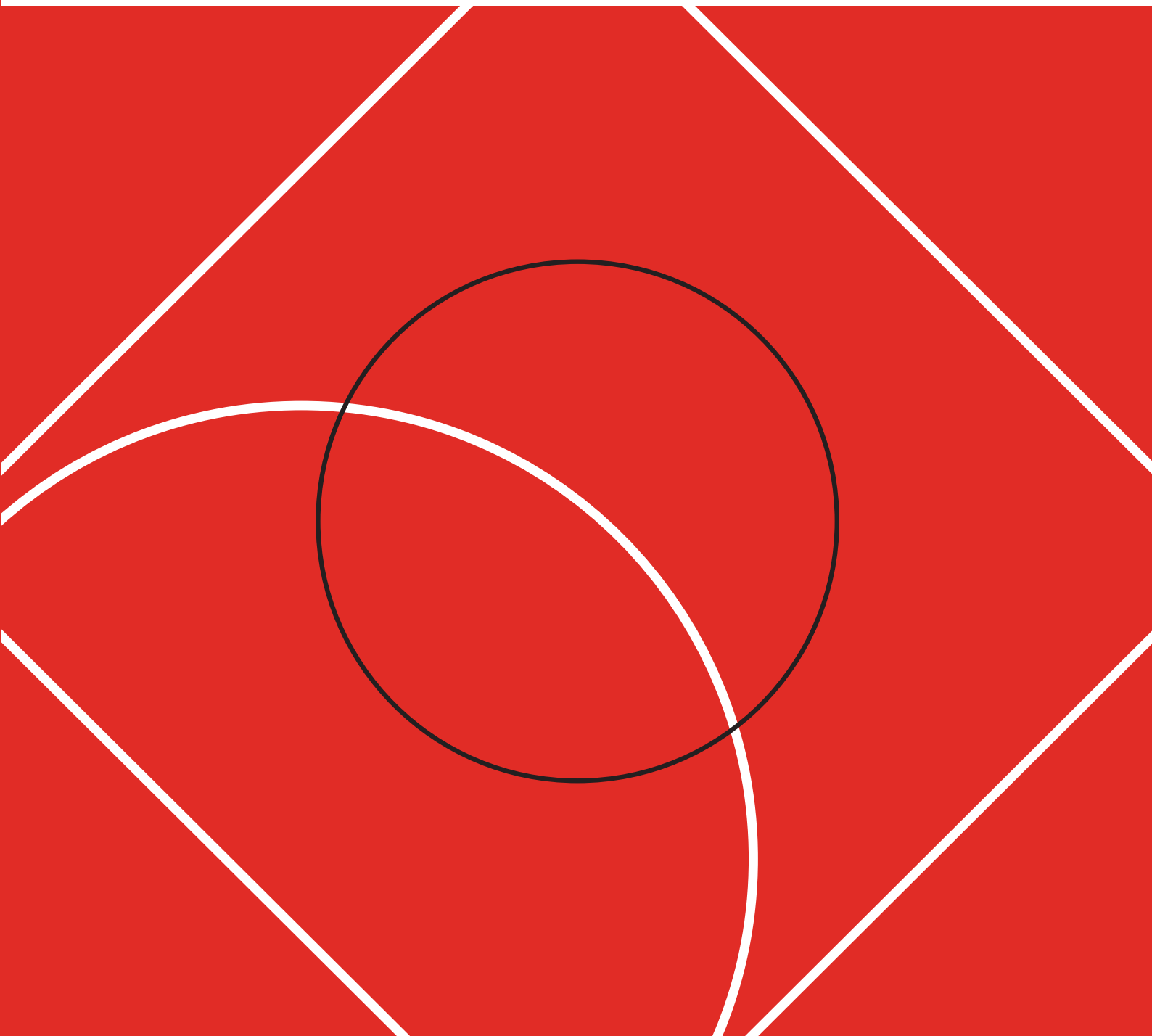




FLAGSHIP  
INVESTMENTS



ANNUAL REPORT 2020

## **FINANCIAL CALENDAR**

### **FINANCIAL YEAR END**

30 June 2020

### **SHARES TRADED EX DIVIDEND**

2 September 2020

### **DIVIDEND BOOKS CLOSE**

3 September 2020

### **DIVIDEND PAYMENT**

17 September 2020

## **ANNUAL GENERAL MEETING**

The Annual General Meeting of  
Flagship Investments Limited:

### **WILL BE HELD AT:**

The office of  
McCullough Robertson Lawyers  
Level 11, Central Plaza Two  
66 Eagle Street  
BRISBANE QLD 4000

### **TIME:**

3:30pm (QLD Time)

### **DATE:**

Tuesday 27 October 2020

## **INVESTING IN FLAGSHIP INVESTMENTS LIMITED**

Investors can purchase shares in  
Flagship Investments Limited  
through the Australian Securities  
Exchange.

ASX code: **FSI**

Flagship Investments Limited  
ABN 99 080 135 913  
Registered in Queensland  
23 September 1997



### **FLAGSHIP INVESTMENTS LIMITED DIRECTORS** (from left to right)

Dr Manny Pohl AM (Managing Director), Sophie Mitchell and Dominic McGann (Chairman)

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## HIGHLIGHTS FOR 2020

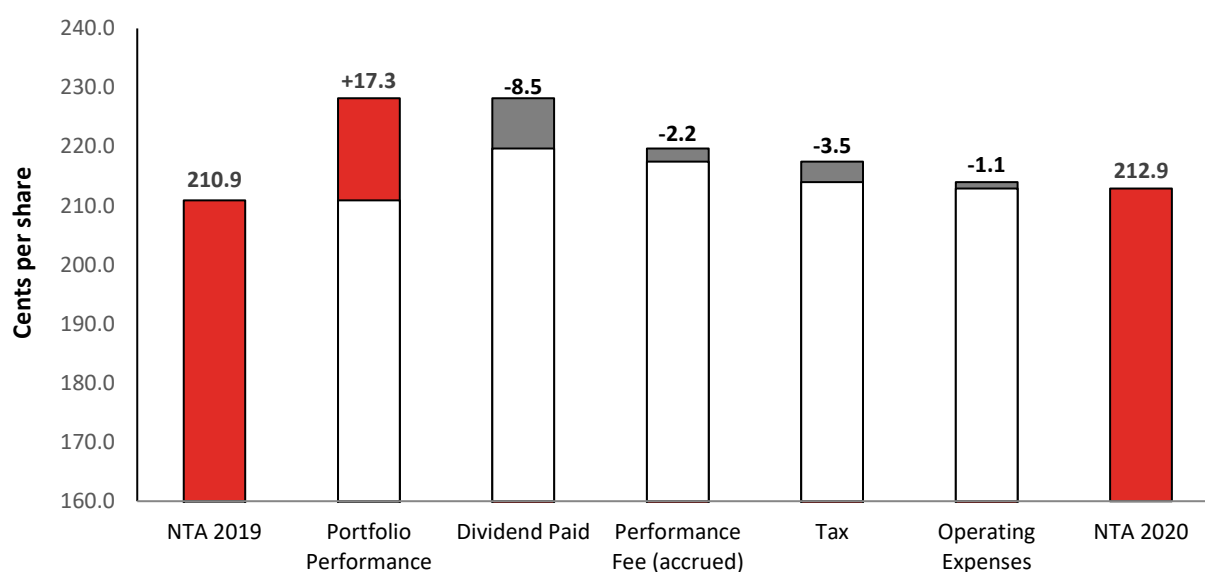


### Highlights for the year ending June 2020

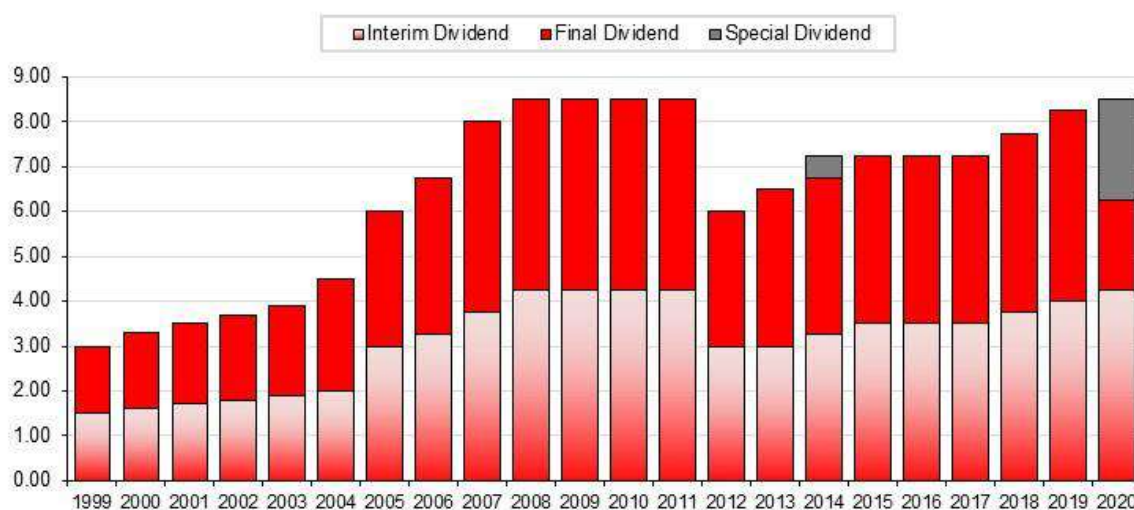
- ◆ The portfolio performance was a positive 8.4%, outperforming the All Ordinaries Index by 18.8 percentage points which decreased by 10.4% over the twelve-month period. The portfolio result is also 15.6 percentage points higher than the All Ordinaries Accumulation Index which decreased by 7.2% over the financial year.
- ◆ Interim dividend (2020) increased by 6.25% to 4.25 cents from 4.0 cents in 2019. Final dividend 2020 plus special dividend is 4.25 cents compared to 4.25 cents in 2019. Both dividends were fully franked and were fully attributable to LIC capital gains.
- ◆ Awarded 2020 Top Performer in the Asia Pacific smaller fund category by [Investors Choice Awards](#).



