

QANTAS SUPERANNUATION LIMITED
ABN 47 003 806 960

General purpose financial report

Trustee directors' report

Qantas Superannuation Limited (Trustee) presents its report together with the financial statements for the year ended 30 June 2024 and the Independent Audit Report thereon.

Principal activities

The Company was established as a not-for-profit entity to act as Trustee for the Qantas Superannuation Plan (Plan) (ABN 41 272 198 829). The Trustee received fees and paid expenses related to acting as Trustee of the Plan during the year.

Trustee directors

The names of the persons who were Trustee directors during the year and up to the date of this report are:

Employer appointed:	Member elected:
John Atkin (Chair)	Richard Garner (Group A)
Cecilia Ho	Klair Safier (Group B)
Lorraine Berends AM	Denis Evison (Group C)
Rachel Yangoyan	Luke Murray (Group D)
Reed Tanger	Lyle Brownscombe (Group E)

Directors' Meetings

The number of directors' meetings held in the year and the number of meetings attended by each director are detailed below.

Directors	Directors' Meetings	
	Number of Meetings Eligible to Attend (incl. Circular Resolutions)	Number of Meetings Attended
John Atkin (Chair)	8	8
Cecilia Ho	8	8
Denis Evison	8	8
Klair Safier	8	8
Lorraine Berends AM	8	8
Luke Murray	8	8
Lyle Brownscombe	8	8
Richard Garner	8	7
Rachel Yangoyan	8	7
Reed Tanger	8	7

Dividends

No dividend was paid or provided for in respect of the year ended 30 June 2024 (2023: nil).

Operating result

The operating profit of the Trustee for the year ended 30 June 2024 after providing for income tax was nil (2023: nil).

QANTAS SUPERANNUATION LIMITED
ABN 47 003 806 960

Trustee directors' report (continued)

Significant changes in the state of affairs

On 21 September 2023, the Trustee Board approved that the Trustee would commence a process of exploring merger options for the Plan. This conclusion was reached after carefully reviewing the Plan's scale compared with leading superannuation funds, the sustainability of the Plan and the legislative and regulatory environment.

On 16 July 2024, the Trustee Board entered into an agreement to merge the Plan with Australian Retirement Trust. As the corporate sponsor of the Plan, QAL is also a party to this agreement. This agreement followed a rigorous process by the Trustee Board, including a comprehensive assessment of the options available to the Plan. This assessment considered each of the leading merger options available to the Plan, as well as assessing the option of the Plan remaining an independent corporate super fund.

The agreement sets out the framework that will be used to prepare for the implementation of a merger. The merger is expected to occur by way of a Successor Fund Transfer (SFT), which is a method that is set out in Federal Government legislation. There are significant legal requirements that must be complied with prior to implementing a SFT, so implementation is subject to both Qantas Super's and Australian Retirement Trust's trustees completing the final assessments of their respective Members' best financial interests and equivalency of rights in relation to benefits, and each of the relevant parties signing relevant legal agreements, including an SFT Deed.

Other than reaching an agreement to merge the Plan with Australian Retirement Trust, there were no other significant changes in the state of affairs of the Plan that occurred during the year.

Events since the end of the financial year

As at the date of this report, except as disclosed above, no additional events have arisen since 30 June 2024 that have significantly affected the Plan.

Likely developments and expected results of operations

As at the date of this report, except as disclosed above, there are no additional likely developments or expected results to disclose.

Environmental obligations

The Trustee directors are not aware of any breaches of any environmental legislation or of any significant environmental incidents during the year which are material in nature.

Indemnities and insurance

Trustee Constitution

The constitution of the Trustee provides an indemnity to the fullest extent permitted by law to past and present directors and secretaries of the Trustee:

- for legal costs reasonably incurred in connection with a “Claim” brought against them in their capacity as an officer of the Trustee; and
- for any other liabilities incurred in their capacity as an officer of the Trustee.

Claim is broadly defined in section 6.3 of the Trustee’s constitution.

Protection Deed provided by Qantas Airways Limited to Trustee directors

All Trustee directors have entered into a Protection Deed with Qantas Airways Limited (a related body corporate, and the parent entity, of the Trustee). The indemnity in the Protection Deed applies to the maximum extent permitted by law in respect of a liability a Trustee director may incur in their capacity as a Trustee director. The indemnity does not apply to the extent that the Trustee director is indemnified by the Trustee or under an insurance policy.

Insurance

The Trustee has a contract of insurance that covers Trustee directors and officers. Details of the nature of the liabilities covered, and the amount of the premiums paid in respect of the contract of insurance, are not disclosed, as disclosure is prohibited under the terms of the contract.


