive Income is to be read in conjunction with the notes to and forming part of the financial statements set out on pages 11 to 24.

Western Sydney Football Club Limited

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 OCTOBER 2013

	2013	2012
	\$	\$
Total equity at the beginning of the year	(300,449)	(123,802)
Net Profit/ (loss)	30,836	(176,647)
Other Comprehensive Income	-	-
Total comprehensive income/(loss) for the year	30,836	(176,647)
Total equity at the end of the financial year	(269,613)	(300,449)

The Statement of Changes in Equity is to be read in conjunction with the notes to the financial statements set out on pages 11 to 24.

Western Sydney Football Club Limited

STATEMENT OF FINANCIAL POSITION AS AT 31 OCTOBER 2013

	Note	2013 \$	2012 \$
Current assets			
Cash and cash equivalents	6	214,604	99,969
Trade and other receivables	7	2,381,884	810,860
Inventory	8	231,128	343,774
Other	9	99,348	347,108
Total current assets		<u>2,926,964</u>	<u>1,601,711</u>
Non - current Assets			
Property, plant and equipment	10	<u>223,071</u>	<u>285,139</u>
Total non-current assets		<u>223,071</u>	<u>285,139</u>
Total assets		<u>3,150,035</u>	<u>1,886,850</u>
Current liabilities			
Trade and other payables	11	3,076,920	1,938,402
Employee entitlements	12	167,197	186,595
Legal Provision	13	60,000	-
Total current liabilities		<u>3,304,117</u>	<u>2,124,997</u>
Non - current liabilities			
Employee entitlements	12	<u>115,531</u>	<u>62,302</u>
Total non-current liabilities		<u>115,531</u>	<u>62,302</u>
Total liabilities		<u>3,419,648</u>	<u>2,187,299</u>
Net assets		<u>(269,613)</u>	<u>(300,449)</u>
Equity			
Retained earnings	14	<u>(269,613)</u>	<u>(300,449)</u>
Total equity		<u>(269,613)</u>	<u>(300,449)</u>

The Statement of Financial Position is to be read in conjunction with the notes to and forming part of the financial statements set out on pages 11 to 24.

Western Sydney Football Club Limited

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 OCTOBER 2013

	Note	2013 \$	2012 \$
Cash flows from operating activities			
Cash receipts in the course of operations		33,539,611	35,008,766
Cash payments in the course of operations		<u>(33,371,165)</u>	<u>(34,766,916)</u>
Net cash provided by/(used in) operating activities	15(ii)	<u>168,446</u>	<u>241,850</u>
Cash flows from investing activities			
Interest received		9,590	7,556
Payments for property, plant and equipment		<u>(63,402)</u>	<u>(182,992)</u>
Net cash provided by/(used in) investing activities		<u>(53,812)</u>	<u>(175,436)</u>
Net increase/(decrease) in cash and cash equivalents held		114,634	66,414
Cash and cash equivalents at the beginning of the financial year		<u>99,970</u>	<u>-</u>
Cash and cash equivalents at end of the financial year	15(i)	<u>214,604</u>	<u>99,969</u>

The Statement of Cash Flow is to be read in conjunction with the notes to and forming part of the financial statements set out on pages 11 to 24.

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

1. Statement of significant accounting policies

Western Sydney Football Club Limited ('the Club') is a company domiciled in Australia. The Club was incorporated on 17th March 2008. The address of the Club's registered office is Heritage Building A, Suites 2 and 3, 1 Herb Elliot Avenue, Sydney Olympic Park NSW 2127. The financial statements of the Club are as at and for the year ended 31 October 2013. The Club is primarily involved in administering and managing the Western Sydney Football Club Ltd. The Club is a not for profit entity.

The financial report was authorised for issue by the Board of Directors on 5th February 2014.

(a) Statement of compliance

The financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards ('AASBs') (including Australian Interpretations) adopted by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001. The financial reports of the Club comply with International Financial Reporting Standards ('IFRSs') and interpretations adopted by the International Accounting Standards Board (IASB).

(b) Basis of preparation

The financial report is presented in Australian dollars which is also the Club's functional currency.