### Contribution to Net Tangible Assets (before tax on unrealised gains)



### Dividends per share as declared



Compound Annual Growth Rate 5.1% \*

\* (includes Special Dividend)



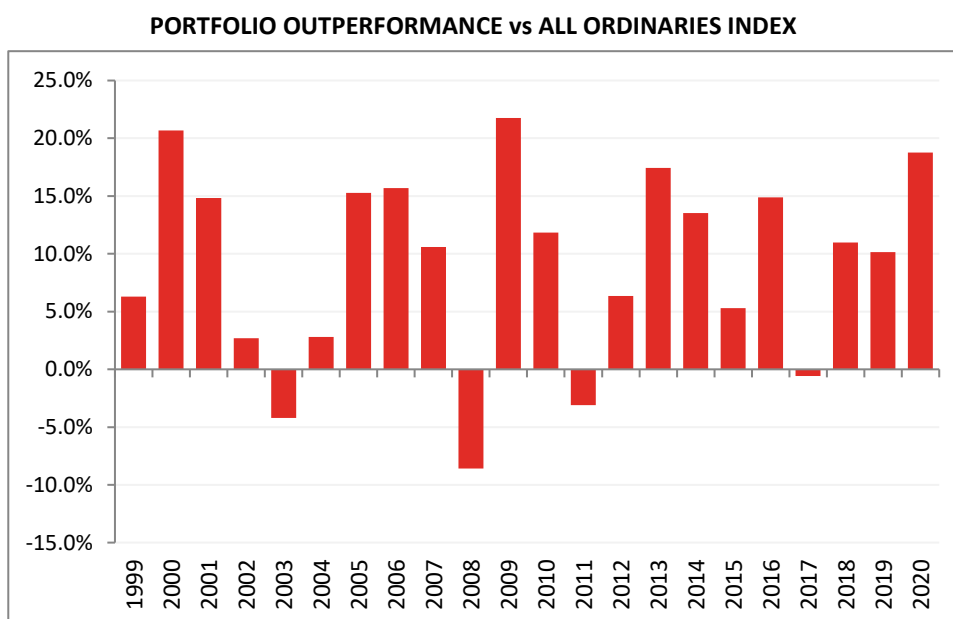
## Underlying Portfolio Performance

	6 months	1 year	5 years p.a.	10 years p.a.	Since Inception (1 May 1998) p.a.
Portfolio <sup>^</sup>	-1.1%	8.4%	13.0%	12.6%	12.4%
Bloomberg Bank Bill Index	0.3%	0.8%	1.7%	2.7%	3.5%
ASX All Ordinaries	-11.8%	-10.4%	1.9%	3.3%	3.7%
ASX All Ord Accumulation Index	-10.4%	-7.2%	6.2%	7.8%	8.0%

<sup>^</sup> Source: EC Pohl & Co Pty Ltd



## Relative Performance History



## Major Investments June 2020

TOP 10 INVESTMENTS		
	June 20	June 19
Commonwealth Bank of Australia	7.4%	5.1%
Rio Tinto Limited	6.9%	4.7%
Domino's Pizza Enterprises	6.3%	3.5%
Macquarie Group	6.3%	6.4%
Afterpay Limited	5.4%	3.1%
ResMed Inc	5.1%	4.3%
SEEK Limited	4.6%	6.3%
Pendal Group	4.4%	4.2%
HUB24 Limited	3.9%	3.8%
Carsales.Com	3.8%	4.0%
<b>TOTAL</b>	<b>54.1%</b>	<b>45.4%</b>

# OVERVIEW

## COMPANY PROFILE

Flagship Investments Limited (the “Company”) commenced operations in April 1998 and is a Listed Investment Company (LIC) providing investors with access to an expertly crafted quality portfolio of Australian growth companies.

The portfolio is managed by EC Pohl & Co Pty Ltd which has a strong funds management investment team renowned for its stability, track record and sound investment process.

The Manager’s investment strategy centres on the view that the economics of a business drives long-term investment returns and investing in high quality business franchises that have the ability to generate predictable, above-average economic returns will produce superior investment performance.

## MISSION

Creating Shareholder wealth through active management of a portfolio of ASX listed quality growth companies.

## OBJECTIVES

The investment objectives of Flagship Investments Limited are:

- ❖ To achieve medium to long-term capital growth and income through investing in a diversified portfolio of Australian companies;
- ❖ To preserve and enhance the NTA backing per share after allowing for inflation; and
- ❖ To provide Company Shareholders with a fully franked dividend, which over time, will grow at a rate in excess of the rate of inflation.

## INVESTOR BENEFITS

The benefits for investors in Flagship Investments Limited are:

- ❖ Reduced share investment risk through a diversified investment portfolio;
- ❖ Professional and disciplined management of an investment portfolio;
- ❖ Fully franked dividend income;
- ❖ Access to tax advantages of Listed Investment Company Capital Gains when available;
- ❖ Access to a Dividend Reinvestment Plan;
- ❖ Easy access to information via the Company’s website [www.flagshipinvestments.com.au](http://www.flagshipinvestments.com.au).

## INVESTMENT MANAGER

The management of the Company’s investment portfolio is undertaken by EC Pohl & Co Pty Ltd. There is no fixed management fee attached to the investment portfolio or administration of the Company. The Manager receives only a performance-based fee which is payable annually in arrears if the Company’s investments outperform the returns on a cash investment. If the Company’s net performance is less than the returns on a cash investment, no performance fee is payable ensuring the Manager is focused on absolute returns to Shareholders.

The Company’s portfolio of investments comprises companies with a sustainable competitive advantage whose operations cover a wide spectrum of business activities. The portfolio is constructed from the perspective of a business owner, by investing in well managed companies and not simply by tracking the index weighting of various component stocks.

Dr Manny Pohl AM is the Managing Director and major Shareholder of EC Pohl & Co Pty Ltd.

Information on the Investment Manager is available from [www.ecpohl.com](http://www.ecpohl.com).

## ENVIRONMENT, SOCIAL, GOVERNANCE

A business can only maintain a sustainable competitive advantage if it adequately respects all stakeholders in the business and environment in which it operates. Companies which are not engaged in sustainable practices, will not be able to generate above average economic returns throughout their life cycle. To this end, the Manager’s investment process scrutinises companies to see if they have the appropriate and sensible governance structures in place as well as incorporating sustainable practices into their day to day operations. Companies that do not meet standards of respect and integrity with regard to compensation structures, internal controls, accounting treatment, rules, relationships, systems and process throughout the organisation are not included in the portfolio.

In keeping with this philosophy, the Manager became a signatory to the United Nations-backed Principles for Responsible Investment Initiative in 2016. At the core of these principles is compliance with an investment approach that incorporates Environment, Social and Governance (ESG) factors into the investment decision making process and requires, where appropriate, engagement with investee Boards to uphold the best possible ESG outcomes.

## CHAIRMAN'S REPORT

Dear Fellow Shareholders,  
I am pleased to present the Annual Chairman's Report of Flagship Investments Limited for the 2019-2020 Financial Year.

### THE YEAR IN REVIEW

Whatever events occurred up to 31 December 2019, 2020 will forever be synonymous with COVID-19. COVID-19 is a global pandemic that has had an impact upon all levels of society in a way that is a 1 in 100-year event, if not more. Since the first case was announced, governments and medical organisations across the world have been working to understand the virus and develop a vaccine and thereby minimise the damage to the health of us all. That said, the isolation/social distancing measures implemented have come at a cost and caused havoc on the earning power of many businesses and individuals. To address that havoc, there have been a range of fiscal stimuli by governments and central banks. While there have been individual examples of consistent and comprehensible leadership, that has not been a uniform phenomenon.

Taken as a whole, it is too soon to tell if the worst is behind us or if there is more to come, in the form of further waves of COVID-19. As a result, the existing uncertainty remains from both a health and financial perspective. That said, having regard to the experience of the past six months, we are certainly better prepared to face any future challenges.

In terms of the Australian Market, overall, the All Ordinaries Index dropped 10.4% over 12 months to June 2020 despite having increased by 1.5% for the six months to December 2019. The volatility that was experienced from March to June was indicative of the fragile situation in which the whole world was operating and the diminished earnings forecasts and uncertainty of future conditions were difficult inputs for any analysis. Over the financial year, our portfolio increased 8.4%, which is a very pleasing result considering the circumstances.

The key contributor to this success is an investment process that starts by selecting companies with low debt ratios and a competitive advantage that is not reliant on external market factors, the process then builds on these fundamentals by forecasting earnings over the medium to long term to determine a weighting in the portfolio. It is this diligent application of long-term vision that allows us to remain calm and calculated in the investment process. On behalf of all Shareholders, I continue to be grateful for the efforts of our Manager, EC Pohl & Co Pty Ltd, for their disciplined stewardship of our assets and the returns we continue to enjoy.

### SHAREHOLDERS

On behalf of the Board, I would also like to record my gratitude to our Shareholders. One of the pleasing things through the turbulent oscillations of the market was the commitment from all Shareholders. When COVID-19 uncertainty translated into market fear, the reaction was significant. From the height of the market in February to the low in March, the volume of transactions of the ASX All Ordinaries Index totalled 37.6 billion (a 100% increase compared to same period last year), for Flagship Investments

Limited there were only 386,495 shares traded (a 9.9% increase on the same period last year and only 1.5% of the register).

The commitment from our Shareholders meant that the FSI share price did not languish with the rest of the market and investors saw value and continued to invest in us as the market recovered. We are grateful for your support and look forward to sharing the rewards in the future.

### DIVIDEND

As a listed investment company, Flagship Investments Limited relies on dividend income as its primary revenue source. With many companies delaying, reducing or cancelling dividends to preserve cash, our revenue in the second half of the year reduced below expectations. This theme is expected to continue into the new financial year. On this basis, the Board has decided to reduce the final dividend for the year to 2.0 cents per share which is equivalent in total to the dividends received and to pay a special dividend of 2.25 cents per share from the realised gains on investments so that the total dividend is the same as for the corresponding period. Overall, it represents a dividend for the year of 8.5 cents per share.

The Company aims to pay a dividend which over time will grow at a rate in excess of inflation. The decision to maintain the overall dividend was not taken lightly and reflects a desire to maintain a sustainable dividend during this period of uncertainty. Our reserves are still reasonable and this is due to realised gains made on the sale of investments during the year, and there have not been drastic changes to operating expenditure. However, the Directors are monitoring the situation closely and are prepared to reduce salaries and review other costs if we do not see a recovery in the dividends received or investment gains in the business.

### THE BOARD

I wish to record my appreciation for my fellow Board members for their support and input throughout the past year. In a climate of volatility where there are new risks to consider I am confident that the rigour and commitment from our Board ensures the best interests of Shareholders and other stakeholders are managed and protected.

In conclusion, I want to repeat the earlier sentiment and sincerely thank Shareholders for their on-going support. Long-term, supportive shareholders are the backbone of any business, they understand the operations, command management accountability and focus on long-term results. We are humbled to serve our dedicated Shareholders.

Yours sincerely



**Dominic McGann**  
Chairman





# DIRECTORS' REPORT

Your Directors present their report on Flagship Investments Limited for the financial year ended 30 June 2020.

## 1. DIRECTORS

The following persons were Directors of Flagship Investments Limited for the entire financial year: D McGann, Dr E Pohl AM and S Mitchell. S Barrett Alternate Director to D McGann and S Mitchell.

## 2. INFORMATION ON DIRECTORS



### **Dominic M McGann**

Solicitor of the Supreme Court of Queensland, LLB (QIT),  
LLM (Sydney University), LLM (Bond University)

*Non-Executive Chairman*

*Member of Audit and Risk Committee*

### **Experience and expertise**

Appointed Non-Executive Director on 8 October 2009.  
Appointed Chairman on 4 November 2016  
Extensive experience as a Partner with McCullough  
Robertson Lawyers and a Solicitor with the Supreme  
Court of Queensland.

### **Other current directorships:**

Director of TRI Foundation Limited  
Director of Frazer Family Foundation Pty Ltd  
Chair of Queensland Music Festival Limited  
Trustee of Committee for Economic Development of  
Australia  
Director of Multicap Limited

### **Former Listed Company directorships in last 3 years**

None

### **Interest in Shares**

447,562 ordinary shares



### **Dr Emmanuel (Manny) C Pohl AM**

B.Sc (Eng), MBA, DBA, FAICD, MSAFAA, F Fin

*Managing Director*

### **Experience and expertise**

Managing Director since the inception of the Company in  
1997.  
Extensive experience in the funds management industry.

### **Other current directorships**

Managing Director of Global Masters Fund Limited  
Managing Director of Athelney Trust Plc  
Chairman of EC Pohl & Co Pty Ltd  
Chairman of ECP Asset Management Pty Ltd  
Chairman and President of Bond University Rugby Club  
Director of Bond University Limited  
Director of Huysamer International Holdings (Pty) Ltd  
Trustee of Currumbin Wildlife Hospital Foundation

### **Former Listed Company directorships in last 3 years**

Director of Barrack St Investments Limited (June 2017).

### **Interest in Shares**

10,244,194 ordinary shares

Has a relevant interest in shares in the Company and he  
holds a Power of Attorney arrangement with a number of  
Shareholders.





**Sophia (Sophie) A Mitchell**

B.Econ, GAICD

*Non-Executive Director  
Chairman of Audit and Risk Committee*

***Experience and expertise***

Appointed a Non-Executive Director on 11 June 2008. Management and industry experience as a former executive of Morgans, former portfolio Manager Seymour Funds Management (2007), and Head of Research Morgans (1996-2007).

