

FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2011

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GETUP LIMITED A.B.N. 99 114 027 986

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DIRECTOR'S REPORT

The directors present their report on the economic entity and its controlled entity for the financial year ended 30 June 2011.

The names of Directors in office at any time during or since the end of the year are:

- Amanda Tattersall
- Jeremy Heimans
- David Madden
- Brett Solomon
- Anne Coombs
- Sarah Maddison (from October 14, 2010)

A review of the operations of the economic entity during the financial year and the results of those operations are as follows:

Revenue 12 months to 30 June 2011

Retained Donations (after tax) 12 months to 30 June 2011

Donations \$4,989,570 (\$27,738)

2010-2011 was a positive year for the GetUp movement. As an organisation, we continued campaigning on some of the most important issues facing our community. The year began with an election where GetUp members campaigned on issues like our Government's approach to refugees, action on climate change and mental health reform. One of the most successful campaigns undertaken in the year was the next stage in GetUp's long campaign to improve voter enrolment laws. Having taken a successful action to the High Court, GetUp members were able to restore the voting rights of around 130,000 people. In the future this successful legal action will help thousands more exercise their right to vote.

The organisation experienced rapid membership growth this year as well as significant growth in the activity of existing members. This complements the delivery of a new web platform. The year also saw the organisation grow its core group of recurring donors.

The exceptional growth in GetUp's membership was also reflected in the donations the movement received. GetUp relies on small donations to fund its work and over the course of the year almost 50,000 Australians contributed with each donation averaging \$45 and many of these donors giving multiple times throughout the year.

As the website and GetUp's social media platform attracted hundreds of thousands of people to participate in GetUp's campaigns, the organisation was able to play an important role in putting key issues on the public agenda and producing legislative and non-legislative outcomes on a number of issues. We look forward to continuing this work in the 2012 financial year.

DIRECTOR'S REPORT

There were no significant changes in the state of affairs of the economic entity that occurred during the financial year under review not otherwise disclosed in this report of the financial statements.

No other matters or circumstances have arisen since 30 June 2011 that have significantly affected or may significantly affect the operations of the economic entity, the results of those operations or the state of affairs of the economic entity in subsequent financial years not otherwise mentioned in this report.

No director has received or become entitled to receive, during or since the end of the financial year, a benefit because of a contract made by the economic entity, a related body corporate with a director, a firm of which a director is a member or a company in which a director has a substantial interest. This statement excludes a benefit included in the aggregate amount of emoluments received or due and receivable by directors shown in the economic entity's accounts, prepared in accordance with the Corporations Regulations, or the fixed salary of a full time employee of the economic entity, controlled entity or related body corporate.

During the financial year, the company paid a premium in respect of a contract insuring the directors of the company (as named above), the company secretary, Mr S.A. Sheikh and all executive officers of the company and of any related body corporate against a liability incurred as such a director, secretary or executive officer to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

The company has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the company or of any related body corporate against a liability incurred as such an officer or auditor.

Attendance of Directors at Director Meetings of which 8 were held during the financial year:

Name	Meetings entitled to attend:	Meetings attended:
Amanda Tattersall	8	7
Jeremy Heimans	8	6
David Madden	8	8
Anne Coombs	8	7
Brett Solomon	8	7
Sarah Maddison	4	4

Particulars of Directors/Secretary in office at the end of the financial year:

DIRECTOR'S REPORT

Name

Qualifications, experience and special responsibilities

Dr. Amanda Sharon Tattersall

BA LLB (UTS) PhD

An experienced union and community organiser, bringing significant campaigning, political and bridge building skills between social movements all pertinent to GetUp. She has a PhD and has published extensively on the role of coalition strategies in Australian and international peer reviewed journals. She also holds a law degree which aids her duties as a director on the board and is currently Director of the Sydney Alliance. Amanda was a co-founder of GetUp Ltd.

Jeremy Heimans

BA (Hons), MPP (Harvard)

Jeremy is a co-founder of GetUp Ltd. His principal research interests are development, financing and reform of global economic and social governance. The UN and the OECD Development Centre have both engaged him as a consultant on these areas of interest and he has also worked as a management consultant for McKinsey and Company, developing a diagnostic tool to measure the performance of international NGOs.