It has been prepared on the basis of historical costs and except where stated, does not take into account changing money values or fair values of assets. The financial report has been prepared on an accrual basis.

The preparation of a financial report in conformity with Australian Accounting Standards requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

These accounting policies have been consistently applied and, except where there is a change in accounting policy, are consistent with those of the previous year.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of Australian Accounting Standards that have significant effect on the financial report and estimates with a significant risk of material adjustment in the next year are discussed in note 1.

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

1. Statement of significant accounting policies (continued)

(b) Basis of preparation (continued)

The following standards have been identified as those which may impact the Club in the year of initial application. They are available for early adoption at 31 October 2013, but have not been applied in preparing this financial report:

- AASB 9 *Financial Instruments* introduces new requirements for the classification and measurement of financial assets. Under AASB 9, financial assets are classified and measured based on the business model in which they are held and the characteristics of their contractual cash flows. AASB 9 introduces additions relating to financial liabilities. The IASB currently has an active project that may result in limited amendments to the classification and measurement requirements of AASB 9 and add new requirements to address the impairment of financial assets and hedge accounting. AASB 9 are effective for annual periods beginning on or after 1 January 2015 with early adoption permitted. The Club has not yet determined the potential effect of the standard.
- AASB 119 *Employee Benefits* changes the definition of short-term and other long-term employee benefits to clarify the distinction between the two. AASB 119 is effective for annual periods beginning on or after 1 January 2013 with early adoption permitted. The Club has not yet determined the potential effect of the standard.

(c) Reclassification of financial information

Where necessary, comparative financial information has been reclassified to achieve consistency in disclosure with current financial year amounts and other disclosures.

(d) Going Concern

The financial statements have been prepared on the going concern basis of accounting, which assumes the Club will be able to realise its assets and discharge its liabilities in the ordinary course of business.

The Club recorded an operating profit of \$30,836 for the year ended 31 October 2013 (2012: loss of \$176,647) and has a net deficiency of assets of \$269,613 as at 31 October 2013 (2012: net deficiency of assets of \$300,449). The directors believe that it is appropriate to prepare the financial report on a going concern basis because of the continued support of the Australian Football League (AFL). Refer Note 18 for detail of the AFL commitment.

(e) Revenue recognition

Revenues are recognised at fair value of the consideration received net of the amount of goods and services tax (GST) payable to the taxation authority. Exchanges of goods or services of the same nature and value without any cash consideration are not recognised as revenues. Exchanges of goods or services that aren't of the same nature are recognised as revenue at the notional fair value of the goods or services.

Sales Revenue

Sales revenue comprises revenue earned (net of returns, discounts and allowances) for the provision of products or services to entities outside the Club. Sales revenue is recognised within the period to which it contractually relates or when the fee in respect of services provided is receivable.

Interest Revenue

Interest income is recognised as it accrues, taking into account the effective yield of the financial asset.

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

1. Statement of significant accounting policies (continued)

(e) Revenue recognition (continued)

Grants

Grants that compensate the Club for expenses incurred are recognised as revenue in the income statement on a systematic basis in the same periods in which the expenses are incurred.

Marketing Revenue

Marketing revenue is recognised within the period to which it contractually relates or when the fee in respect of services provided is receivable.

Deferred Income

Deferred income is initially recognised at fair value. Deferred income is recognised in the profit or loss as income on a systematic basis in the same period in which the expenses are recognised or the accounting period to which the income relates to.

Membership Income

Membership income is recognised in the period to which the membership relates.

(f) Government Grants

Grants are recognised initially as deferred income at fair value when there is reasonable assurance that they will be received and the Club will comply with the conditions associated with the grant and are then recognised in profit or loss as government grants on a systematic basis over the useful life of the asset. Grants that compensate the Club for expenses incurred are recognised as revenue in the income statement on a systematic basis in the same periods in which the expenses are incurred.

(g) Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (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 the expense.

Receivables and payables are stated with the amount of GST included. The amount of GST recoverable from and payable to, the ATO is included as a current asset and liability in the Statement of Financial Position.

Cash flows are included in the statement of cash flows on a gross basis. The GST components of cash flows arising from investing and financing activities that are recoverable from, or payable to, the ATO are classified as operating cash flows.