***Other current directorships***

Director of Morgans Holdings (Australia) Limited  
Director of Morgans Foundation  
Board Member of the Australia Council of Arts  
Chairman of Apollo Tourism & Leisure Ltd  
Director of Corporate Travel Management Ltd  
Chairman of Queensland Advisory Board, Australian Super

***Former Listed Company directorships in last 3 years***

Director of Silverchef Limited (December 2019)

**Interest in Shares**

30,000 ordinary shares



**Scott W Barrett**

B.Com, CA

*Company Secretary  
Alternate Director  
Chief Financial Officer*

***Experience and expertise***

Appointed Alternate Director since 3 November 2017 for Dominic McGann and Sophie Mitchell.

Scott has over 15 years' experience in business management and accounting, leading businesses across Australia and New Zealand. He is the CFO for EC Pohl & Co Pty Ltd and two ASX Listed Investment Companies.

***Other current directorships***

No other Directorships

***Former Listed Company directorships in last 3 years***

None

**Interest in Shares**

6,500 ordinary shares

## DIRECTORS' REPORT (Continued)

### 3. PRINCIPAL ACTIVITIES

The principal activity of the Company is investing in securities listed on the Australian Securities Exchange. There have been no significant changes in the nature of this activity during the year.

### 4. REVIEW OF OPERATIONS

The first half of the year to 31 December 2019 tracked in line with expectations, the ASX All Ordinaries gained 1.5% while portfolio performance was a positive 9.5%. In the second half of the year businesses across the globe were impacted by COVID-19. After all-time market highs in February 2020, volatility was the only consistent feature for the remainder of the year. At the end of June 2020, the portfolio performance remained positive at 8.4% while the ASX All Ordinaries Index had declined by 10.4%.

Portfolio out-performance of 18.8 percentage points on the index is an exceptional result and improves on the 10.2 percentage point outperformance last year. However, in terms of Comprehensive Income the portfolio performance of 8.4% compared to the performance of FY19 of 16.7% does mean a decline in revenue and profit metrics. Given the condition of the markets, fair value gains in financial assets was lower than last year, \$3,234,000 compared to \$5,402,000 in FY19. Dividends received as revenue also decreased by \$1,549,000, however this was primarily due to the one-off nature of the Rio share Buy-back in FY19 which generated \$1,051,001.

COVID-19 has had an impact on every element of society and has posed a significant challenge for businesses and governments across the globe. It is expected that the current market volatility will continue, therefore asset values will continue to fluctuate. It is also expected that companies will be protective of capital and therefore future dividends could be reduced from previous levels. These contributors could impact short-term profit, however due to the minimal cost structure of the Company and a conservative dividend approach, the portfolio can be managed in such a way as to provide maximum benefit to Shareholders.

There have been no changes to the investment mandate. During this time of uncertainty, the Investment Manager has continued to monitor the investee businesses for long term COVID-related impacts and has made adjustments to the portfolio models and investments as necessary. The Company's investment focus remains unchanged, selecting quality companies that have the ability to grow their earnings and dividends over three to five years will continue to produce superior investment performance over the long term.

### 5. LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

There are no planned changes to principal activities. Any general decline in equity markets may have an adverse effect on results in future years.

### 6. MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

Apart from the dividend declared as per item 7, no other matter or circumstance not otherwise dealt with in the Directors' Report or Financial Report, which has arisen since the end of the year that has significantly affected, or may significantly affect the operations of the Company, the results of those operations or the state of affairs of the Company in future financial years.

### 7. DIVIDENDS PAID

Type	Cents per share	Total amount \$'000's	Date of payment
The dividends paid to Shareholders during the financial year were as follows			
Final	4.25	1,084	August 2019
Interim	4.25	1,084	March 2020
	<b>8.50</b>	<b>2,168</b>	
Dividends paid by the Company during the preceding year were:			
Final	4.00	1,020	September 2018
Interim	4.00	1,020	March 2019
	<b>8.00</b>	<b>2,040</b>	

The final dividend paid in August 2019 and the interim dividend paid on 6 March 2020, were fully franked and fully attributable to LIC capital gains.

In addition to the above dividends, since the end of the financial year the Directors have recommended the payment of a fully franked final dividend of 2.0 cents per share plus a special dividend of 2.25 cents per share, totalling \$1,083,866 to be paid on 17 September 2020. These dividends are fully attributable to LIC capital gains.

### 8. EARNINGS PER SHARE

Based on profit after income tax.

	2020 Cents	2019 Cents
Basic earnings per share	1.9	6.6
Diluted earnings per share	1.9	6.6

Based on Comprehensive Income after tax

	2020 Cents	2019 Cents
Basic earnings per share	10.8	21.2
Diluted earnings per share	10.8	21.2

See Note 16 of the Financial Report.

### 9. COMPANY SECRETARY

**Scott Barratt B.Com, CA**

Scott is a Chartered Accountant and commenced as Alternate Director and Company Secretary on 3 November 2017. He is the Chief Financial Officer for EC Pohl & Co. Scott has extensive business management and accounting experience working in subsidiaries of multinational groups from the hospitality and property industries.

### 10. MEETINGS OF DIRECTORS

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

Board			Audit and Risk Committee	
Director	Eligible to attend	Attend	Eligible to attend	Attend
D M McGann	4	4	4	4
Dr E C Pohl AM	4	4	-	-
S A Mitchell	4	4	4	4

## 11. REMUNERATION REPORT (AUDITED)

The remuneration report is set out under the following main headings:

- (A) Principles used to determine the nature and amount of remuneration
- (B) Details of remuneration
- (C) Service agreements
- (D) Share-based compensation
- (E) Related Party Transactions
- (F) Equity Instrument Disclosure relating to Key Management Personnel

### (A) Principles used to determine the nature and amount of remuneration

Fees and payments to Directors reflect the demands which are made on, and the responsibilities of, the Directors. The Board reviews the remuneration of Directors annually.

No remuneration consultants were engaged during the year.

The per annum remuneration of the Directors remains unchanged from June 2019.

♦ Chairman	\$45,000
♦ Chairman – Audit and Risk Committee	\$40,000
♦ Other Directors	\$35,000

Remuneration of Directors is determined by the Board within the maximum amount of \$200,000 previously approved by the Shareholders.

There is no performance based remuneration for Directors.

### (B) Details of remuneration

Details of the remuneration of each Director of Flagship Investments Limited and the executives of the Company are set out in the following table.

#### DETAILS OF REMUNERATION

Director	Year	Short-term Benefits			Post-Employment Super	Equity		Total \$
		Fees \$	Performance Fees \$	Non-monetary Benefits \$		Shares \$	Options \$	
<b>Dominic McGann *</b> <i>Non-executive Chairman</i>	2020	46,125	-	-	-	-	-	46,125
	2019	46,125	-	-	-	-	-	46,125
<b>Dr E C Pohl AM *</b> <i>Managing Director</i>	2020	35,875	-	-	-	-	-	35,875
	2019	33,313	-	-	-	-	-	33,313
<b>S A Mitchell</b> <i>Non-executive Director</i>	2020	40,000	-	-	-	-	-	40,000
	2019	37,500	-	-	-	-	-	37,500
<b>Total Directors Remuneration</b>	2020	122,000	-	-	-	-	-	122,000
	2019	116,938	-	-	-	-	-	116,938

\* Inclusive of non-claimable GST amount

### (C) Service agreements

As the Company does not employ any staff, there are no employment service agreements entered into by the Company. The Managing Director and Company Secretary are employed by the Investment Manager – EC Pohl & Co Pty Ltd.

### (D) Share-based compensation

No share-based compensation exists.

### (E) Related Party Transactions

The following transactions occurred with other related parties:	2020 \$'000	2019 \$'000
Expenses paid or payable by the Company to:		
– EC Pohl & Co Pty Ltd for Performance Fee	564	1,054
A Performance Fee was payable in accordance with the Management Services Agreement as detailed in Note 22 Dr E C Pohl AM has an interest in the transaction as during the year Dr E C Pohl AM was a Director, employee and Shareholder of EC Pohl & Co Pty Ltd.		
– McCullough Robertson Lawyers for the provision of legal services. D M McGann is a partner of McCullough Robertson Lawyers.	5	8
– Allegiant IRS for insurance advice for D & O Policy. The company is owned by McCullough Robertson Lawyers, of which D M McGann is a partner.	2	2
All related party transactions are made on an arm's length basis using the standard terms and conditions.		

## DIRECTORS' REPORT (Continued)

### (F) Equity Instrument Disclosure relating to Key Management Personnel

The number of shares in the Company held during the financial year by each Director of Flagship Investments Limited, including their related parties is set out below. There were no shares granted during the year as compensation.

2020	Balance At The Start Of The Year	Received During The Year By Exercise Of Rights	Other Changes During The Year	Balance At the End Of The Year
D M McGann	427,190	-	20,372	447,562
Dr E C Pohl AM	9,940,593	-	303,601	10,244,194
S A Mitchell	30,000	-	-	30,000

## END OF REMUNERATION REPORT (AUDITED)

### 12. SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There were no significant changes in the state of affairs of the Company during the financial year.

### 13. ENVIRONMENTAL ISSUES

The Company's operations are not regulated by any significant environmental regulation under a law of the Commonwealth or of a State or Territory.

### 14. GENERAL TRANSACTIONS

Other than the Director's remuneration, the Company does not directly contract with any of the Directors.

### 15. LOANS

There are no loans issued to any of the Directors during or since the financial year (30 June 2019 – Nil).

### 16. OPTIONS

No Options have been issued during or since the financial year (30 June 2019 – Nil).

### 17. INSURANCE OF OFFICERS AND/OR AUDITORS

During the financial year the Company insured the Directors and Officers against certain liabilities as permitted by the *Corporations Act 2001*. The insurance policy prohibits disclosure of the nature of the cover, the amount of the premium, the limit of liability and other terms.

The Company has entered into an agreement for the purpose of indemnifying Directors and Officers, to the extent permitted by law, against any liability (including the costs and expenses of defending actions for an actual or alleged liability) incurred in their capacity as a Director and Officer of the Company.

The Company has not during or since the financial year indemnified or paid any insurance premiums to indemnify the auditors.

### 18. PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied to the Court under Section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceeding to which the Company is a party, for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under Section 237 of the *Corporations Act 2001*.

### 19. NON-AUDIT SERVICES

The Company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company are important.

There have been no amounts paid or payable to the auditors for non-audit services provided during the year.

The Directors have considered the position and are satisfied that the provision of any non-audit services (if necessary in future) is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The Audit and Risk Committee is satisfied that the provision of any non-audit services by the auditor, would not compromise the auditor independence requirements of the *Corporations Act 2001* for the following reasons:

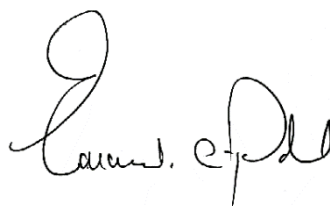
- ♦ All non-audit services would be reviewed by the Audit and Risk Committee to ensure they do not impact the impartiality and objectivity of the auditor; and
- ♦ None of the services undermine the general principles relating to auditor independence as set out in APES 110, including reviewing or auditing the auditor's own work, acting in a management or a decision-making capacity for the Company, acting as advocate for the Company or jointly sharing economic risk and rewards.

A copy of the Auditors' Independence Declaration as required under section 307C of the *Corporation Act 2001* is set out on page 13.

### 20. ROUNDING OF AMOUNTS

The Company is of a kind referred to in ASIC Corporations Instrument 2016/191 (rounding in Financials/ Directors' Report). Accordingly, amounts in the Financial Statements and Directors' Report have been rounded to the nearest \$1,000.