Qantas Airways Limited also has contracts of insurance for policies that cover Trustee directors and officers of the Trustee, and the terms of those contracts also prohibit disclosure of the liabilities covered and premiums paid.

QANTAS SUPERANNUATION LIMITED
ABN 47 003 806 960

Auditor's Independence Declaration

The auditor's independence declaration is included on page 16.

Signed pursuant to a resolution of the Trustee directors:



Trustee director 24 Sep, 2024 2:57:38 PM GMT+10
John Atkin



Trustee director 24 Sep, 2024 3:10:34 PM GMT+10
Luke Murray

24 September 2024



Auditor's Independence Declaration

As lead auditor for the audit of Qantas Superannuation Limited for the year ended 30 June 2024, I declare that to the best of my knowledge and belief, there have been:

- (a) no contraventions of the auditor independence requirements of 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.

A handwritten signature in black ink that reads 'BSS Tompsett'.

BSS Tompsett
Partner
PricewaterhouseCoopers

Sydney
24 September 2024

QANTAS SUPERANNUATION LIMITED

Trustee directors' declaration

In the Trustee directors' opinion the accompanying financial report has been prepared in accordance with Australian Accounting Standards.

In the Trustee directors' opinion:

- (a) the financial report and notes set out on pages 6 to 15 are in accordance with the Corporations Act 2001, including:
 - (i) complying with Australian Accounting Standards and the Corporations Regulations 2001; and
 - (ii) giving a true and fair view of the Trustee's financial position as at 30 June 2024 and of its performance for the financial year ended on that date;
- (b) the consolidated entity disclosure statement required by section 295(3A)(a) of the Corporations Act 2001 is true and correct; and
- (c) there are reasonable grounds to believe that the Trustee will be able to pay its debts as and when they become due and payable.

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



Trustee director _____
24 Sep, 2024 5:06:11 PM GMT+10



Trustee director _____
24 Sep, 2024 4:49:21 PM GMT+10

24 September 2024

QANTAS SUPERANNUATION LIMITED

**Statement of Comprehensive Income
For the Year Ended 30 June 2024**

	Note	2024 \$	2023 \$
Reimbursement of expenses	2 (l)	181,856	145,722
Trustee expenses	2 (l)	181,856	<u>145,722</u>
Profit before related income tax expense	2 (l)	-	-
Income tax expense		<u>-</u>	<u>-</u>
Profit or (loss) attributable to the parent		<u>-</u>	<u>-</u>
Other comprehensive income, net of tax		<u>-</u>	<u>-</u>
Total comprehensive income attributable to the parent		<u>-</u>	<u>-</u>

The above Statement of Comprehensive Income is to be read in conjunction with the notes to the financial report set out on pages 10 to 15.

QANTAS SUPERANNUATION LIMITED

**Statement of Financial Position
As at 30 June 2024**

	Notes	2024 \$	2023 \$
Assets			
Receivables	4	<u>100</u>	<u>100</u>
Total assets		<u>100</u>	<u>100</u>
Net assets		<u>100</u>	<u>100</u>
Equity			
Issued capital	5	<u>100</u>	<u>100</u>
Total equity		<u>100</u>	<u>100</u>

The above Statement of Financial Position is to be read in conjunction with the notes to the financial report set out on pages 10 to 15.

QANTAS SUPERANNUATION LIMITED

**Statement of Changes in Equity
For the Year Ended 30 June 2024**

	2024 \$	2023 \$
Opening total equity	100	100
Movements in equity during the year	<u>-</u>	<u>-</u>
Closing total equity	<u>100</u>	<u>100</u>

The above Statement of Changes in Equity is to be read in conjunction with the notes to the financial report set out on pages 10 to 15.

QANTAS SUPERANNUATION LIMITED

**Statement of Cash Flows
For the Year Ended 30 June 2024**

	2024	2023
	\$	\$
Cash flows from operating activities	-	-
Cash flows from investing activities	-	-
Cash flows from financing activities	-	-
	<hr/>	<hr/>
Net increase in cash held	-	-
Cash at the beginning of the year	-	-
	<hr/>	<hr/>
Cash at the end of the year	-	-
	<hr/> <hr/>	<hr/> <hr/>

The above Statement of Cash Flows is to be read in conjunction with the notes to the financial report set out on pages 10 to 15.

QANTAS SUPERANNUATION LIMITED

Notes to the financial report For the Year Ended 30 June 2024

Note 1: General information

Qantas Superannuation Limited is a company domiciled in Australia. The registered address is 10 Bourke Road, Mascot, NSW, 2020, Australia. The financial report was authorised for issue by the Trustee directors on 24 September 2024.