David Michael Madden

BA (Hons), LLB (NSW), MPP (Harvard)

David is a co-founder of GetUp Ltd. He has strong experience in public policy, advocacy and new media – both in Australia and overseas. He is the co-author of "Imagining Australia: Ideas for our Future" and has written numerous articles about Australian politics and policy.

Dr. Sarah Maddison

BA(Hons) (UTS), PhD (Sydney)

Sarah is a researcher and expert in Australian social movements, particularly the Indigenous rights movement and the women's movement. She has also researched and written widely on Australian politics and democratic assessment, with a particular focus on the role of non-government organisations and dissent in Australian democracy. She has a PhD in the Discipline of Government and International Relations from the University of Sydney and is also an alumnus of Sydney Leadership.

Brett Solomon

BA LLB (SYD) Masters Int'l Law (NSW)

Brett Solomon was previously the Executive Director of GetUp Ltd. He resigned from this position in August 2008 and now sits on the board. Brett has been the campaign director at Avaaz and is now the founding Director of the internet freedom group - "Access". He was Campaigns Coordinator for Amnesty International Australia and founded the International Youth Parliament with Oxfam Australia.

DIRECTOR'S REPORT

Anne Coombs

BA (SYD)

Anne Coombs is a writer and social entrepreneur. She was one of the founders of Rural Australians for Refugees, which grew from three people to over 10,000 in 2001-2004 and became one of the most effective advocate groups for refugees. This gave her hands-on experience in network building, message shaping and promotion. She has been involved in many community activist initiatives at both a local and national level. Anne is currently the executive director the Becher Foundation, which supports progressive and innovative social projects, particularly in the area of Indigenous policy, refugees and regional communities. The foundation seeks in particular to support female leadership development in the NGO sector. She is the author of three books on contemporary social history and two novels. She is also an alumnus of Sydney Leadership.

Simon Sheikh (Company Secretary) BComm (NSW)

Simon Sheikh is National Director of GetUp! He was appointed to this role in September 2008. Simon has had articles published in newspapers, blogs and was a contributing author to the book *The Future By Us.* He was born and raised in Sydney and studied a Bachelor in Commerce (with Economics and Accounting majors) at the University of New South Wales. Prior to joining GetUp Simon worked in the NSW Treasury on issues including public education and climate change. In 2007, after representing Australia at the Commonwealth Heads of Government meeting in Uganda he was named the NSW Young Professional of the Year. He is also an alumnus of Sydney Leadership.

DIRECTOR'S REPORT

This report is made in accordance with a resolution of the Board of Directors, and is signed for and on behalf of the directors by:

Director

Sarah Maddison

Director Anne Coombs

Dated this 20th day of October 2011

AUDITORS' INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTOR OF GETUP LIMITED

We declare, that to the best of our knowledge and belief, during the year ended 30 June 2011 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.

Name of Firm:

Watkins Coffey Martin

Chartered Accountants

Name of Partner:

₩ V Watkins

Address:

65 Hill Street, ROSEVILLE NSW 2069

Dated this 20th day of October 2011

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2011

		2011	2010
	Note	\$	\$
Donations	2	5,021,604	2,180,177
Depreciation and amortisation expenses		(28,598)	(58,309)
Director's fees		-	(9,000)
Other expenses		(5,018,969)	(2,027,949)
(Loss) Profit before income tax	3	(25,963)	84,919
Income tax expense	4	(1,775)	•
(Loss) Profit for the year	_	(27,738)	84,919
Total retained donations for the year	••••	(27,738)	84,919

STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2011

		2011	2010
	Note	\$	\$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	5	464,582	581,430
Trade and other receivables	6	116,890	42,844
Other current assets	7 _	90,910	
TOTAL CURRENT ASSETS	_	672,382	624,274
NON-CURRENT ASSETS Property, plant and equipment	8	40,507	44,459
TOTAL NON-CURRENT ASSETS	0 _	40,507	44,459
TOTAL ASSETS	-	712,889	668,733
TOTAL ASSETS	-	712,000	000,700
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	9	642,357	565,565
Provisions	10	70,641	45,997
Tax liabilities	11	(29,542)	<u>-</u>
TOTAL CURRENT LIABILITIES	-	683,456	611,562
TOTAL LIABILITIES	-	683,456	611,562
NET ASSETS	_	29,433	57,171
	_		
EQUITY			
Retained Donations	12	29,433	57,171
TOTAL EQUITY	_	29,433	57,171

