

GETUP LIMITED
ABN 99 114 027 986

FINANCIAL REPORT
FOR THE YEAR ENDED 30TH JUNE 2017

GETUP LTD
ABN 99 114 027 986

DIRECTORS' REPORT

Your directors present their report on the company for the financial year ended 30 June 2017.

Directors

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

David Madden (appointed 29 April 2005, ceased 16 August 2016)
Sarah Maddison (appointed 14 October 2010, ceased 15 November 2016)
Sally Pearce (appointed 24 November 2015, ceased 14 August 2017)

Phil Ireland (appointed 16 February 2016)
Carla McGrath (appointed 16 March 2016)
Lyn Goldsworthy (appointed 16 February 2016)
Min Guo (appointed 16 February 2016)
Alex Rafalowicz (appointed 16 February 2016)
Sara Saleh (appointed 16 February 2016)

Stephen Monk (appointed 13 October 2017)
Daniel Stone (appointed 13 October 2017)

Isabelle Reinecke, Company Secretary (appointed 13 July 2015, ceased 15 November 2016)
Henrietta Smith, Company Secretary (appointed 15 November 2016)

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

Review of Operations

A review of the operations of the company over the year and the results of those operations are as follows:

GetUp is a national, people-powered campaigning organisation whose mission is to achieve a fair, flourishing and just Australia. GetUp is and always has been an issues based organisation. The 2016-2017 financial year was GetUp's most impactful year to date. GetUp ran a total of 84 campaigns focusing on issues of economic fairness, climate justice, human rights, and democracy. GetUp continued to build and develop people power, technology and new media channels to enable more Australians to engage in our democracy.

The GetUp membership continued to grow and build deeper engagement with the organisation. Over the year, GetUp members took over 1,100,000 actions online, including making 104,905 individual donations, as well as taking tens of thousands of offline actions including attending hundreds of rallies and vigils. The major campaigns of the financial year included the tail end of the Federal Election campaign, with the election held on 2 July; the #StopAdani and Clean Energy campaigns, both in conjunction with a broad array of environmental NGOs; #BringThemHere, calling for refugees held in offshore detention to be brought to Australia; the successful campaigns to stop changes to Section 18C of the Racial Discrimination Act and to stop changes to Australia's citizenship laws; the campaigns against Centrelink's automated debt

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letters and drug testing of people on income support; and the campaigns opposing the sell off of the ASIC register and corporate tax avoidance.

GetUp's Market Impacts Team continued to work to harness the consumer power of GetUp members to drive progressive change in key sectors of the Australian economy. The team focussed on its flagship campaign, Better Power, which switched 2900 GetUp members from the major electricity providers to Powershop, rated Australia's cleanest alternative energy supplier.

An organisational priority for 2016-17 was building our people power. A dedicated organising team of 11.8 full time equivalent employees - approximately one fifth of GetUp's staff - together with 100 volunteer-trainers ran four mass training events, teaching a further 400 volunteers how to run action groups in their local communities.

GetUp has continued to invest in strong purpose built technology capability. Over the year, the Technology Team - comprising 4 full time equivalent software developers and product specialists - has developed or improved several software platforms to address the engagement opportunities and challenges faced by GetUp and supporters, including GetUp's internal campaign action platform Tijuana. Major builds underway or completed during 2016-17 include: *Kooragang* - a phone banking tool purpose built for running massive decentralised calling campaigns staffed by volunteers; *Turf* - a doorknocking walklist mapping tool; and *#FraudStop* - a mini-site which enabled victims of Centrelink's automated debt letters to challenge those debts, lodge a Freedom of Information request for their records, and communicate with their local member of parliament.

In the media space, GetUp focused on building new media channels in order to provide an accurate representation of political debates for our membership. GetUp has been a pioneer of Facebook Live in the Australian media environment, giving politicians from all parties the opportunity to speak directly to GetUp members. Additionally, GetUp launched ColourCode, a digital platform for Aboriginal, Torres Strait Islander and multicultural communities to communicate, advocate and organise around issues of racial justice. Since the launch, ColourCode content has reached over half a million people.

Getup is a not-for-profit company with the principal aim of investing revenue into campaign activities and meeting the operating costs of the organisation. Consequently, the company reported an accounting loss for the period amounting to \$3,255 (after tax).

Significant Changes in the State of Affairs

No significant changes in the company's state of affairs occurred during the financial year.