This report is made in accordance with a resolution of the Directors.



**Dr Emmanuel (Manny) C Pohl AM**  
Managing Director

25 August 2020

## AUDITOR'S INDEPENDENCE DECLARATION



*For your peace of mind*

FLAGSHIP INVESTMENTS LIMITED  
ABN 99 080 135 913

**AUDITOR'S INDEPENDENCE DECLARATION UNDER  
SECTION 307C OF THE CORPORATIONS ACT 2001  
TO THE DIRECTORS OF FLAGSHIP INVESTMENTS LIMITED**

I declare that, to the best of my knowledge and belief during the year ended 30 June 2020, 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.

**WPIAS Pty Ltd**  
Authorised Audit Company No. 440306

A handwritten signature in black ink, appearing to read 'Lee-Ann Dippenaar'.

**Lee-Ann Dippenaar BCom CA RCA**  
**Audit Principal**

**Dated this 25<sup>th</sup> day of August 2020**

## CORPORATE GOVERNANCE SUMMARY: FOR THE YEAR ENDED 30 June 2020

The Directors of Flagship Investments Ltd are committed to excellence in corporate governance. By adopting the ASX Corporate Governance Council's Corporate Governance Principles and incorporating industry best practice, the Company has built a framework that supports our business performance and enhances transparency and accountability which ultimately protects the interests of Shareholders.

Below is a list of the Company's Corporate Governance Framework documents set out against the relevant ASX Governance Principles and Recommendations, the details of which are available on the Company's Website. The full Corporate Governance Statement for the year ending 30 June 2020 is also available on the website, at [www.flagshipinvestments.com.au/corporategovernance/](http://www.flagshipinvestments.com.au/corporategovernance/)

ASX GOVERNANCE PRINCIPLES	RELEVANT DOCUMENT/INFORMATION
<b>Principle 1:</b> Lay solid foundations for management and oversight	Board Charter Whistleblower Policy
<b>Principle 2:</b> Structure the Board to add value	Board Charter Diversity Policy
<b>Principle 3:</b> Act ethically and responsibly	Code of Conduct Share Trading Policy
<b>Principle 4:</b> Safeguard integrity in corporate reporting	Audit and Risk Committee Charter Code of Conduct
<b>Principle 5:</b> Make timely and balanced disclosure	Disclosure Policy Communications Policy
<b>Principle 6:</b> Respect the rights of security-holders	Communications Policy Privacy Policy
<b>Principle 7:</b> Recognise and manage risk	Audit and Risk Committee Charter Risk Management Policy
<b>Principle 8:</b> Remunerate fairly and responsibly	Board Charter



The Corporate Governance Statement explains the extent to which the Company complies with the ASX Corporate Governance Principles and Recommendations including how the policies above support Corporate Governance in the Company. Under the “if not, why not” approach the Board provide explanations as to why a particular recommendation is not appropriate to its circumstances. For clarity, the Board would like to highlight below the recommendations that have not been adopted and the reasons behind the decision:

ASX GOVERNANCE PRINCIPLES	COMPLIANCE STATEMENT
<b>Principle 1:</b> Lay solid foundations for management and oversight	Compliant
<b>Principle 2:</b> Structure the Board to add value	Compliant
<b>Principle 3:</b> Act ethically and responsibly	Compliant
<b>Principle 4:</b> Safeguard integrity in corporate reporting	Compliant
<b>Principle 5:</b> Make timely and balanced disclosure	Compliant
<b>Principle 6:</b> Respect the rights of security-holders	Compliant
<b>Principle 7:</b> Recognise and manage risk Recommendation 7.3: Internal audit function	Compliant except for 7.3: Non-Compliant  The Company does not have an internal audit function given the size and nature of the Company. Instead, the Board, through the Audit and Risk Committee, liaises closely with the Company’s external auditor to identify potential improvements to the financial risk management and internal control process. The Audit and Risk Committee also interrogate the internal compliance and external audit of the Manager.
<b>Principle 8:</b> Remunerate fairly and responsibly Recommendation 8.1 Remuneration Committee  Recommendation 8.3: Equity-based remuneration	Compliant except for 8.1 and 8.3  Non-Compliant  The Company does not have a Remuneration and Nomination Committee, instead the full Board develops the remuneration policy balancing the need to attract high quality Directors, establishing appropriate incentives and commercial control of expenses. The establishment of a committee would not provide further efficiency to the operation of the Board, given the Board size and the size of the Company.  Not Applicable  The Company does not have an equity-based remuneration scheme and does not intend to establish one. Recommendation 8.3 is not applicable.

# FINANCIAL REPORT

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This Financial Report covers Flagship Investments Limited as an individual entity. There are no controlled entities.

Flagship Investments Limited is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Flagship Investments Limited  
Level 12  
Corporate Centre One  
2 Corporate Court  
BUNDALL QLD 4217

The Financial Report was authorised for issue by the Directors on 25 August 2020.

A description of the nature of the entity's operations and its principal activities is included in the Operating and Financial Review.

Through the use of the internet, we have ensured that our corporate reporting is timely, complete and available globally at minimum cost to the Company. All media releases, Financial Reports and other information are available from the Company at the above address or from our website:

**[www.flagshipinvestments.com.au](http://www.flagshipinvestments.com.au)**

FLAGSHIP INVESTMENTS LIMITED

**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**  
FOR THE YEAR ENDED 30 JUNE 2020

	Notes	2020 \$'000	2019 \$'000
Other Income	5	1,181	2,741
Performance Fee	22	(564)	(1,054)
Other expenses	6	(290)	(285)
<b>Profit before income tax</b>		<b>327</b>	<b>1,402</b>
Income tax credit	7	160	274
<b>Profit for the year</b>		<b>487</b>	<b>1,676</b>
<b>Other Comprehensive Income, net of income tax</b>			
<b>Items that will not be reclassified subsequently to profit &amp; loss</b>			
Changes in fair value of Financial Assets at fair value through Other Comprehensive Income		3,234	5,402
Income Tax (Expense)/Benefit relating to components of Other Comprehensive Income	7	(970)	(1,663)
<b>Other Comprehensive Income for the year, net of tax</b>		<b>2,264</b>	<b>3,739</b>
<b>Total Comprehensive Income for the year</b>		<b>2,751</b>	<b>5,415</b>

**Earnings per share:**

		Cents	Cents
Basic earnings per share	16	1.9	6.6
Diluted earnings per share	16	1.9	6.6
Comprehensive earnings per share	16	10.8	21.2

*The accompanying Notes form part of these Financial Statements.*

## FINANCIAL REPORT (continued)

### FLAGSHIP INVESTMENTS LIMITED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2020

	Notes	2020 \$'000	2019 \$'000
<b>ASSETS</b>			
Cash and Cash Equivalents	8	2,237	3,763
Trade and Other Receivables	9	188	130
Financial Assets at fair value through Other Comprehensive Income	10	54,226	51,859
<b>TOTAL ASSETS</b>		<b>56,651</b>	<b>55,752</b>
<b>LIABILITIES</b>			
Trade and Other Payables	12	587	1,081
Tax Payable	11	1,774	886
Deferred Tax Liability	11	2,746	2,824
<b>TOTAL LIABILITIES</b>		<b>5,107</b>	<b>4,791</b>
<b>NET ASSETS</b>		<b>51,544</b>	<b>50,961</b>
<b>EQUITY</b>			
Issued Capital	13	35,659	35,659
Other Reserves	14	13,630	12,450
Retained Earnings		2,255	2,852
<b>TOTAL EQUITY</b>		<b>51,544</b>	<b>50,961</b>

*The accompanying Notes form part of these Financial Statements.*

FLAGSHIP INVESTMENTS LIMITED  
**STATEMENT OF CHANGES IN EQUITY**  
 FOR THE YEAR ENDED 30 JUNE 2020

<b>2019</b>	Note	Ordinary Shares \$'000	Retained Earnings \$'000	Asset Revaluation Reserve \$'000	Asset Realisation Reserve \$'000	Total \$'000
<b>Balance at 30 June 2018</b>		<b>35,659</b>	<b>1,176</b>	<b>6,799</b>	<b>3,952</b>	<b>47,586</b>
Profit or loss attributable to members		-	1,676	-	-	1,676
Other Comprehensive Income		-	-	3,739	-	3,739
Transfer to Asset Realisation Reserve		-	-	(3,995)	3,995	-
Dividends paid or provided for	<b>15</b>	-	-	-	(2,040)	(2,040)
<b>Balance at 30 June 2019</b>		<b>35,659</b>	<b>2,852</b>	<b>6,543</b>	<b>5,907</b>	<b>50,961</b>

<b>2020</b>	Note	Ordinary Shares \$'000	Retained Earnings \$'000	Asset Revaluation Reserve \$'000	Asset Realisation Reserve \$'000	Total \$'000
<b>Balance at 30 June 2019</b>		<b>35,659</b>	<b>2,852</b>	<b>6,543</b>	<b>5,907</b>	<b>50,961</b>
Profit or loss attributable to members		-	<b>487</b>	-	-	<b>487</b>
Other Comprehensive Income		-	-	<b>2,264</b>	-	<b>2,264</b>
Transfer to Asset Realisation Reserve		-	-	<b>(2,477)</b>	<b>2,477</b>	-
Dividends paid or provided for	<b>15</b>	-	<b>(1,084)</b>	-	<b>(1,084)</b>	<b>(2,168)</b>
<b>Balance at 30 June 2020</b>		<b>35,659</b>	<b>2,255</b>	<b>6,330</b>	<b>7,300</b>	<b>51,544</b>

*The accompanying Notes form part of these Financial Statements.*

## FINANCIAL REPORT (continued)

FLAGSHIP INVESTMENTS LIMITED

### STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2020

	Notes	2020 \$'000	2019 \$'000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Dividends received		1,101	2,856
Interest Received		15	36
Other Income received		10	-
Payments to suppliers and employees		(1,351)	(1,499)
Net cash provided by/(used in) operating activities	24	(225)	1,393
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Proceeds from sale of investments		19,258	31,777
Income tax paid on gains on sale of investments		-	(1,997)
Payments for investments		(18,391)	(29,086)
Net cash provided by/(used in) investing activities		867	694
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Dividends paid	15(a)	(2,168)	(2,040)
Net cash used in financing activities		(2,168)	(2,040)
Net increase/(decrease) in cash and cash equivalents held		(1,526)	47
Cash and cash equivalents at the beginning of the year		3,763	3,716
Cash and cash equivalents at end of year	8	2,237	3,763

*The accompanying Notes form part of these Financial Statements.*



FLAGSHIP INVESTMENTS LIMITED  
**NOTES TO THE FINANCIAL STATEMENTS**  
FOR THE YEAR ENDED 30 JUNE 2020

The functional and presentation currency of Flagship Investments Limited is Australian dollars.

The Company is an entity to which ASIC Corporations Instrument 2016/191 (rounding in Financials / Directors' Report) applies and accordingly, amounts in the financial statements and Directors' Report have been rounded to the nearest thousand dollars.

## **1. BASIS OF PREPARATION**

The financial statements are general purpose financial statements that have been prepared in accordance with the Australian Accounting Standards and the *Corporations Act 2001*.

These financial statements and associated notes comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board.

The financial statements have been prepared on an accruals basis and are based on historical costs modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

Significant accounting policies adopted in the preparation of these financial statements are presented below and are consistent with prior reporting periods unless otherwise stated.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **(a) Balance Sheet Format**

The Statement of Financial Position is in a liquidity format. The adoption of a liquidity format results in the removal of the terms "current asset" and "non-current asset" from the Statement of Financial Position, in favour of the general term "assets".