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2011

	Note	Retained Donations \$	Total \$
Retained Donations at the beginning of the financial year		(27,748)	(27,748)
Profit distributable to like-minded organisation upon wind up		84,919	84,919
Retained Donations at 30 June 2010	_	57,171	57,171
Profit distributable to like-minded organisation upon wind up	-	(27,738)	(27,738)
Retained Donations at 30 June 2011	_	29,433	29,433

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2011

	2011	2010
	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES		
	5,001,242	2,036,219
Receipts from programmes and donations	·	
Payments from campaign operations	(5,124,869)	(2,006,297)
Interest received	31,425	16,932
Net cash provided by (used in) operating activities	(92,202)	46,854
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of property, plant and equipment	-	-
Proceeds from sale of intangibles	-	-
Payments for property, plant and equipment	(24,646)	(20,194)
Net cash provided by (used in) investing activities	(24,646)	(20,194)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from financial liabilities	_	-
	_	_
Repayment of financial liabilities		
Net cash used in financing activities		
Net increase/(decrease) in cash held	(116,848)	26,660
Cash at beginning of financial year	581,430	554,77 <u>0</u>
Cash at end of financial year	464,582	581,430

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

1 Statement of Significant Accounting Policies

Basis of Preparation

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

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in financial statements containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless otherwise stated.

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.

Accounting Policies Income Tax

The company adopts the liability method of tax-effect accounting whereby the income tax expense is based on the profit from ordinary activities adjusted for any permanent differences.

Timing differences, which arise due to the different accounting periods in which items of revenue and expense are included in the determination of accounting profit and taxable income, are brought to account as either a provision for deferred income tax or as a future income tax benefit at the rate of income tax applicable to the period in which the benefit will be received or the liability will become payable.

Future income tax benefits are not brought to account unless realisation of the asset is assured beyond any reasonable doubt. Future income tax benefits in relation to tax losses are not brought to account unless there is virtual certainty of realisation of the benefit.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income tax legislation, and the anticipation that the company will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

Property, Plant and Equipment

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

Each class of property, plant and equipment is carried at cost or fair value as indicated less, where applicable, any accumulated depreciation and impairment losses.

Plant and equipment

Plant and equipment are measured on the cost basis less depreciation and impairment losses.

The carrying amount of plant and equipment is reviewed annually by the director to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the assets' employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

The cost of fixed assets constructed within the company includes the cost of materials, direct labour, borrowing costs and an appropriate proportion of fixed and variable overheads.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the statement of comprehensive income during the financial period in which they are incurred.

Depreciation

The depreciable amount of all fixed assets including building and capitalised lease assets, but excluding freehold land, is depreciated on a straight line basis over the asset's useful life to the company commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

The depreciation rates used for each class of depreciable asset are:

Class of Asset
Office Equipment
Technology
Intellectual Property
Website

Depreciation Rate:
15-25%
30/50%
40%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of the reporting period.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains or losses are included in the statement of comprehensive income. When revalued assets are sold, amounts included in the revaluation reserve relating to that asset are transferred to retained earnings.

Financial Instruments

Initial Recognition and Measurement

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions to the instrument. For financial assets, this is equivalent to the date that the company commits itself to either purchase or sell the asset (i.e. trade date accounting adopted).

Financial instruments are initially measured at fair value plus transactions costs except where the instrument is classified 'at fair value through profit or loss' in which case transaction costs are expensed to profit or loss immediately.

Impairment of Assets

At the end of each reporting period, the company assesses whether there is any indication that an asset may be impaired. The assessment will include considering external and internal sources of information. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the statement of comprehensive income.

Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Impairment testing is performed annually for goodwill and intangible assets with indefinite lives.

Employee Benefits

Provision is made for the company's liability for employee benefits arising from services rendered by employees to the end of the reporting period. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits. In determining the liability, consideration is given to employee wage increases and the probability that the employee may not satisfy vesting requirements. Those cash outflows are discounted using market yields on national government bonds with terms to maturity that match the expected timing of cash flows.

Provisions

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

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

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the statement of financial position.