Principal Activities

The principal activities of the company during the financial year were to advocate for a more progressive Australia through:

- developing, researching and executing campaigns on issues of economic fairness, climate justice, human rights and democracy;
- engaging the public, members, supporters, politicians, the media and the community on campaigns;
- allowing members and supporters to take targeted and effective online and offline action on campaigns;

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- developing the infrastructure, training, education and support to enable members to lead decentralised action groups; and
- creating technology and media to enable supporters to more effectively engage with campaigns and content.

No significant change in the nature of these activities occurred during the financial year

Events Subsequent to the End of the Reporting Period

No matters or circumstances have arisen since the end of the financial year that 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.

Likely Developments and Expected Results of Operations

Likely developments in the operations of the company and the expected results of those operations in future financial years have not been included in this report as the inclusion of such information is likely to result in unreasonable prejudice to the company.

Environmental Regulation

The company's operations are not regulated by any significant environmental regulation under a law of the Commonwealth or of a state or territory.

Dividends

No dividends have been paid or declared since the start of the financial year.

Options

No options over issued shares or interests in the company were granted during or since the end of the financial year and there were no options outstanding at the date of this report.

Indemnification of Officers

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 secretaries, all executive officers of the company, and the officers of any related body corporate, against a liability incurred by 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 by such an officer or auditor.

Liability of Members

The liability of the Members is limited. If the Company is wound up, anyone who is a Member when the Company is wound up or who ceases to be a Member within one year before the Company is wound up must, on winding up, contribute to the Company's property the lesser of:

- a) The amount required for:

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- i) payment of the Company's debts and liabilities that were contracted before the person ceased to be a Member;
- ii) the costs, charges and expenses of the winding up; and
- iii) adjustment of the rights of contributors between themselves; and

b) \$10.00.

Proceedings on Behalf of Company

No person has applied for leave of the court to bring proceedings on behalf of the company or to intervene in any proceedings to which the company is a party to, for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

The company was not a party to any such proceedings during the year.

Short-Term and Long-Term Objectives

The company's short-term objectives are:

- a) to be responsive and accountable to donors, members and supporters;
- b) to give members and supporters the opportunity to hold power to account through targeting governments, corporations and other decision makers;
- c) to empower the community to create more victories on progressive issues;
- d) to structure itself in such a way that allows it to respond quickly to the changing media and political environment that surround its campaigns;
- e) to leverage traditional and social media to increase the impact of campaigns; and,
- f) to partner with stakeholders to strengthen campaigns.

The company's long-term objectives are:

- a) to campaign for a more progressive Australia;
- b) to build a diverse community of Australians committed to creating a more progressive Australia; and
- c) to provide new and innovative ways for Australians to participate and have an impact on major issues.

Strategies

To achieve its objectives, the company has adopted the following strategies:

- The company strives to employ and maintain a small and highly skilled staff, supported by committed volunteers, across core functions including campaigning, technology, fundraising and membership services and administration. The Directors consider this critical to achieve all of the company's short-term and long-term objectives.

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- The company is committed to being a people-powered organisation. All correspondence concerning campaigns and donations is tabulated to provide quantitative and qualitative feedback to management. Monthly research is conducted among members and supporters to help guide the organisation's priorities. This contributes to the short-term objective of being responsive and accountable to donors, members and supporters and to the long-term objective of building a diverse community of Australians committed to creating a more progressive Australia.
- The company constantly experiments with new campaign tactics to ensure it remains effective. This includes experimenting with the use of aggregate shareholder and consumer power, and facilitating decentralised organising. This contributes to the short-term objective of giving members and supporters the opportunity to hold power to account through targeting governments, corporations and other decision makers. This contributes to the long-term objective of providing new and innovative ways for Australians to participate and have an impact on major issues.
- The company has invested in empowering individuals and community groups through providing education, training and cutting-edge online tools to help them win campaigns on issues that matter to them. This contributes to the short-term objective of empowering the community to create more victories on progressive issues. This contributes to the long-term objective of campaigning for a more progressive Australia.
- The company strives to make its campaigns timely and relevant to generate media coverage to increase the reach of its message. Similarly, the company produces innovative and engaging content to engage members and supporters on social media to accelerate viral growth of campaigns. This contributes to the short-term objective of leveraging traditional and social media to increase the impact of campaigns.
- The company works extensively with relevant sector organisations and experts to contribute to the policy development and research that underlies campaigns. This increases the velocity, quality and credibility of the organisation's campaign activities. This contributes to the short-term objectives of: structuring the company in such a way that allows it to respond quickly to the changing media and political environment that surround its campaigns; and of partnering with stakeholders to strengthen campaigns.