(h) Taxation

The Club is exempt from income tax under Section 50-45 of the Income Tax Assessment Act 1997 as amended, as the activities are solely the promotion, administration and development of Australian Rules Football.

(i) Acquisition of assets

All assets acquired including property, plant and equipment and intangibles other than goodwill are initially recorded at their cost of acquisition at the date of acquisition, being the fair value of the consideration provided plus incidental costs directly attributable to the acquisition.

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

1. Statement of significant accounting policies (continued)

(i) Acquisition of assets (continued)

Expenditure, including that on internally generated assets other than research and development costs, is only recognised as an asset when the entity controls future economic benefits as a result of the costs incurred, that are probable and can be measured reliably. Costs attributable to feasibility and alternative approach assessments are expensed as incurred.

(j) Receivables

Trade and other receivables are stated at their amortised cost less any impairment loss (see accounting policy 1(p)).

The ability to collect debts is assessed at reporting date and specific provisions are made for any doubtful accounts. Where amounts owing are overdue more than one year these amounts are discounted to their present value.

(k) Property, plant and equipment

Owned assets

Items of property, plant and equipment are measured at cost or deemed cost less accumulated depreciation (see below) and impairment losses (see accounting policy 1(p)).

Leases assets

Leases of property, plant and equipment under which the Club assume substantially all the risks and benefits of ownership are classified as finance leases. Other leases are classified as operating.

Payments made under operating leases are expensed on a straight line basis over the term of the lease, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased property.

Depreciation and amortisation

The depreciation rates used for each class of asset, for the current and comparative financial year are as follows:

Straight line method

Plant and equipment	20%
IT equipment	25% to 33%
Furniture and fittings	10%

(l) Payables

Liabilities are recognised for amounts to be paid in the future for goods or services received. Trade accounts payable are normally settled within 30 days.

(m) Contributed equity / retained earnings

The Club is a company limited by guarantee to the extent of \$2.00 for each member. As at 31 October 2013, there was 1 voting member. The Memorandum of Association prevents the distribution of retained profits or payment of dividends to members.

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

1. Statement of significant accounting policies (continued)

(n) Employee benefits

Wages, salaries, annual leave and non-monetary benefits

Liabilities for employee benefits for wages, salaries and annual leave that are expected to be settled within 12 months of the reporting date represent present obligations resulting from employees' services provided to reporting date, calculated at undiscounted amounts based on remuneration wage and salary rates that the entity expects to pay as at reporting date including related on-costs, such as workers compensation insurance and payroll tax.

Long service leave

The provision for employee benefits to long service leave represents the present value of the estimated future cash outflows to be made resulting from employee's services provided to reporting date.

The provision is calculated using expected future increases in wage and salary rates including related on-costs and expected settlement dates based on turnover history and is discounted using the rates attaching to national government bonds at reporting date which most closely match the terms of maturity of the related liabilities. The unwinding of the discount is treated as long service leave expense.

Defined Contribution Superannuation fund

Contributions to employee superannuation funds are recognised as an expense as they are incurred.

(o) Financial instruments

Interest rate risk

The Club's major financial assets are cash deposits and are set on a floating interest rate basis and non interest bearing receivables.

Liquidity risk

Liquidity risk is the risk that the Club will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Club's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Club's reputation.

Foreign exchange risk

The Club is not exposed to any material foreign exchange risk as the Club operates within Australia and all material transactions undertaken are recorded in Australian dollars.

Credit risk

Credit risk represents the loss that would be recognised if counterparties failed to perform as contracted. The credit risk on financial assets, which have been recognised on the balance sheet, approximates the carrying amount. The entity minimises the concentration of credit risk by undertaking transactions with a wide range of sponsors and customers.

Net fair values

The directors consider that the carrying amount of recognised financial assets and liabilities approximates their net fair values.

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

1. Statement of significant accounting policies (continued)

(p) Impairment

The carrying amounts of assets valued on the cost basis are reviewed to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised where the asset's carrying amount exceeds the recoverable amount.