Revenue and Other Income

Income related to General Donations is recognised as income as received. In relation to Campaign Specific Donations, where income exceeds expenditures incurred (or expenses incurred exceeds income) during a period and labeled campaign specific for a campaign concluding in a subsequent period, the excess is treated as an advance receipt (expense) and carried forward on the balance sheet as a net figure to match against the expenses (receipts) of a subsequent period. The surplus (deficit) from the campaign is treated as income (expenses) on the completion of the campaign and brought to account as such determining Retained Donations in that period.

Going Concern

The financial reports have been prepared on a going concern basis.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

Trade and Other Payables

Trade and other payables represent the liability outstanding at the end of the reporting period for goods and services received by the company during the reporting period, which remain unpaid. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of liability.

Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the balance sheet are shown inclusive of GST.

Cash flows are presented in the cash flow statement on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

		2011 \$	2010 \$
2	Revenue and Other Income		
	Revenue		
	Donations	4,989,570	2,162,340
	Other revenue: Interest received	31,425	16,932
	Other revenue	609 32,034	905 17,837
	Total revenue	5,021,604	2,180,177
	Interest revenue from:		
	Interest Received Total interest revenue on financial assets not at fair	31,425	16,932
	value through profit or loss	31,425	16,932
	Other revenue from: Sundry Income	609	905
	Total other revenue	609	905
3	Profit for the year		
	Expenses Depreciation of property, plant and equipment	28,598	58,309
4	Income Tax Expense		
	The components of tax expense comprise: Income Tax Expense	1,775	
5	Cash and Cash Equivalents		
	Cash at Bank	1,960	5,674

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

		2011	2010
***************************************		\$	\$
	Cash Management Account	92,986	88,805
	BW Cheque Account	(195,200)	8,395
	Debit Card Account	(100,200)	8
	BW Cash Management	564,828	478,548
	BVV Odon Managoment	464,582	581,430
	Reconciliation of cash		
	Cash at the end of the financial year as shown in the statement of cash flows is reconciled to the related items in the statement of financial position as follows:		
	Cash at Bank	1,960	5,674
	Cash Management Account	92,986	88,805
	BW Cheque Account	(195,200)	8,395
	Debit Card Account	8	8
	BW Cash Management	564,828	478,548
		464,582	581,430
6	Trade and Other Receivables		
	Current		
	Pledges Receivable	6,632	9,532
	GST Control Account	107,661	31,224
	GST underclaimed	2,597	2,088
		116,890	42,844
7	The company does not hold any financial assets whose terms have been renegotiated, but which would otherwise be past due or impaired. Other Current Assets		
	Current		
	Prepayments	90,910	-

8 Property, Plant and Equipment

PLANT AND EQUIPMENT

Plant and Equipment:

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

			2011 \$		2010 \$
At cost			31	9,977	295,331
Accumulated depreciation			·······	<u>,470)</u>	(250,872)
Total Plant and Equipment			4	0,507	44,459
Movements in Carrying Ar	nounts				
Movement in the carrying a beginning and the end of the	current financia	l year.			
	Freehold Land	Buildings	Plant and Equipment	Leased Plant and Equipment	Total
	\$	\$	\$	\$	\$
Balance at 1 July 2010	_	-	44,459	-	44,459
Additions	-		24,646		24,646
Depreciation expense	_	<u>-</u>	(28,598)		(28,598)
Carrying amount at 30 June 2011	-	-	40,507	-	40,507
9 Trade and Other Paya	bles				
Current					
GST Query Account (prior y	ear)			1,936	1,936
Trade Creditors				-	37,197
Other Creditors			3	2,874	25,915
Advanced Campaign Recei	ots		60	2,774	469,903
Payroll Tax Payable				-	24,140
Wages Clearing Account				(768)	- 5.000
Loans - (Unsecured) at Call GST on Supplies				5,000	5,000
GST on Supplies				<u>541</u> 2,357	1,474 565,565
				-2,557	300,000
10 Provisions					
Provision for Holiday Pay		•	7	'0,641	45,997