### **(b) Revenue and Other Income**

Revenue is recognised when the amount of the revenue can be measured reliably, it is probable that economic benefits associated with the transaction will flow to the Company and specific criteria relating to the type of revenue as noted below, has been satisfied.

Revenue is measured at the fair value of the consideration received or receivable and is presented net of returns, discounts and rebates.

All revenue is stated net of the amount of Goods and Services Tax (GST).

#### **Interest Revenue**

Interest is recognised using the effective interest method.

#### **Dividend Revenue**

Dividends are recognised when the entity's right to receive payment is established.

### **(c) Income Tax**

The income tax expense recognised in the Statement of Profit or Loss and Other Comprehensive Income comprises of current income tax expense plus deferred tax expense.

Current tax is the amount of income taxes payable (recoverable) in respect of the taxable profit (loss) for the year and is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the tax rates and laws that have been enacted or substantively enacted by the end of the reporting period. Current tax liabilities (assets) are measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and losses can be utilised.

Current and deferred tax is recognised as income or an expense and included in profit or loss for the period except where the tax arises from a transaction which is recognised in Other Comprehensive Income or equity, in which case the tax is recognised in other comprehensive income or equity respectively.

### **(d) Goods and Services Tax (GST)**

Revenue, 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).

Receivables and payable are stated inclusive of GST.

The net amount of GST recoverable from, or payable to, the ATO is included as part of receivables or payables in the Statement of Financial Position.

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

### **(e) Cash and Cash Equivalents**

Cash and cash equivalents comprises cash on hand, demand deposits and short-term investments which are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

### **(f) Financial Instruments**

#### **Financial Assets At Fair Value Through Profit Or Loss**

Financial assets at fair value through Profit or Loss are Financial Instruments convertible in to Equity Instruments. A financial asset is classified in this category if it is so designated by Management and within the requirement of AASB 9 Financial Instruments. Realised and unrealised gains and losses arising from changes in the fair value of these assets are included in the profit or loss in the period in which they arise.

## FINANCIAL REPORT *(continued)*

FLAGSHIP INVESTMENTS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2020

#### **(f) Financial Instruments** *(continued)*

##### **Financial Assets At Fair Value Through Other Comprehensive Income**

The Company is a long-term investor in equity instruments. Under AASB 9, these investments are classified as fair value through Other Comprehensive Income. After initial recognition at fair value (being cost), the Company has elected to present in Other Comprehensive Income changes in fair value of equity instruments investments.

Unrealised gains and losses on investments are recognised in the Asset Revaluation Reserve until the investment is sold or otherwise disposed of, at which time the cumulative gain or loss is transferred to the Asset Realisation Reserve.

The Company derecognises an investment when it is sold or it transfers the investment and the transfer qualifies for derecognition in accordance with AASB 9. Upon derecognition, unrealised gains/losses net of tax relating to the investment are transferred from the revaluation reserve to the realisation reserve.

##### **Loans and Receivables**

Loans and receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for doubtful debts. Trade receivables are due for settlement no more than 30 days from the date of recognition.

Collectability of loans and receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off. A provision for impairment of trade receivables is established when there is objective evidence that the Company will not be able to collect all amounts due, according to the original terms of the receivables.

Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 30 days overdue) are considered indicators that the trade receivable is impaired.

The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial. The amount of the provision is recognised in the Profit or loss in other expenses.

##### **Fair Value Estimation**

The fair value of financial instruments traded in active markets (such as publicly traded derivatives and securities) is based on quoted market prices at the Statement of Financial Position date. The quoted market price used for financial assets held by the Company is the closing quoted price. The appropriate quoted market price for financial liabilities is the closing quoted price.

The nominal value less estimated credit adjustments of trade receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Company for similar financial instruments.

#### **(g) Trade and Other Payables**

Liabilities for trade payables and other amounts are carried at cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the Company.

#### **(h) 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 for Dividends**

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

#### **(i) Share Capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options which vest immediately are recognised as a deduction from equity, net of any tax effects.

FLAGSHIP INVESTMENTS LIMITED  
**NOTES TO THE FINANCIAL STATEMENTS**  
 FOR THE YEAR ENDED 30 JUNE 2020

**(j) New Accounting Standards and Interpretations**

The AASB has issued new and amended Accounting Standards and Interpretations that have mandatory application dates for future reporting periods. The Company has decided not to early adopt these Standards. The following table summarises those future requirements, and their impact on the Company where the standard is relevant:

Conceptual Framework for Financial Reporting	1 Jan 2020	The revised Conceptual Framework contains new definition and recognition criteria as well as new guidance on measurement particularly relating to the new Accounting Standards. Where the Company has relied on the existing framework in determining its accounting policies for transactions, events or conditions that are not otherwise dealt with under the Australian Accounting Standards, the Company may need to review such policies under the revised framework.	At this time, the application of the Conceptual Framework is not expected to have a material impact on the Company's financial statements.
AASB 1059 Service Concession Arrangements: Grantors	1 Jan 2020	AASB 1059 Service Concession Arrangements: Grantors (AASB 1059) is relevant for public sector agencies that are grantors in a service concession arrangement with private sector entities. It requires a grantor to recognise a service concession asset, and a corresponding liability in relation to a service concession arrangement when the grantor controls the underlying asset.	The impact of AASB 1059 will not have a material impact on the Company.
AASB 17 Insurance Contracts	1 Jan 2021	AASB 17 Insurance replaces three standards that currently deal with insurance: definitions of insurance (AASB 4), general insurance (AASB 1023) and life insurance (AASB 1038). The concept behind the standard is to account for profit from insurance contracts in a way that considers risk associated with an insurance contract. There are three methods of accounting under the new standard, with the applicable method determined by the nature of the insurance contracts issued.	The impact of AASB 17 will not have a material impact on the Company.

**3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS**

**(a) Key Estimates**

There are no key assumptions or sources of estimation uncertainty that have a risk of causing material adjustment to the carrying amounts of certain assets and liabilities within the next annual reporting period, as investments are carried at their market value.

**(b) Key Judgements**

The preparation of Financial Reports in conformity with Australian Account Standards require the use of certain critical accounting estimates. This requires the Board to exercise their judgement in the process of applying the Company's accounting policies.

The carrying amount of certain assets and liabilities are often determined based on estimates and assumptions of future events. In accordance with AASB 112 Income Taxes, deferred tax liabilities and deferred tax assets have been recognised for Capital Gains Tax (CGT) on the unrealised gains/losses in the investment portfolio at current tax rates.

As the Directors do not intend to dispose of the portfolio, the tax liability/benefit may not be crystallised at the amount disclosed in Note: 11. In addition, the tax liability/benefit that arises on the disposal of these securities may be impacted by changes in tax legislation relating to treatment of capital gains and the rate of taxation applicable to such gains/losses at the time of disposal.

The Company has an investment process which is anticipated will deliver medium to long-term capital growth.

The deferred tax asset has been carried forward as it believed that this process will deliver growth over this period to utilise the deferred tax asset.

The Company does not hold any securities for short term trading purposes. Therefore, the investment portfolio is classified as Financial Assets at fair value through Other Comprehensive Income.

**4. OPERATING SEGMENTS**

**Segment Information**

The Company operates in the Investment Industry. Its core business focuses on investing in Australian equities to achieve medium to long-term capital growth and income.

Operating segments have been determined on the basis of reports reviewed by the Managing Director. The Managing Director is considered to be the chief operating decision maker of the Company. The Managing Director considers the business from both a product and geographic perspective and assesses performance and allocates resources on this basis. The Managing Director considers the business to consist of just one reportable segment.

## FINANCIAL REPORT (continued)

FLAGSHIP INVESTMENTS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2020

	Notes	2020 \$'000	2019 \$'000
<b>5. REVENUE AND OTHER INCOME</b>			
Dividends Received		1,156	2,705
Interest Received		15	36
Other Income		10	-
		<b>1,181</b>	<b>2,741</b>
<b>6. OTHER EXPENSES</b>			
ASX listing and other fees		40	38
Audit fees		26	26
Directors fees		122	117
Insurance		22	19
Marketing		25	30
Share registry		24	20
Other		31	35
		<b>290</b>	<b>285</b>
<b>7. INCOME TAX EXPENSE</b>			
<b>(a) Reconciliation of income tax to accounting profit</b>			
Profit/(Loss) before income tax		327	1,402
Prima facie tax payable on profit from ordinary activities before income tax at 30% (2019 - 30%)		98	421
Add Tax effect of:			
- Fully franked dividends received and timing differences		102	345
- Adjustment to income tax in prior year		-	8
Less Tax effect of:			
- Rebateable fully franked dividends		354	1,045
- Other foreign tax credit		6	3
Income tax expense/(credit)		<b>(160)</b>	<b>(274)</b>
<b>(b) The major components of tax (expense)/credit comprise:</b>			
Current tax credit		173	259
Deferred income tax expense:			
(Decrease)/increase in deferred tax assets	11.a	-	-
Decrease/(increase) in deferred tax liabilities	11.b	(13)	15
Income tax (expense)/credit for continuing operations		<b>160</b>	<b>274</b>
<b>(c) The major components of tax expense relating to Other Comprehensive Income</b>			
Current Tax (expense)/credit		(1,061)	(1,773)
Deferred income tax expense:			
(Decrease)/increase in deferred tax assets	11.a	-	-
Decrease/(increase) in deferred tax liabilities	11.b	91	110
Income tax (expense)/credit for Other Comprehensive Income		<b>(970)</b>	<b>(1,663)</b>

FLAGSHIP INVESTMENTS LIMITED  
**NOTES TO THE FINANCIAL STATEMENTS**  
 FOR THE YEAR ENDED 30 JUNE 2020

	2020	2019
	\$'000	\$'000

## 8. CASH AND CASH EQUIVALENTS

Cash at bank and on hand	2,237	3,763
	<b>2,237</b>	<b>3,763</b>

### Reconciliation of cash

Cash and Cash Equivalents reported in the Statement of Cash Flows are reconciled to the equivalent items in the Statement of Financial Position as follows:

Cash at bank and on hand	2,237	3,763
<b>Balance as per Statement of Cash Flows</b>	<b>2,237</b>	<b>3,763</b>

## 9. TRADE AND OTHER RECEIVABLES

### CURRENT

Other receivables	183	125
GST receivable	5	5
<b>Total current trade and other receivables</b>	<b>188</b>	<b>130</b>

## 10. OTHER FINANCIAL ASSETS

Financial Assets at Fair Value Through Other Comprehensive Income

At beginning of year	51,859	49,148
Additions (at cost)	18,391	29,086
Revaluation	3,234	5,402
Disposals (at fair value)	(19,258)	(31,777)
<b>Australian listed equity securities</b>	<b>54,226</b>	<b>51,859</b>

For listed equity securities, fair value is determined by reference to closing bid prices on the Australian Securities Exchange.