Key Performance Measures

The company regularly monitors and evaluates its financial sustainability and performance against its objectives through using qualitative and quantitative benchmarks. Comprehensive tracking of growth, online engagement, fundraising, media mentions and financial performance are used by management to routinely assess the effectiveness of individual campaigns and the organisation's broader objectives.

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Attendance of Directors at Board Meetings of which four were held during the financial year:

Name	Full Board Meetings entitled to attend	Full Board Meetings attended	Committee Meetings entitled to attend	Committee Meetings attended
Phil Ireland	4	4	9	7
Carla McGrath	4	4	6	5
Sarah Maddison	2	2	5	1
Alex Rafalowicz	4	4	9	7
David Madden	1	0	0	0
Lynda Goldsworthy	4	4	5	5
Min Guo	4	4	6	5
Sally Pearce	4	3	5	5
Sara Saleh	4	3	6	4

Committees

Consistent with best practice corporate governance, the company distributes oversight of its performance among committees, which are integral to the overall governance structure. The list of committees and their scope is listed below:

Strategy and Risk Committee

- Oversee development and implantation of the organizational strategy, with a particular focus on ensuring long-term success
- Oversee risk management system

Finance Committee

- Review financial reports
- Oversee financial management, internal control system and audit functions
- Comply with applicable laws, regulations and standards

Governance Committee

- Develop and oversee a formal and transparent process for the selection, appointment and reappointment of board members and the National Director

Biographies of Directors and Secretaries

Phil Ireland

Chair of the Board

Member of the Strategy & Risk Committee

Member of the Finance Committee

Phil Ireland is a strategist, policy expert and digital campaigning professional. Phil has over a decade's experience working across a range of organisations from Not-For-Profits to Government to the private sector. Phil's current role is the Managing Director for the Online Progressive Engagement Network

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(OPEN), working across some of the world's largest digital campaigning organisations including MoveOn.org in the US, Campact in Germany and 38 Degrees in the UK. Phil holds a Ph.D. in climate change and development in addition to a B.Sc (Hons I) and B.A. He has authored several peer-reviewed academic articles, book chapters and articles in the public media. He is a Conjoint Academic at The University of Newcastle and has conducted occasional lectures at conferences and academic institutions including Macquarie University and the Geneva Center for Security Policy. Phil is also a Graduate of the Australian Institute of Company Directors.

Carla McGrath

Deputy Chair of the Board since 16 August 2016
Member of the Strategy & Risk Committee until 15 November 2016
Member of the Finance Committee since 15 November 2016
Member of the Governance Committee since 15 November 2016

Carla McGrath is a proud Indigenous Australian woman whose family comes from Thursday Island in the Torres Strait. Raised on the Australian mainland, Carla retains strong family and community ties to the Torres Strait. Carla brings a wealth of experience in Indigenous public policy and leadership, having worked as Head of Sustainability at the National Centre of Indigenous Excellence (NCIE), Relationship Manager at Australian Indigenous Mentoring Experience (AIME), Co-Chair of the Management Committee of the NSW Reconciliation Council, Vice Chair of Australian Youth Affairs Coalition (AYAC), Board Director of Flashpoint Labs and the George Hicks Foundation, Member of the AIME Corporation and Member of The Smith Family Aboriginal and Torres Strait Islander Advisory Panel. Carla is a Board Director of Shared Path Aboriginal and Torres Strait Islander Corporation and a Delegate to the National Congress of Australia's First Peoples. In 2017 she became a public member of the Australian Press Council. Carla is a graduate of the Newtown High School of Performing Arts and has started a Bachelor of Primary Education at the University of Sydney.

Sarah Maddison

Chair of the Board until 15 November 2016
Member of the Strategy & Risk Committee until 15 November 2016
Member of the Finance Committee until 15 November 2016
Member of the Governance Committee until 15 November 2016

Sarah Maddison is Associate Professor in the School of Social and Political Sciences at the University of Melbourne. Her areas of research expertise include reconciliation and conflict transformation, Indigenous political culture, and social movements. In 2015, Sarah published a book titled Conflict Transformation and Reconciliation based on research in South Africa, Northern Ireland, Australia, and Guatemala. Sarah has also authored Black Politics, Beyond White Guilt, Unsettling the Settler State, and The Women's Movement in Protest, Institutions and the Internet.