(q) Inventory

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out principle, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

	2013	2012
	\$	\$
2 Income		
AFL Distributions & Match Receipts	18,258,937	18,630,357
Community & Development	554,247	360,201
Government Grants	2,473,000	2,350,000
Interest Received	9,590	7,556
Marketing & Sponsorship	9,195,289	7,723,218
Membership & Merchandise	1,468,682	1,669,891
	31,959,745	30,741,223
3 Other expenses		
Operating lease rentals	327,378	691,215
	327,378	691,215
4 Employee expenses		
Wages and salaries	18,872,350	16,429,767
Superannuation expenses	1,139,928	1,065,974
Increase/(Decrease) Annual Leave Liability	(47,744)	59,933
Increase/(Decrease) Long Service Leave Liability	40,616	32,387
	20,005,150	17,588,061
5 Auditor's remuneration		
Audit services		
KPMG Australia:		
Audit and review of the financial report	30,000	35,000
	30,000	35,000
Other services		
KPMG Australia:		
Assurance and Tax services	20,000	6,825
	20,000	6,825

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

	2013	2012
	\$	\$
6 Cash and cash equivalents		
Cash on hand	1,900	3,000
Cash at bank	212,704	96,969
	214,604	99,969
7 Trade and other receivables		
Current		
Trade receivables	2,369,697	789,296
Less: Provision for doubtful debts	-	(21,414)
Other debtors	12,187	42,978
	2,381,884	810,860
8 Inventory		
Merchandise – Stock on hand	231,128	343,774
	231,128	343,774
9 Other assets		
GST refundable	78,519	233,837
Prepayments	20,829	113,271
	99,348	347,108
10 Property, plant and equipment		
Plant and equipment		
<i>At cost</i>	73,265	73,265
<i>Less: accumulated depreciation</i>	(54,200)	(36,150)
	19,065	37,115
IT equipment		
<i>At cost</i>	437,071	373,669
<i>Less: accumulated depreciation</i>	(236,931)	(130,025)
	200,140	243,644
Furniture and fittings		
<i>At cost</i>	5,136	5,136
<i>Less: accumulated depreciation</i>	(1,270)	(756)
	3,866	4,380
Net book value	223,071	285,139

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

	2013	2012
	\$	\$
10 Property, plant and equipment (continued)		
Reconciliations		
Reconciliations of the carrying amounts for each class of plant and equipment are set out below:		
Plant and equipment		
Carrying amount at beginning of year	37,115	55,215
Additions	-	-
Disposals	-	-
Depreciation	(18,050)	(18,100)
Carrying amount at end of year	19,065	37,115
IT equipment		
Carrying amount at beginning of year	243,644	146,815
Additions	63,402	181,082
Disposals	-	-
Depreciation	(106,906)	(84,253)
Carrying amount at end of year	200,140	243,644
Furniture and fittings		
Carrying amount at beginning of year	4,380	2,908
Additions	0	1,909
Disposals	-	-
Depreciation	(513)	(437)
Carrying amount at end of year	3,867	4,380
11 Trade and other payables		
Current		
Trade payables	1,820,855	934,440
Other payables and accruals	725,010	375,501
GST payable	136,713	178,170
Prepaid income	394,342	450,291
	3,076,920	1,938,402
12 Employee entitlements		
Current		
Provision for annual leave	110,879	158,622
Provision for long service leave	56,318	27,973
	167,197	186,595

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

	2013	2012
	\$	\$
12 Employee entitlements (continued)		
Non-current		
Provision for long service leave	115,531	62,302
Employee numbers	60	53
13 Legal Provision		
Provision for Legal Expenditure	60,000	-
14 Retained earnings/(losses)		
Retained earnings/(losses) at the beginning of the financial year	(300,449)	(123,802)
Net profit/(loss)	30,836	(176,647)
Retained earnings/(losses) at the end of the financial year	(269,613)	(300,449)
14a Capital and other commitments		
Non-cancellable operating lease commitments		
Future operating lease commitments not provided for in the financial statements and payable:		
Not later than one year	305,302	326,510
Later than one year but not later than five years	521,764	1,037,107
Later than five years	-	-
	827,066	1,363,617

Staff superannuation fund

The Club contributes to an accumulation fund in accordance with the Superannuation Guarantee Act and employees may make additional contributions to the fund. The employees are entitled to their balances in the fund on retirements, disability or death without any qualifying criteria.