## FINANCIAL REPORT (continued)

FLAGSHIP INVESTMENTS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2020

	Notes	2020 \$'000	2019 \$'000
<b>11. TAX</b>			
Current Year Tax Payable		888	886
Prior Year Tax Payable		886	-
Total Tax Payable		1,774	886
Deferred Tax Assets	11.a	(5)	(5)
Deferred Tax Liabilities	11.b	2,751	2,829
Net deferred tax liabilities adjusted for deferred tax assets		2,746	2,824
<b>(a) Reconciliations – Deferred Tax Assets</b>			
<b>Gross Movements.</b>			
The overall movement in deferred tax asset accounts is as follows:			
Opening balance		5	5
(Charged)/credited to the Income Statement		-	-
(Charged)/credited to Other Comprehensive Income		-	-
Closing balance		5	5
The movement in deferred tax assets for each temporary difference during the year is as follows:			
<i>(i) Accruals</i>			
Opening balance		5	5
Charged directly to Profit or Loss		-	-
Closing Balance		5	5
<b>(b) Reconciliations – Deferred Tax Liabilities</b>			
<b>Gross Movements:</b>			
The overall movement in the deferred tax liability account is as follows:			
Opening balance		2,829	2,954
Charged/(credited) to the Income Statement		13	(15)
Charged/(credited) to Other Comprehensive Income		(91)	(110)
Closing balance		2,751	2,829
The movement in deferred tax liability for each temporary difference during the year is as follows:			
<i>(i) Unrealised gain on Financial Assets on fair value</i>			
Opening balance		2,811	2,921
Charged/(credited) directly to Other Comprehensive Income		(91)	(110)
Closing balance		2,720	2,811
<i>(ii) Unfranked dividend and interest receivable</i>			
Opening balance		18	33
Charged/(credited) directly to Profit and Loss		13	(15)
Closing balance		31	18



FLAGSHIP INVESTMENTS LIMITED  
**NOTES TO THE FINANCIAL STATEMENTS**  
 FOR THE YEAR ENDED 30 JUNE 2020

	2020 \$'000	2019 \$'000
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## 12. TRADE AND OTHER PAYABLES

### CURRENT

Accounts payable and accrued expenses

587	1,081
<b>587</b>	<b>1,081</b>

Contractual cash flows from trade and other payables approximate their carrying amount.

Trade and other payables are all contractually due within six months of reporting date

## 13. ISSUED CAPITAL

### (a) Share Capital

Ordinary shares Fully Paid 25,502,736 (2019: 25,502,736)

35,659	35,659
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### (b) Ordinary Shares

Ordinary shares participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held.

At the Shareholders meetings, each ordinary share is entitled to one vote when a poll is called, otherwise each Shareholder has one vote on a show of hands.

### (c) Movements in ordinary share capital

Date	Details	Number of shares	Price	\$'000
30 June 2018	Balance	25,502,736		35,659
	Nil Movement *	-		-
30 June 2019	Balance	25,502,736		35,659
	Nil Movement *	-		-
30 June 2020	Balance	25,502,736		35,659

\* In FY19 and FY20 the Dividend Reinvestment Plan was facilitated through on-market purchase of shares.

There were no shares issued during the period.

	2020 \$'000	2019 \$'000
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## 14. RESERVES

### (a) Asset Revaluation Reserve

The Asset Revaluation Reserve records fair value movements of long-term investments after provision for deferred tax. When an investment has been sold or de-recognised, the realised gains and losses (after tax) are transferred from the Asset Revaluation Reserve to the Asset Realisation Reserve.

6,330	6,543
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### (b) Asset Realisation Reserve

The Asset Realisation Reserve records realised gains and losses from the sale of investments which are transferred from the Asset Revaluation Reserve, net of dividends paid from reserves.

7,300	5,907
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## FINANCIAL REPORT (continued)

FLAGSHIP INVESTMENTS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2020

	2020 \$'000	2019 \$'000
<b>15. DIVIDENDS</b>		
<b>(a) Dividends and distributions paid</b>		
The following dividends were declared and paid:		
Final fully franked ordinary dividend of 4.25 cents (2019 – 4.0 cents) per share paid on 30 August 2019 (2019 – 7 September 2018)	1,084	1,020
Interim fully franked ordinary dividend of 4.25 cents (2019 – 4.0 cents) per share paid on 6 March 2020 (2019 – 1 March 2019)	1,084	1,020
<b>Total</b>	<b>2,168</b>	<b>2,040</b>
Dividends paid in cash or satisfied by the issue of shares under the dividend reinvestment plan during the years ended 30 June 2020 and 2019 were as follows:		
Paid in cash	1,845	1,759
Satisfied by issue of shares	-	-
Purchase of shares on market on behalf of Shareholders per DRP rules	323	281
	<b>2,168</b>	<b>2,040</b>
<b>(b) Proposed dividends</b>		
Proposed final 2020 fully franked ordinary dividend of 2.00 cents per share to be paid (2019: 4.25 cents)	510	1,084
Proposed fully franked special dividend of 2.25 cents per share to be paid (2019: 0.0 cents)	574	-
<b>Total Proposed Dividend</b>	<b>1,084</b>	<b>1,084</b>
The proposed dividends for 2020 were declared after the end of the reporting period and therefore has not been provided for in the financial statements. There are no income tax consequences arising from this dividend at 30 June 2020.		
<b>(c) Franked dividends</b>		
The franking credits available for subsequent financial years at a tax rate of 30%	2,516	3,092
The dividend franking account is calculated on a cash basis. It does not take into account:		
(a) Franking credits that will arise from the payment of the current tax liabilities;		
(b) Franking credits that will arise from the receipt of dividends recognised as receivables at the end of the year.		
The impact on the franking credit of the dividends proposed after the end of the reporting period is to reduce it by \$464 (2019: \$464).		
The ability to use the franking credits is dependent upon the Company's future ability to declare dividends.		
<b>(d) Listed Investment Company capital gain account</b>		
Balance of the Listed Investment Company (LIC) capital gain account	4,221	4,317
LIC Capital Gains are generated from tax paid on the realised gains of assets that have been held for 12 months. LIC Capital Gains are attached or <i>attributed</i> to dividends and enable some Shareholders to claim a deduction in their tax return.		
The deductions are generally as follows (please consult your tax advisor for details):		
1. For an individual – 50% of the attributable amount		
2. If the beneficiary of a trust or partner of a partnership is an individual – 50% of the attributable amount		
3. For a complying superannuation entity (eg SMSF) – 33 1/3% of the attributable amount		
4. If you are a company or a company is the beneficiary of a trust or partnership – 0%		
Distribution of LIC Gains are at the discretion of the Board.		

FLAGSHIP INVESTMENTS LIMITED  
**NOTES TO THE FINANCIAL STATEMENTS**  
 FOR THE YEAR ENDED 30 JUNE 2020

	2020	2019
	\$'000	\$'000

## 16. EARNINGS PER SHARE

(a) Earnings used in the calculation of basic and diluted earnings per share.

(i) Profit/(loss) from continuing operations attributable to the owners of the Company	487	1,676
(ii) Total Comprehensive Income	2,751	5,415

(b) Basic and Diluted earnings per share

	Cents	Cents
(i) Profit/(loss) from continuing operations attributable to the owners of the Company	1.9	6.6
(ii) Total Comprehensive Income	10.8	21.2

(c) Weighted average number of ordinary shares used in the calculation of earnings per share

	25,502,736	25,502,736
Total Comprehensive Income is a more appropriate base for determining earnings per share as it includes profit after income tax and changes in fair value of financial assets		

## 17. AUDITOR'S REMUNERATION

Remuneration of the auditor of the Company for:

Audit or reviewing the financial statements

26	26
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**Total remuneration of auditors**

26	26
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## FINANCIAL REPORT (continued)

FLAGSHIP INVESTMENTS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2020

#### 18. FINANCIAL RISK MANAGEMENT

The Company is exposed to a variety of financial risks through its use of financial instruments.

The Company's overall risk management program focuses on the volatility of the financial markets and seeks to minimise potential adverse effects on the financial performance of the Company. The Company does not speculate in financial assets. Risk governance is managed through the Board which provides direct oversight on the Company's risk management framework and overall risk management performance.

The Board provides written principles for risk management covering investment portfolio composition as outlined in the Investment Mandate. Risk is managed by the professional, disciplined management of the investment portfolio by EC Pohl & Co Pty Ltd (the Manager).

The Company held the following financial instruments:

	2020	2019
	\$'000	\$'000
<b>Financial Assets</b>		
Cash and cash equivalents	2,237	3,763
Receivables	188	130
Financial Assets at fair value through Other Comprehensive Income.	54,226	51,859
<b>Total Financial Assets</b>	<b>56,651</b>	<b>55,752</b>
<b>Financial Liabilities</b>		
Trade and Other Payables	587	1,081
<b>Total Financial Liabilities</b>	<b>587</b>	<b>1,081</b>

##### (a) Market Risk

###### Foreign exchange risk

The Company operates entirely within Australia and is not exposed to material foreign exchange risk.

###### Equity market risk

The Company is exposed to risk of market price movement through its investments in Australian listed equity securities. Equity investments held by the Company are classified on the Statement of Financial Position as Financial Assets at fair value through Other Comprehensive Income and any movement in the listed equity securities is reflected in Other Comprehensive Income.

The risk to Shareholders is that adverse equity securities market movements have the potential to cause losses in Company earnings or the value of its holdings of financial instruments. The Manager's investment strategy centres on the view that investing in proven high quality businesses with growth opportunities arising from their sustainable competitive advantage will outperform over the longer-term. Consistent with this approach, the Manager has an established risk management framework that includes procedures, policies and functions to ensure constant monitoring of the quality of the investee companies. The objective of the risk management framework is to manage and control risk exposures within acceptable parameters while optimising returns.

Equity market risk is measured as a percentage change in the value of equity instruments held in the portfolio, as compared to the total market index for the same period.

The Company's exposure to equity market risk over the Manager's investment horizon at the end of the reporting period is:

	2020	2019
Portfolio five-year return	13.0%	12.6%
All Ordinaries Index five-year return	1.9%	4.5%

##### (b) Sensitivity Analysis

Increases/decreases in an equity securities price, affect the Company's asset revaluation reserve and Other Comprehensive Income for the year. The analysis is based on the assumption that the Financial Assets at fair value through Other Comprehensive Income had increased/decreased by 5% (2019 - 5%) with all other variables held constant.

Impact on Equity and Other Comprehensive Income for the year:

2020 +/- \$2,711,000

2019 +/- \$2,593,000

Impact on profit or loss is nil.

##### (c) Cash Flow Interest Rate Risk

The Company is exposed to cash flow interest rate risk from holding cash and cash equivalents at variable rates. The Company does not enter into financing activities which would expose it to interest rate fluctuations on borrowed capital.

Revenue from interest forms a very minor portion of the Company's income and therefore exposure to interest rate risk is not significant.

As at the reporting date, the Company had the following cash and cash equivalents:

30 June 2020: Balance \$2,237,000

Weighted average interest rate 0.5%

30 June 2019: Balance \$3,763,000

Weighted average interest rate 0.9%

##### (d) Relative Performance Risk

The Manager aims to outperform the risk-free cash rate over the long-term. However, as the portfolio consists of equity investments these will tend to be more volatile than cash, so there will likely be periods of relative under and over performance compared to the benchmark risk free rate.

Over the long-term the Manager is confident that the portfolio can achieve outperformance through an investment selection process that invests in companies that have a sound business model, display a sustainable competitive advantage and have proven quality management.

FLAGSHIP INVESTMENTS LIMITED  
**NOTES TO THE FINANCIAL STATEMENTS**  
 FOR THE YEAR ENDED 30 JUNE 2020

**(e) Credit Risk**

Credit risk is the risk of a counterparty defaulting on their financial obligations resulting in a loss to the Company. The objective of the Company is to minimise credit risk exposure. Credit risk arises from cash and cash equivalents and Financial Assets at fair value through Other Comprehensive Income. Credit risk is managed by the Manager.

Credit risk arising from cash and cash equivalents is managed by only transacting with counterparties independently rated with a minimum rating of A. The providers of financial services to the Company are rated as AA by Standard and Poor's. Credit risk on cash and cash equivalents is deemed to be low.

Credit risk arising from Financial Assets at fair value through Other Comprehensive Income relates to the risk of counterparties on the ASX defaulting on their financial obligations on transactions for Australian listed equity securities. The credit risk for these transactions is deemed to be low.

The maximum credit risk exposure of the Company at year end is the carrying value of the assets in the Statement of Financial Position.

There is no concentration of credit risk with respect to financial assets in the Statement of Financial Position.