Alex Rafalowicz

Chair of the Strategy & Risk Committee
Member of the Finance Committee

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Alex Rafalowicz has experience working on strategy, policy, and digital campaigns in Australian and international fora, including in setting up Australia's top-ranked NationBuilder development agency Code Nation. Alex was most recently the movement strategist at the Climate Action Network of Australia where he came from working with international climate justice coalitions, including assisting in the founding and coordination of the Global Campaign to Demand Climate Justice. Alex helped found the Australian Youth Climate Coalition and led GetUp's electoral enrolment campaign in 2010. Alex has a Bachelor of Laws (Hons I) and Bachelor of Arts (Political Science) from the Australian National University, a joint European Master in Law and Economics (LLM Cum Laude and M.Sc. Economics) from the Indira Gandhi Institute of Development Research, Gent University and University of Bologna, and an Executive Education Certificate in Organising, Leadership and Action from the Harvard Kennedy School.

David Madden

In 2004, David Madden was one of the founders of Win Back Respect, a web-based campaign against the foreign policy of United States President George W. Bush. The following year he co-founded GetUp. David and Jeremy Heimans have subsequently co-founded Avaaz.org. David is the co-author of *Imagining Australia: Ideas for Our Future* (Allen & Unwin, 2004). In 2006, David was named one of the "Top 10 People who are Changing the World of Politics and the Internet" by Politics Online and the World E-Government Forum. David has a Masters of Public Policy, International Relations from the Harvard Kennedy School and a Bachelor of Law and Arts (History and Political Science) (Hons) from the University of New South Wales.

Lynda Goldsworthy

Chair of the Governance Committee

Member of the Strategy & Risk Committee until 16 August 2016

Lynda Goldsworthy is a long-time environmental activist and trainer who has worked on both global and local issues in Australia, Europe, the Pacific and Asia. Lyn was awarded the Order of Australia (Member) for her work in conservation and environment and has received the New Zealand Antarctic Trophy for her role in securing a ban on mining in the Antarctic. She has extensive experience in assisting not-for-profit organisations become more effective and efficient and has served on several boards. Lyn is currently the Executive Officer of the Frank Fenner Foundation which works to promote healthy people in harmony with and respectful of a healthy planet. Lynda has a Bachelor of Science in Chemistry and Geography from the University of Auckland and a Masters in Women's Studies from the University of New South Wales.

Min Guo

Member of the Strategy & Risk Committee since 15 November 2016

Member of the Governance Committee

Min Guo is a Victorian barrister. His areas of practice include class actions, human rights, immigration and freedom of information. He also has a research focus in issues relating to access to justice, examining asymmetric power structures in both the civil and criminal justice systems. Min has First-Class Honours in both a Bachelor of Laws and a Bachelor of Engineering from the University of Adelaide.

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Sally Pearce

Treasurer and Chair of the Finance Committee until 14 August 2017

Sally Pearce is an experienced Chief Financial Officer, who has over the last decade worked as either CFO or Director of Finance at St Vincents and Mater Health, NSW Health and the National E-Health Transition Authority. Sally has a JD from the University Technology Sydney and a Bachelor of Commerce from the University of Wollongong.

Sara Saleh

Member of the Strategy & Risk Committee

Member of the Governance Committee until 15 November 2016

Sara Saleh is an Arab-Australian human rights and refugee advocate, grassroots activist and creative artist. Her belief in the power of storytelling has taken her from a decade-long career working with NGOs like Amnesty International Australia, to performing her poetry locally and internationally. Sara regularly speaks and writes about human rights, refugees, Palestine, and the politics of language and identity, and has been published across Australian media outlets. A recent Masters of Human Rights Law graduate, Sara spends her nights working on her social enterprise, ReBOOKS, dedicated to improving refugee literacy in Australia, and is also a Board Member of WestWords. In 2013 Sara was named Affinity's Youth of the Year for her activism.