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

15 Notes to the statement of cash flows

For the purposes of the statement of cash flows, cash includes cash on hand and at bank. 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:

	2013	2012
	\$	\$
(i) Reconciliation of cash		
Cash at bank and on hand	214,604	99,969
	214,604	99,969
(ii) Reconciliation of profit/(loss) from operating activities after income tax to net cash provided by/(used in) operating activities		
Profit/(loss) from operating activities	30,836	(176,647)
Add / (less) items from finance/ investing activities:		
Interest received	(9,590)	(7,556)
Add non-cash items:		
Depreciation	125,470	102,790
Net cash from /(used in) operating activities before change in assets and liabilities	146,716	(81,413)
Change in assets and liabilities during the financial year:		
(Increase)/decrease in receivables	(1,571,025)	1,289,461
(Increase)/decrease in inventories	112,646	(343,774)
(Increase)/decrease in other assets	247,761	(101,975)
Increase/(decrease) in payables	1,138,518	(612,768)
Increase/(decrease) in provisions	93,831	92,319
Net cash from/(used in) operating activities	168,446	241,850

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

16 Executive officers remuneration

Details of the nature and amount of each major element of remuneration of the directors of the Club and the Club executives.

		Salary & fees	Post-employment benefits	Total
		\$	\$	\$
Directors Non-executive	2013	-	-	-
	2012	-	-	-
Directors Executive	2013	-	-	-
	2012	-	-	-
Executives	2013	882,770	48,104	930,874
	2012	310,997	29,030	340,027

Executive Officers of the Club include the Chief Executive Officer, Chief Operating Officer and the Chief Financial Officer.

17 Related parties

Directors' transactions with the Club

No directors have elected to receive remuneration for their services as a director of the Club during 2013.

During the year a number of the Directors purchased Club membership packages, finals tickets, attended Club functions, made donations and contributed towards fundraising auctions. The terms and conditions of the transactions with the Directors and their Director related entities were no more favourable than those available, or which might be reasonably expected to be available, on similar transactions to non-director related entities on an arm's length basis.

Transactions with related parties

During the Period, the Club received grant revenue of \$18,168,595 from the AFL. No directors were employees of the AFL during the course of the year. Other services provided by the AFL are billed based on normal market rates for these services and were due and payable under normal payment terms.

A sponsorship agreement has been entered into with PricewaterhouseCoopers in 2013 to the value of \$150,000 of which a Director of the Club is a Managing Partner.

A sponsorship agreement has been entered into with PM Capital in 2013 to the value of \$200,000 of which a Director of the Club is the Chairman, principal shareholder and chief investment officer.

A sponsorship agreement has been entered into with Transfield Services Limited in 2013 to the value of \$100,000 of which a Director of the Club is the Chairman.

The Club has used the services of Virgin Australia in 2013 to the value of \$484,921 of which a Director of the Club is a Director.

An academy agreement has been entered into with AFL NSW/ ACT in 2013 to the value of \$250,000 of which a Director of the Club is a Commission Member.

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

17 Related parties (continued)

Executive Officers of the Club include the Chief Executive Officer (CEO). Following management changes of the Club in 2011, the AFL seconded a senior executive to act as CEO during 2012. As a result of this the Club was not responsible for the CEO's remuneration for the year ended 31 October 2012. Details of his remuneration were disclosed in the AFL's 2012 Annual Financial Report.

18 Economic dependency

The Club's operations are dependent upon the receipt of distributions from the AFL. Over a 6 year period from 1 November 2010 to 31 October 2016, the AFL have committed to \$84,850,000 of distributions to the Club.

19 Segment reporting

The Club's activities are entirely the administration and promotion of Australian Rules Football and are confined to New South Wales and ACT.

20 Contingent Liabilities

As at 31 October 2013 there were no contingent liabilities.