**(f) Liquidity Risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due.

The objective of the Company is to ensure as far as possible that it will always have sufficient liquidity to meet its liabilities when due, under both normal and distressed conditions.

Prudent liquidity risk management implies maintaining sufficient cash and marketable Australian listed equity securities.

The Manager controls liquidity risk by continuously monitoring the balance between equity securities and cash or cash equivalents and the maturity profiles of assets and liabilities to ensure this risk is minimal.

**19. CAPITAL MANAGEMENT**

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The capital structure of the Company consists of equity attributable to members of the Company. The Board monitors the return on capital, which is defined as net operating income divided by total Shareholders' Equity. The Board also monitors the level of dividends to Shareholders.

The capital of the Company is invested by the Investment Manager in accordance with the investment policy established by the Board. The Company has no borrowings. It is not subject to any externally imposed capital requirements.

There were no changes in the Company's approach to capital management during the year.

**20. FAIR VALUE MEASUREMENTS**

The Company measures the following assets and liabilities at fair value on a recurring basis:

- Financial Assets at fair value through Other Comprehensive Income.
- Financial Assets At fair value through Profit or Loss.

**Fair value hierarchy**

AASB 13 *Fair Value Measurement* requires all assets and liabilities measured at fair value to be assigned to a level in the fair value hierarchy as follows:

- Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date.
- Level 2 Inputs other than quoted prices included with level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 Unobservable inputs for the asset or liability.

The table below shows the assigned level for each asset and liability held at fair value by the Company:

	Level 1	Level 2	Level 3	TOTAL
30 June 2020	\$'000	\$'000	\$'000	\$'000
<b>Recurring fair value measurements.</b>				
<b>Financial Assets</b>				
- Listed Equity Securities	54,226			54,226
30 June 2019				
	\$'000	\$'000	\$'000	\$'000
<b>Recurring fair value measurements.</b>				
<b>Financial Assets</b>				
- Listed Equity Securities	51,859			51,859

**Transfers between levels of hierarchy**

There were no transfers between levels of the fair value hierarchy.

**Highest and best use**

The current use of each asset measured at fair value is considered to be its highest and best use.

## FINANCIAL REPORT (continued)

FLAGSHIP INVESTMENTS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2020

	2020 \$'000	2019 \$'000
<b>21. RELATED PARTY TRANSACTIONS</b>		
Transactions with related parties		
Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.		
The following transactions occurred with other related parties:		
EC Pohl & Co Pty Ltd for Performance Fee		
• A Performance Fee was payable in accordance with the Management Services Agreement as detailed in Note 22.		
• Dr E C Pohl AM has an interest in the transaction as during the year Dr E C Pohl AM was a Director, employee and Shareholder of EC Pohl & Co Pty Ltd.	564	1,054
McCullough Robertson Lawyers for the provision of legal services. D M McGann is a partner of McCullough Robertson Lawyers.	5	8
Allegiant IRS for insurance advice for D & O Policy.		
The company is owned by McCullough Robertson Lawyers, of which D M McGann is a partner.	2	2
All related party transactions are made on an arm's length basis using the standard terms and conditions.		

### 22. MANAGEMENT SERVICES AGREEMENT

In accordance with a Management Services Agreement which was signed early in November 2015, the Company has agreed to engage the Manager to provide primary and secondary management services, including:

- 1) managing the investment of the Company's portfolio, including keeping it under review;
- 2) ensuring investments by the Company are only made in authorised investments;
- 3) complying with the investment policy of the Company;
- 4) identifying, evaluating and implementing the acquisition and disposal of authorised investments;
- 5) provide the Company with monthly investment performance reporting;
- 6) manage the Company's public and regulatory announcements and notices;
- 7) promoting investment in the Company by the general investment community;
- 8) providing investor relationship services; and
- 9) provision of accounting, human resources, corporate and information technology services support.

The agreement has a term of five years from the agreement date of 6 November 2015 and can be extended by the Board thereafter.

The agreement may be terminated if:

- a) either party ceases to carry on business, or
- b) either party enters into liquidation voluntarily or otherwise, or
- c) either party passes any resolution for voluntary winding-up, or
- d) a receiver of the property of either party, or any part thereof, is appointed, or
- e) the Shareholders of the Company at an abnormal meeting called in for that purpose, resolve by binding resolution to terminate the operations, or
- f) if the Company provides written notes to the Manager in the event of any material and substantial breach of the agreement by the Manager or if the Manager fails to remedy a breach of this agreement within 14 days following written notice of the breach.
- g) if the Manager provides written notice to the Company in the event of any material and substantial breach of the agreement by the Company or if the Company fails to remedy a breach of this agreement within 14 days following written notice of the breach.
- h) In recognition of the roles and personal expertise of senior executives retained by the Manager for the purpose of providing the primary services described in clause 3 of the Agreement, the parties agree that the agreement may be terminated, at the option of the Company, if there are major changes to senior executives (or their roles) providing the primary services. The Company shall be entitled to give the Manager a written termination notice upon or after the occurrence of a major change of the kind mentioned and such notice, if given, shall be effective at the end of the calendar month next following the giving of such notice unless the Company and the Manager mutually agree upon another date at which this agreement will terminate.

Under the agreement the Manager will receive a performance fee, payable annually in arrears, equal to 15% of the amount by which the Company's net performance before tax (that is, after all costs and outlays but before the calculation of the performance fee) exceeds the interest rate payable on bank bills as represented by the Bloomberg Bank Bill Index for that year. If the Company's net performance in the year is less than the interest rate payable on bank bills as represented by the Bloomberg Bank Bill Index for that year, then no performance fee will be payable. Under the terms of this agreement performance fee expense of \$564,279 was recognised during the year ended 30 June 2020 (2019 - \$1,053,905).



FLAGSHIP INVESTMENTS LIMITED  
**NOTES TO THE FINANCIAL STATEMENTS**  
 FOR THE YEAR ENDED 30 JUNE 2020

	2020	2019
	\$'000	\$'000

## 23. KEY MANAGEMENT PERSONNEL DISCLOSURES

As per the Management Services Agreement, the Company's Secretary and Chief Financial Officer, Mr Scott Barrett is engaged and remunerated by the Manager, EC Pohl & Co Pty Ltd. These roles do not receive any form of direct remuneration from the Company.

The Company has no other staff and therefore has no Key Management Personnel other than the Directors.

No member of Key Management Personnel held options over shares in the Company during the year.

There have been no other transactions with Key Management Personnel or their related entities other than those disclosed in Note 21.

The totals of remuneration paid to the key management personnel of Flagship Investments Limited during the year are as follows:

Short-term Employment benefits paid to the Directors	122	117
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Detailed remuneration disclosures are provided in sections (A) – (F) of the Remuneration Report on pages 11 and 12.

## 24. CASH FLOW INFORMATION

Reconciliation of result for the year to cash flows from operating activities

Reconciliation of net income to net cash provided by operating activities:

Profit for the year	487	1,676
Cash flows excluded from profit attributable to operating activities		
Changes in assets and liabilities		
- (increase)/decrease in trade and other receivables	(58)	144
- increase/(decrease) in current tax liabilities	(173)	(259)
- increase/(decrease) in net deferred tax assets/liabilities	13	(15)
- increase/(decrease) in trade and other payables	(494)	(153)
Cash flow from operations	(225)	1,393

## 25. CONTINGENCIES

In the opinion of the Directors, the Company did not have any contingencies at 30 June 2020 (30 June 2019: None).

## 26. EVENTS OCCURRING AFTER THE REPORTING DATE

No matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years. Subsequent to year-end on 25 August 2020, the Directors declared a final 2020 fully franked ordinary share dividend of 2.0 cents per share and a fully franked special dividend of 2.25 cents per share.

## DIRECTORS' DECLARATION

The Directors of the Company declare that:

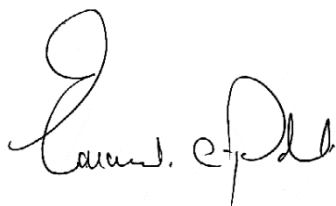
- (a) the Financial Statements and Notes set out on pages 16 to 33 are in accordance with the *Corporations Act 2001*, including:
  - (i) complying with Accounting Standards, which, as stated in accounting policy Note 1 to the financial statements, constitutes compliance with International Financial Reporting Standards (IFRS); and
  - (ii) give a true and fair view of the financial position as at 30 June 2020 and of the performance for the year ended on that date; and

in the Directors' opinion,

- (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
- (c) the remuneration disclosures set out on pages 11 and 12 of the Directors' Report (as part of the audited remuneration report) for the year ended 30 June 2020 comply with section 300A of the *Corporations Act 2001*.

The Directors have been given the declarations by the Chief Executive Officer and Chief Financial Officer required by section 295A of the *Corporations Act 2001*.

This declaration is made in accordance with a resolution of the Directors and is signed for and on behalf of the Directors by:



**Dr Emmanuel (Manny) C Pohl AM**  
Managing Director

25 August 2020

# INDEPENDENT AUDITOR'S REPORT



*For your peace of mind*

FLAGSHIP INVESTMENTS LIMITED  
ABN 99 080 135 913

INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF FLAGSHIP INVESTMENTS LIMITED  
(Page 1 of 4)

## Report on the Audit of the Financial Report

### Opinion

We have audited the financial report of Flagship Investments Limited (the Company), which comprises the statement of financial position as at 30 June 2020, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

In our opinion, the accompanying financial report of Flagship Investments Limited 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 2020 and of its financial performance for the year then ended; and
- (b) complying with Australian Accounting Standards 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 for the Audit of the Financial Report* section of our report. 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 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 ethical 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.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report for the year ended 30 June 2020. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

# INDEPENDENT AUDITOR'S REPORT (continued)



FLAGSHIP INVESTMENTS LIMITED  
ABN 99 080 135 913

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FLAGSHIP INVESTMENTS LIMITED (Page 2 of 4)

KEY AUDIT MATTER	HOW THE KEY AUDIT MATTER WAS ADDRESSED IN OUR AUDIT
<b>Financial Assets at Fair Value Through Other Comprehensive Income</b> Refer to Notes 2(f) and 10 to the financial statements	
<p>As at 30 June 2020 the company's statement of financial position includes financial assets at fair value through other comprehensive income of \$54.226 million.</p> <p>The company is a long-term investor in equity instruments which are classified at fair value through other Comprehensive Income. Initial recognition is at fair value (being cost) with the company electing to present in other Comprehensive Income changes in the fair value of the investments.</p> <p>We focused on this area as a key audit matter due to the amounts involved being material.</p>	<p>Our procedures included, inter alia:</p> <ul style="list-style-type: none"> <li>Inspecting externally prepared documentation to verify the valuation of the portfolio as at 30 June 2020.</li> <li>Randomly and judgmentally selecting investments and agreeing dividends and closing market value to third party evidence.</li> <li>Recalculating the movement in fair value for the year.</li> <li>Review of the appropriateness of the company's disclosures in the financial report in accordance with AASB 9.</li> </ul>
<b>Tax and Income Tax Expense</b> Refer to Note 7 and 11 to the financial statements	
<p>The company recognises the deferred tax liability as a net amount adjusted for deferred tax assets. As at 30 June 2020 the net deferred tax liability included in the statement of financial position amounted to \$2.746 million.</p> <p>Current tax payable as at 30 June 2020 included in the statement of financial position amounted to \$1.774 million.</p> <p>We focused on this area as a key audit matter due to the amounts involved being material</p>	<p>Our procedures included, inter alia:</p> <ul style="list-style-type: none"> <li>Reviewing the company's taxation calculations for accuracy, completeness and compliance with AASB 112.</li> <li>Review of the appropriateness of the company's disclosures in the financial report in accordance with AASB 112.</li> </ul>
<b>Performance fee</b> Refer to Notes 21 and 22 to the financial statements.	
<p>For the year ended 30 June 2020 the company's statement of profit or loss and other comprehensive income includes the performance fee of \$0.564 million.</p> <p>In accordance with a management service agreement the company pays a performance fee to a related party to engage a manager to provide primary and secondary management services.</p> <p>We focused on this area as a key audit matter due to the nature of the relationship and the materiality of the amount.</p>	<p>Our procedures included, inter alia:</p> <ul style="list-style-type: none"> <li>Reviewing the management service agreement</li> <li>Assessing the company's management fee calculation to ensure compliance with the agreement.</li> <li>Review of the appropriateness of the company's disclosures in the financial report in accordance with AASB 124.</li> </ul>



# INDEPENDENT AUDITOR'S REPORT (continued)



FLAGSHIP INVESTMENTS LIMITED  
ABN 99 080 135 913

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FLAGSHIP INVESTMENTS LIMITED (Page 3 of 4)

### 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 2020 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.

### Matters Relating to the Electronic Presentation of the Audited Financial Report

This auditor's report relates to the financial report of Flagship Investments Limited for the year ended 30 June 2020, intended to be included on the Company's website. The Company's directors are responsible for the integrity of the Company's website. We have not been engaged to report on the integrity of the Company's website. The auditor's report refers only to the statements named above. It does not provide an opinion on any other information which may have been hyperlinked to/from these statements. If users of this report are concerned with the inherent risks arising from electronic data communications they are advised to refer to the hard copy of the audited financial report to confirm the information included in the audited financial report presented on the website.