Daniel Stone

Member of the Strategy & Risk Committee since 13 October 2017

Member of the Governance Committee since 13 October 2017

Daniel Stone is an experienced social justice advocate, having worked on a number of national, state and local progressive campaigns. Daniel specialises in data led campaign communication and media production - with a focus on developing digital, video and graphic tools that engage and move people to action. He's a founder of PrincipleCo, which is contracted to do digital advertising for a number of businesses and organisations across Australia. Daniel has a Bachelor of Arts, Communications with Honours and the University Medal from the University of Technology, Sydney.

Stephen Monk

Treasurer and Chair of the Finance Committee since 13 October 2017

Member of the Strategy & Risk Committee since 13 October 2017

Stephen Monk is an IT entrepreneur with several successful consulting and product businesses in the UK and Australia. Within these organisations he provides technical leadership, strategic direction and financial management. He's a software developer at heart, and now spends most of this time working with large enterprises to help their staff embrace new technology and become more digitally savvy. Stephen has a

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Bachelor of Arts and Bachelor of Science majoring in Applied Computing, Political Science and Psychology from the University of Tasmania.

Henrietta Smith

Company Secretary since 15 November 2016

Henrietta Smith is the Chief of Staff at GetUp. She is a lawyer and has previously worked at the Department of Foreign Affairs and Trade, as an Associate to the Honourable Justice Buss of the WA Court of Appeal, and at law firm Mallesons (now King & Wood Mallesons) in the employment law and industrial relations team. She was previously the National President, United Nations Youth Association of Australia and President, UWA Law Students' Society. She was a trustee of the UN Youth Australia Foundation Board of Trustees. She holds a Bachelor of Laws (Honours) Bachelor of Arts (Honours) from the University of Western Australia.

Isabelle Reinecke

Company Secretary until 15 November 2016

Isabelle Reinecke is the Executive Director of the Grata Fund and was previously the Director of Legal and Governance at GetUp. She holds a Bachelor of Laws (Honours)/Bachelor of Science (Psychology) from the Australian National University. As a lawyer at Clayton Utz, she specialised in corporate, intellectual property and competition law and was heavily involved in their pro bono program, including working with indigenous communities in the East Kimberley to secure compensation for stolen wages. She has also served as board member for the Immigration Advice and Rights Centre, and has undertaken the Australian Institute of Company Director's company director course. Isabelle is the outgoing Company Secretary.



Philip Ireland
Chair



Alex Rafalowicz
Director

Dated: 15 November 2017

attached Compilation Report.

GETUP LIMITED

DIRECTORS' DECLARATION

The directors of the organisation declare that:

1. The financial statements and notes are in accordance with the Corporations Act 2001:
 - (a) comply with accounting standards and the Corporations Regulations 2001; and
 - (b) give a true and fair view of the financial position as at 30 June, 2017 and of the performance for the year ended on that date of the organisation.
2. In the directors' opinion there are reasonable grounds to believe that the organisation 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 Directors.



.....
Philip Ireland
Chair



.....
Alex Rafalowicz
Director

15th November 2017

GetUp Limited
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Income Statement
For the Year ended 30 June 2017

	Note	2017 \$	2016 \$
Revenue	2	8,377,434	10,049,568
Employee Benefits Expense		4,629,639	4,630,056
Depreciation and Amortisation Expense		41,415	35,553
Finance Costs	3	102,747	120,134
Other Expense	4	3,603,633	5,263,825
Profit before Income Tax		<u>-</u>	<u>-</u>
Income Tax Expense		3,255	2,452
Loss Attributable to Members of the Company		<u><u>(3,255)</u></u>	<u><u>(2,452)</u></u>

*The accompanying notes form part of these financial statements.
These financial statements have not been subject to audit or review and should be read in
conjunction with the attached Compilation Report.*

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Balance Sheet
As at 30 June 2017