Note 2: Statement of significant accounting policies

(a) Statement of compliance

The financial report complies with the recognition and measurement requirements of Australian Accounting Standards, the presentation requirements of those Standards as modified by AASB 1060 *General Purpose Financial Statements – Simplified Disclosures for For-Profit and Not-for-Profit Tier 2 Entities* (AASB 1060) and the disclosure requirements in AASB 1060. Accordingly, the financial report complies with Australian Accounting Standards – Simplified Disclosures.

Unless covered in other notes to the financial report, the principal accounting policies applied in the preparation of this financial report are set out below. These policies have been consistently applied to all years presented, unless otherwise stated in the following text.

(b) Basis of preparation

This financial report has been prepared in accordance with the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements issued by the Australian Accounting Standards Board (AASB), and comply with other requirements of the law.

The statement of financial position is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and do not distinguish between current and non-current. Balances are expected to be recovered or settled within twelve months. All transactions, assets and liabilities are in Australian dollars.

The financial report is prepared based on fair value measurement of assets and liabilities except where otherwise stated.

(c) New and amended standards adopted during the year

There are no new or amended accounting standards that applied during the financial year.

(d) New Standards and Interpretations not yet Adopted

Certain new accounting standards, amendments to standards and interpretations have been published that are not mandatory for 30 June 2024 reporting periods and have not been early adopted by the Trustee. None of these are expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

QANTAS SUPERANNUATION LIMITED

**Notes to the financial report (continued)
For the Year Ended 30 June 2024**

Note 2: Statement of significant accounting policies (continued)

(e) Critical accounting estimates and judgements

The preparation of the financial report conforms with Australian Accounting Standards and requires Management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, 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 result 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.

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

(f) Cash and cash equivalents

Cash and cash equivalents comprise cash balances, short term bills and call deposits. Cash and cash equivalents are carried at face value of the amounts deposited or drawn.

(g) Receivables

Receivables are stated at cost less impairment losses which approximates fair value.

(h) Payables

Payables include liabilities and accrued expenses owing by the entity which are unpaid as at the end of the reporting period and are measured at fair value. These amounts are unsecured and are usually paid within 30 days of recognition.

(i) Revenue recognition

Revenue for Trustee services is recognised as it accrues based on the agreement with the Plan. Revenue from the investment of entity assets, such as interest, is recognised on an accruals basis when the entity has a right to receive that income.

(j) Expense recognition

Expenses are recognised as they are incurred.

QANTAS SUPERANNUATION LIMITED

**Notes to the financial report (continued)
For the Year Ended 30 June 2024**

(k) Income tax

Income tax expense comprises current and deferred tax. Income tax is recognised in profit and loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable on the estimated taxable income for the current year based on the applicable tax rate adjusted for instalment payments made to the Australian Taxation Office during the year and adjusted by changes in deferred tax assets and liabilities attributable to temporary differences.

Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities in the financial report and the amounts used for taxation purposes. Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise temporary differences and losses.

(l) Profit before related income tax expense

For the year ended 30 June 2024, the Trustee was registered for Goods and Services Tax and incurred expenses in performing the supply of trustee services to the Plan. These expenses were incurred by the Trustee and paid by the Plan on its behalf. The payment of expenses by the Plan on the Trustee's behalf represents revenue earned by the Trustee for the trustee services provided to the Plan.

(m) Consolidated entity disclosure statement

The Company does not have any controlled entities and is therefore not required by the Australian Accounting Standards to prepare consolidated financial statements. Therefore, section 295(3A)(a) of the Corporations Act 2001 does not apply to the entity.

QANTAS SUPERANNUATION LIMITED

**Notes to the financial report (continued)
For the Year Ended 30 June 2024**

Note 3: Auditor's remuneration

The Trustee's financial report is audited by PricewaterhouseCoopers in conjunction with the annual report of the Plan and the audit fees and other services are paid by the Plan.

	2024	2023
	\$	\$
Audit of the financial report	15,679	15,076
Taxation services	-	-
Total Auditor's remuneration	<u>15,679</u>	<u>15,076</u>

Note 4: Receivables

	2024	2023
	\$	\$
Current		
Trade debtors		
Related party – Qantas Airways Limited	<u>100</u>	<u>100</u>

Note 5: Share capital

Issued capital

100 (2023: 100) ordinary shares (not fully paid)	<u>100</u>	<u>100</u>
--	------------	------------

Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at shareholder meetings.

In the event of winding up of the Trustee, ordinary shareholders rank after all other shareholders and creditors and are fully entitled to any proceeds of liquidation.