21 Financial instruments – Risk management

(a) Exposure to credit risk

The carrying amount of the financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

	Note	2013	2012
		\$	\$
Cash and cash equivalents	6	214,604	99,969
Trade and other receivables	7	2,381,884	810,860
		2,596,488	910,829

(b) Impairment losses

The aging of the Clubs trade receivables at reporting date was as follows:

	2013		2012	
	Gross	Impairment	Gross	Impairment
	\$	\$	\$	\$
Current	298,766	-	315,374	-
Past due 31-60 days	672,568	-	80,252	-
Past due 61-90 days	118,837	-	145,277	-
Past due 91+ days	1,291,714	-	291,371	(21,414)
	2,381,885	-	832,274	(21,414)

Western Sydney Football Club Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2013

21 Financial instruments (continued)

(c) Interest rate risk

The Club holds cash at floating interest rates. All other financial assets and liabilities are non-interest bearing. The Club does not enter into interest rate swaps, forward rate agreements or interest rate options to manage cash flow risks associated with the interest rates on borrowings.

At reporting date the interest rate profile of the Club's interest bearing financial instruments was:

	2013	2012
	\$	\$
Floating rate instruments		
Financial assets	214,604	99,969
Financial liabilities	-	-
	214,604	99,969

Cashflow sensitivity analysis for variable rate financial assets

A change of 100 basis points in interest rates at the reporting date would have increased/(decreased) profit or loss by the amounts shown below.

	100bp Increase	100 bp decrease
	\$	\$
31 October 2013		
Variable rate financial assets	2,146	(2,146)
31 October 2012		
Variable rate financial assets	1,000	(1,000)

(d) Interest rates used for determining fair value

The interest rates used to determine the Club's discount estimated cash flows, where applicable, are based on the effective weighted average interest rate for classes of financial assets and liabilities as set out below:

	Note	Average Interest Rate 2013	Average Interest Rate 2012
<i>Interest bearing financial assets</i>			
Cash at bank	6	4.36%	3.65%

22 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 Club, to affect significantly the operations of the entity, the results of those operations, or the state of affairs of the Club in future financial years.

Western Sydney Football Club Limited

Directors' declaration

1. In the opinion of the directors of the Western Sydney Football Club Limited ('the Club'):

- (a) the financial statements and notes, set out on pages 7 to 24 are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the financial position of the Club as at 31 October 2013 and of its performance, for the year ended on that date; and
 - (ii) complying with Accounting Standards in Australia (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and
- (b) there are reasonable grounds to believe that the Club will be able to pay its debts as and when they become due and payable.

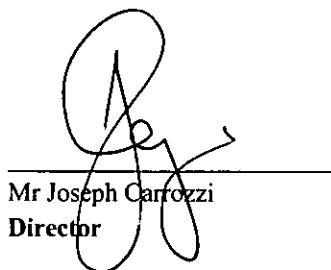
2. The Directors draw attention to Note 1(a) of the financial statements, which includes a statement of compliance with International Financial reporting Standards.

Dated at Sydney this 5th day of February 2014

Signed in accordance with a resolution of the directors;



Mr Anthony Shepherd AO
Director



Mr Joseph Carozzi
Director



Independent auditor's report to the members of Western Sydney Football Club Limited

Report on the financial report

We have audited the accompanying financial report of Western Sydney Football Club Limited (the Club), which comprises the statement of financial position as at 31 October 2013, and the statement of profit and loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, notes 1 to 22 comprising a summary of significant accounting policies and other explanatory information and the directors' declaration.

Directors' responsibility for the financial report

The directors of the Club are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In note 1(a), the directors also state, in accordance with Australian Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with International Financial Reporting Standards.

Auditor's responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the financial report that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We performed the procedures to assess whether in all material respects the financial report presents fairly, in accordance with the *Corporations Act 2001* and Australian Accounting Standards, a true and fair view which is consistent with our understanding of the Club's financial position and of its performance.

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



Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*.

Auditor's opinion

In our opinion:

(a) the financial report of Western Sydney Football Club Limited is in accordance with the *Corporations Act 2001*, including:

(i) giving a true and fair view of the Club's financial position as at 31 October 2013 and of its performance for the year ended on that date; and

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

(b) the financial report of the Club also complies with International Financial Reporting Standards as disclosed in note 1(a).

KPMG

KPMG

Dean Waters
Partner

Melbourne

5 February 2014