### Responsibility of the Directors 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 control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the 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 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 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstance, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

# INDEPENDENT AUDITOR'S REPORT (continued)



FLAGSHIP INVESTMENTS LIMITED  
ABN 99 080 135 913

INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF FLAGSHIP INVESTMENTS LIMITED  
(Page 4 of 4)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by directors and management.
- Conclude on the appropriateness of directors and management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosure in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transaction and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

## Report on the Remuneration Report

### Opinion on the Remuneration Report

We have audited the remuneration report included in pages 11 to 12 of the directors' report for the year ended 30 June 2020.

In our opinion the remuneration report of Flagship Investments Limited for the year ended 30 June 2020 complies with s300A of the Corporations Act 2001.

### Responsibilities

The directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with s300A of the Corporations Act 2001. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.

WPIAS Pty Ltd  
Authorised Audit Company No. 440306

Lee-Ann Dippenaar BCom CA RCA  
Audit Principal

Dated this 25<sup>th</sup> day of August 2020

## SHAREHOLDER INFORMATION

Flagship Investments has only one class of equity security, being Fully Paid Ordinary Shares. The Shareholder information set out below was applicable as at 14 August 2020.

### 1. TWENTY LARGEST SHAREHOLDERS

Shareholders	Ordinary Shares	%
CITICORP NOMINEES PTY LIMITED	7,267,909	28.50%
GLOBAL MASTERS FUND LIMITED	1,201,624	4.71%
MRS SYLVIA MARIA VALMADRE	1,018,663	3.99%
MR HANK VAN LIESHOUT	598,119	2.35%
MR CORNELIUS LAUBIUS VISSER LAUBSCHER	512,707	2.01%
NOONBAH PTY LTD <NOONBAH A/C>	502,000	1.97%
MR GREGORY JOHN BURTON & MRS CATHERINE BEATRICE BURTON <GJ BURTON PERSONAL SUPER A/C>	500,000	1.96%
POHL PTY LTD <GAP INVESTMENTS UNIT A/C>	500,000	1.96%
CIDEL BANK & TRUST INC <CBT THE FRAGRANCE A/C>	489,201	1.92%
MR DOMINIC MARTIN MCGANN	447,562	1.75%
QUANTUM ELECTRONICS PTY LTD <QUANTUM ELEC PL S/FUND A/C>	407,877	1.60%
BOND STREET CUSTODIANS LIMITED <HEF - D63174 A/C>	354,461	1.39%
MRS ERIKA HABERFIELD	307,520	1.21%
PRIMARY COMMUNITY AGED CARE PTY LTD <ARDMILLAN A/C>	284,481	1.12%
BURTON HOLDINGS (QLD) PTY LTD <THE CB A/C>	250,000	0.98%
DYNASTY PEAK PTY LTD <THE AVOCA SUPER FUND A/C>	210,148	0.82%
BOND STREET CUSTODIANS LIMITED <HEF - Q01843 A/C>	210,000	0.82%
ELGARA PTY LTD <ELGARA P/L SUPER FUND A/C>	207,277	0.81%
RENNIN PTY LTD <REYNARD SUPER FUND A/C>	206,480	0.81%
MR EDWIN HENRY BUCKLAND & MRS ENID OLIVE BUCKLAND <BUCKLAND SUPER FUND A/C>	200,000	0.78%
<b>Total</b>	<b>15,676,029</b>	<b>61.47%</b>

### 2. DISTRIBUTION OF SECURITIES:

Fully Paid Ordinary Shares

Distributions	Number of Shareholders	% of shares held
1 to 1,000	113	0.2%
1,001 to 5,000	195	2.2%
5,001 to 10,000	132	4.0%
10,001 to 100,000	221	25.1%
100,001 and over	32	68.5%
<b>Total</b>	<b>693</b>	<b>100%</b>
Holdings of less than a marketable parcel	32	0.00%

### 3. SUBSTANTIAL SHAREHOLDINGS

The names of the Shareholders who have notified the Company of a substantial holding in accordance with section 671B of the *Corporations Act 2001* are:

Substantial Shareholder	Number of Shares	% of total
Dr E C Pohl AM *	10,269,942	40.3%

\* Has the power to control voting and/or the disposal of securities in accordance with a Power Of Attorney in relation to 2,502,334 shares.

### 4. VOTING RIGHTS

On a show of hands every Shareholder present in person or by proxy shall have one vote and upon a poll each share shall have one vote.

### 5. ON-MARKET BUY BACK

There is no current on-market buy back.

## INVESTMENTS

### (1) HOLDINGS OF SECURITIES AS AT 30 JUNE 2020

Individual investments at 30 June 2020 are listed below. The list should not, however, be used to evaluate portfolio performance or to determine the net asset backing per share at other dates. Individual holdings in the portfolio may change during the course of the year.

Code	Company	Shares	Market Value \$'000	%
	<b>ORDINARY SHARES</b>			
A2M	The A2 Milk Company Limited	94,000	1,754.0	3.10
ALU	Altium Limited	50,000	1,624.0	2.87
APT	Afterpay Limited	50,000	3,049.5	5.39
ARB	ARB Corporation Limited	91,036	1,634.1	2.89
CAR	Carsales.Com Limited	120,000	2,128.8	3.76
CBA	Commonwealth Bank of Australia	59,974	4,163.4	7.35
CGC	Costa Group Holdings Limited	600,000	1,740.0	3.07
COH	Cochlear Limited	6,858	1,295.7	2.29
CSL	CSL Limited	6,061	1,739.5	3.07
CTD	Corporate Travel Management Limited	193,830	1,878.2	3.32
DMP	Domino's Pizza Enterprises Limited	52,056	3,575.7	6.32
FCL	Fineos Corporation Holdings PLC	225,996	881.4	1.56
HUB	HUB24 Limited	239,332	2,225.8	3.93
IEL	Idp Education Limited	129,520	2,006.3	3.54
MFG	Magellan Financial Group Limited	24,454	1,418.6	2.50
MP1	Megaport Limited	162,463	1,962.6	3.46
MQG	Macquarie Group Limited	29,900	3,546.1	6.26
NWL	Netwealth Group Limited	143,464	1,286.9	2.27
PDL	Pendal Group Limited	420,026	2,507.6	4.43
REA	REA Group Ltd	12,000	1,294.6	2.29
RIO	Rio Tinto Limited	39,712	3,890.2	6.87
RMD	ResMed Inc.	105,000	2,891.7	5.11
SEK	Seek Limited	120,000	2,626.8	4.64
SM1	Synlait Milk Limited	75,000	497.3	0.88
WPL	Woodside Petroleum Ltd	59,592	1,290.2	2.28
WTC	Wisetech Global Limited	27,761	537.2	0.95
XRO	Xero Limited	8,659	780.3	1.38
			<b>54,226.5</b>	<b>95.78</b>
	<b>CASH</b>			
	Cash (including dividends receivable)		2,388.9	4.22
	<b>GRAND TOTAL</b>		<b>56,615.4</b>	<b>100.0</b>

### (2) TRANSACTIONS AND BROKERAGE

There were 105 (2019: 177) transactions in securities during the year on which brokerage of \$106,332 (2019: \$177,369) was paid.



## INVESTMENT PERFORMANCE

ANNUAL PERCENTAGE CHANGE					
Year to	Portfolio Return Pre Fees	Portfolio Return After Fees	NTA (tax on Realised Gains Only)	All Ordinaries Index	All Ordinaries Accumulation Index
June-99	16.4%	14.4%	14.6%	10.1%	14.1%
June-00	33.6%	30.4%	25.3%	12.9%	16.8%
June-01	20.0%	15.2%	8.8%	5.1%	8.8%
June-02	-5.0%	-6.3%	-9.3%	-7.6%	-4.5%
June-03	-9.4%	-10.2%	-14.6%	-5.2%	-1.1%
June-04	20.5%	19.0%	14.4%	17.7%	22.4%
June-05	35.1%	31.0%	24.1%	19.8%	24.7%
June-06	34.7%	31.6%	19.8%	19.0%	24.2%
June-07	35.9%	32.8%	21.6%	25.4%	30.3%
June-08	-24.1%	-25.8%	-31.3%	-15.5%	-12.1%
June-09	-4.2%	-4.2%	-8.0%	-26.0%	-22.1%
June-10	21.4%	19.6%	6.7%	9.5%	13.8%
June-11	4.6%	4.6%	-1.7%	7.7%	12.2%
June-12	-4.9%	-4.9%	-8.2%	-11.3%	-7.0%
June-13	32.9%	29.5%	15.7%	15.5%	20.7%
June 14	26.2%	23.5%	15.8%	12.7%	17.6%
June-15	6.6%	6.2%	-1.4%	1.3%	5.7%
June-16	12.3%	10.9%	5.7%	-2.6%	2.0%
June-17	8.0%	7.1%	0.6%	8.5%	13.1%
June-18	20.1%	17.8%	8.5%	9.1%	13.7%
June-19	16.7%	14.8%	6.4%	6.5%	11.0%
June-20	8.4%	7.4%	0.9%	-10.4%	-7.2%

Note: Fees include Performance fees and Underwriting fees.

NTA (Net Tangible Assets) is after all expenses and payment of dividends to Shareholders

## NOTES

[illegible]

## CORPORATE DIRECTORY

### FLAGSHIP INVESTMENTS LIMITED

ABN 99 080 135 913

REGISTERED IN QUEENSLAND ON  
23 SEPTEMBER 1997.



### BOARD OF DIRECTORS

Dominic M McGann

*Non-Executive Chairman*

Dr Emmanuel (Manny) C Pohl AM

*Managing Director*

Sophie A Mitchell

*Non-Executive Director*

Scott W Barrett

*Alternate Director*

### COMPANY SECRETARY

Scott W Barrett

### REGISTERED OFFICE

Level 12

Corporate Centre One

2 Corporate Court

BUNDALL QLD 4217

Tel: +61 (0) 7 5644 4405

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Toll Free: 1800 FLAGSHIP

1800 352 474

### POSTAL ADDRESS

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Gold Coast Mail Centre

BUNDALL QLD 9726

### AUDITORS

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Robina QLD 4226

### INVESTMENT MANAGER

EC Pohl & Co Pty Ltd

ACN 154 399 916

Level 12

Corporate Centre One

2 Corporate Court

BUNDALL QLD 4217

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