QANTAS SUPERANNUATION LIMITED

**Notes to the Financial Statements (continued)
For the Year Ended 30 June 2024**

Note 6: Related parties

(a) Key Management Personnel (KMP)

The names of the persons who were Trustee directors up to the date of this report are:

Employer appointed:	Member elected:
John Atkin (Chair)	Richard Garner (Group A)
Cecilia Ho	Klair Safier (Group B)
Lorraine Berends AM	Denis Evison (Group C)
Rachel Yangoyan	Luke Murray (Group D)
Reed Tanger	Lyle Brownscombe (Group E)

The Trustee directors who are members of the Plan contribute on the same terms and conditions as other members.

(b) KMP remuneration

The Trustee directors are KMP for the purposes of AASB 124 *Related Party Disclosures*. In addition to the Trustee directors, Michael Clancy (Chief Executive Officer), Andrew Spence (Chief Investment Officer), Suzette Thurman (Chief Risk Officer) and Andy Moser (Chief Financial Officer) are also KMP.

The KMP remuneration is set out below. It is noted that the amounts disclosed exclude the total estimated notional value attributed to Trustee duties as disclosed on page 9 of the Plan Annual Report.

	2024	2023
	\$	\$
Short-term benefits	2,660,149	2,425,944
Post-employment	163,442	122,666
Total	<u>2,823,591</u>	<u>2,548,610</u>

Note 7: Subsequent events

Other than reaching an agreement to merge the Plan with Australian Retirement Trust, no subsequent events have arisen since 30 June 2024 that have significantly affected the Trustee.

QANTAS SUPERANNUATION LIMITED

**Notes to the financial report (continued)
For the Year Ended 30 June 2024**

Note 8: Trustee

The Trustee acts solely as Trustee for the Plan. Below is an extract from the Statement of Financial Position as appearing in the most recent audited accounts of the Plan.

	As at 30 June 2024 \$'000	As at 30 June 2023 \$'000
Total assets	9,352,751	8,910,636
Total liabilities excluding member benefits	516,393	518,946
Net assets available for member benefits	8,836,358	8,391,690
Total members benefits	8,427,528	8,087,268
Total reserves and DB surplus	408,830	304,422

The funding policy adopted in respect of the Plan is directed at ensuring that benefits accruing to members and beneficiaries are fully funded as the benefits fall due. As such, in advising the Trustee on employer contribution rates for Defined Benefit (DB) divisions, the Plan Actuary considers the long-term trends in such factors as Plan membership, salary growth and the market value of Plan assets.

As per the DB Funding Strategy document, the DB investment portfolio is progressively de-risked as the DB's funding position improves over time. The DB Funding Strategy document also sets out the manner in which the Trustee and the Plan Sponsor will respond in the event of the Plan moving into an "Unsatisfactory Financial Position" which is defined as the Plan's DB vested benefits exceeding the net assets related to those liabilities. The Plan's financial position is monitored by the Trustee each quarter and the Plan Actuary determines the amounts of any additional contributions to be made each quarter in line with the requirements of the DB Funding Strategy document.

Qantas Airways Limited has made DB contributions for the year ending 30 June 2024 in accordance with the recommendations of the Plan Actuary. No additional amounts were paid under the DB Funding Strategy for the year ended 30 June 2024. As at 30 June 2024 the Plan had a surplus of net assets over vested benefits.



Independent auditor's report

To the members of Qantas Superannuation Limited

Our opinion

In our opinion:

The accompanying financial report of Qantas Superannuation Limited (the Company) is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Company's financial position as at 30 June 2024 and of its financial performance for the year then ended
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

What we have audited

The financial report comprises:

- the statement of financial position as at 30 June 2024;
- the statement of comprehensive income for the year then ended;
- the statement of changes in equity for the year then ended;
- the statement of cash flows for the year then ended;
- the notes to the financial statements, including material accounting policy information and other explanatory information;
- the consolidated entity disclosure statement as at 30 June 2024; and
- the directors' declaration.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report.

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

Independence

We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report for the year ended 30 June 2024, 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 through our opinion on the financial report.

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

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

Responsibilities of the directors for the financial report

The directors of the Company are responsible for the preparation of the financial report in accordance with Australian Accounting Standards and the *Corporations Act 2001*, including giving a true and fair view, 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 preparing the financial report, the directors are responsible for assessing the ability of the Company 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 have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf. This description forms part of our auditor's report.

A handwritten signature in black ink that reads 'PricewaterhouseCoopers'.

PricewaterhouseCoopers

A handwritten signature in black ink that reads 'BSS Tompsett'.

BSS Tompsett
Partner

Sydney
24 September 2024