The accompanying notes form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

		2011 \$	2010 \$
	Analysis of Total Provisions	70.044	45.007
	Current	70,641 70,641	45,997 45,997
11	Тах		
	Liabilities		
	Current		
	Provision for Income Tax	(29,542)	•
12	Retained Donations		
	Retained donations (Accumulated losses) at the beginning of the financial year	57,171	(27,748)
	(Net loss) Net profit	(27,738)	84,919
	Retained donations at the end of the financial year	29,433	57,171
13	Cash Flow Information		
	Reconciliation of Cash Flow from Operations with Profit after Income Tax		
	Profit (Loss) after income tax	(27,738)	84,919
	Non-cash flows in profit		
	Amortisation	-	4,789
	Depreciation	28,598	53,520
	Changes in assets and liabilities, net of the effects of purchase and disposal of subsidiaries		
	(Increase)/decrease in other assets	(90,910)	-
	(Increase)/decrease in trade and other receivables Increase/(decrease) in trade and other payables	(74,046) 76,792	(22,756) (132,574)
	Increase/(decrease) in tax liabilities	(29,542)	28,788

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

	2011 \$	2010 \$
Increase/(decrease) in provisions	24,644	30,168
, ,	(92,202)	46,854

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

2011	2010
\$	\$

14 Financial Risk Management

The company's financial instruments consist mainly of deposits with banks, local money market instruments, short-term investments, accounts receivable and payable, bills and leases.

The totals for each category of financial instruments, measured in accordance with AASB 139 as detailed in the accounting policies to these financial statements are as follows:

	2011 \$	2010 \$
Financial Assets		
Cash & cash equivalents	464,582	581,430
Loans and receivables	116,890	42,844
Available-for-sale financial assets:		
- At fair value		
Listed investments	**	-
Unlisted investments	-	-
Total Financial Assets	581,472	624,274
Financial Liabilities		
Financial liabilities at amortised cost		
 Trade & other payables 	642,357	565,565
- Borrowings	-	_
Total Financial Liabilities	642,357	565,565

Financial Risk Management Policies

The director's overall risk management strategy seeks to assist the company in meeting its financial targets, whilst minimising potential adverse effects on financial performance.

Risk management policies are approved and reviewed by the Board of Directors on a regular basis. These included the credit risk policies and future cash flow requirements.

The main purpose of non-derivative financial instruments is to raise finance for company operations.

The company does not have any derivative instruments at 30 June 2011.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2011

2011 \$ 2010

\$

15 Contributed Equity

The organization is limited by guarantee and has no share capital and in accordance with clause 7 of the memorandum and articles of association, every member undertakes to contribute to the assets of the organization in the event of a shortfall on winding up to the extent of ten dollars (\$10) each.

DIRECTOR'S DECLARATION

The director of the company declares that:

- The financial statements and notes, as set out on pages 1 to 17 present fairly the company's financial position as at 30 June 2011 and its performance for the year ended on that date in accordance with Australian Accounting Standards (including Australian Accounting Interpretations); and
- 2. In the director's opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

Director Sarah Maddison

Director Anne Coombs

Dated this 20th day of October 2011

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GETUP LIMITED A.B.N. 99 114 027 986

Report on the Financial Report

We have audited the accompanying financial report of GETUP LIMITED which comprises the statement of financial position as at 30 June 2011 and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, a summary of significant accounting policies, other explanatory notes and the director's declaration.

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards (including Australian Accounting Interpretations) and the financial reporting requirements of the company's constitution. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances. In Note 1, the director also state, in accordance with Accounting Standard AASB 101: "Presentation of Financial Statements", that compliance with the Australian equivalents to International Financial Reporting Standards (IFRS) ensures that the financial report, comprising the financial statements and notes, complies with IFRS.

Auditors' Responsibility

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

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

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

Independence

In conducting our audit, we have complied with the independence requirements of Australian professional ethical pronouncements.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GETUP LIMITED A.B.N. 99 114 027 986

Auditors' Opinion

In our opinion:

- (a) the financial report of GETUP LIMITED is in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the company's financial position as at 30 June 2011 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards (including Australian Accounting Interpretations) to the extent described in Note 1 and the company's constitution.
- (b) The financial report also complies with International Financial Reporting Standards as disclosed in Note 1.

Name of Firm:

Watkins Coffey Martin

Chartered Accountants

Name of Partner:

₩V Watkins

Address:

65 Hill Street, ROSEVILLE NSW 2069

Dated this 20th day of October 2011