	Note	2017 \$	2016 \$
Current Assets			
Cash	5	2,794,199	2,687,243
Receivables	6	146,996	335,628
Other	9	(64,194)	435,985
Total Current Assets		<u>2,877,001</u>	<u>3,458,856</u>
Non-Current Assets			
Financial Assets	7	3,349	3,349
Property, Plant and Equipment	10	98,518	93,760
Total Non-Current Assets		<u>101,867</u>	<u>97,109</u>
Total Assets		<u>2,978,868</u>	<u>3,555,965</u>
Current Liabilities			
Payables	11	444,289	893,752
Financial Liabilities	12	2,067,159	2,177,826
Current Tax Liabilities	8	3,103	1,396
Provisions	13	461,529	469,999
Total Current Liabilities		<u>2,976,080</u>	<u>3,542,973</u>
Non-Current Liabilities			
Provisions	13	24,665	31,616
Total Non-Current Liabilities		<u>24,665</u>	<u>31,616</u>
Total Liabilities		<u>3,000,745</u>	<u>3,574,589</u>
Net Assets		<u>(21,877)</u>	<u>(18,624)</u>
Equity			
Accumulated Losses		(21,877)	(18,624)
Total Equity		<u>(21,877)</u>	<u>(18,624)</u>

*The accompanying notes form part of these financial statements.
These financial statements have not been subject to audit or review and should be read in
conjunction with the attached Compilation Report.*

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Notes to the Financial Statements
For the Year ended 30 June 2017

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation

The financial statements are general purpose financial statements that have been prepared in accordance with Mandatory Australian Accounting Standards applicable to entities reporting under Corporations Act 2001 and the significant accounting policies disclosed below, which the directors have determined are appropriate to meet the needs of members.

Such accounting policies are consistent with those previous periods unless stated otherwise. The company is a Not-for-profit entity for financial reporting purposes under Australian Accounting Standards.

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 (IFRS). Material accounting policies adopted in the preparation of the financial statements are presented below and have been consistently applied unless stated otherwise.

The financial statements except for the cash flow information, 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. The amounts presented in the financial statements have been rounded to the nearest dollar.

Accounting Policies

(a) 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 borrowings in current liabilities on the statement of financial position.

(b) 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 are measured using the best estimate of the amounts required to settle the obligation at the end of the reporting period.

These notes should be read in conjunction with the attached Compilation Report.

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(c) **Employee Benefits**

Provision is made for the company's liability for employee benefits arising from service 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 amount expected to be paid when the liability is settled. 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 benefit. In determining the liability, consideration is given to employee wages increases and the probability that the employee may not satisfy any vesting requirements. Those cash flows are discounted using market yields on national government bonds with term to maturity that match the expected timing of cash flows.

Contributions are made by the entity to an employee superannuation fund and are charged expenses when incurred.

(d) **Property, Plant and Equipment**

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 and are therefore carried at cost less accumulated depreciation and any accumulated impairment. In the event the carrying amount of plant and equipment is greater than the estimated recoverable amount, the carrying amount is written down immediately to the estimated recoverable amount and impairment losses recognised either in profit or loss or as a revaluation decrease if the impairment losses relate to a revalued asset. A formal assessment of recoverable amount is made when impairment indicators are present (refer to Accounting Policy note - Impairment).

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 entity 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 depreciation amount of property, plant and equipment (excluding freehold land) is depreciated on a straight-line basis. Depreciation commences from the time the asset is available for its intended use.

Class of Asset	Depreciation Rate:
Office Equipment	15-25%
Technology	30-50%
Intellectual Property	40%

These notes should be read in conjunction with the attached Compilation Report.

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Website	40%
Motor Vehicle	20%

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.

(e) **Impairment of Assets**

At the end of each reporting period, the entity reviews the carrying amount of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair amount less cost to sell and value in use, is compared to the asset's carrying amount. Any excess of the asset's carrying amount over its recoverable amount is recognised immediately in profit or loss. Where the future economic benefits of the asset are not primarily dependent upon the asset's ability to generate net cash inflows and when the entity would, if deprived of the asset, replace its remaining future economic benefits, value in use is determined as the depreciated replacement cost of an asset.

Where it is not possible to estimate the recoverable amount of a class of asset, the entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

When an impairment loss on a revalued asset is identified, this is debited against the revaluation surplus in respect of the same class of asset to the extent that the impairment loss does not exceed the amount in the revaluation surplus for the same class of asset.

(f) **Income Tax**

The income tax expense (income) for the year comprises current income tax expense (income) and deferred tax expense (income).

Current income tax expense charged to profit or loss is the tax payable on taxable income. Current tax liabilities (assets) are measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses.

Current and deferred income tax expense (income) is charged or credited outside of profit or loss when the tax relates to items that are recognised outside profit or loss.

These notes should be read in conjunction with the attached Compilation Report.

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Except for business combinations, no deferred income tax is recognised from the initial recognition of an asset or liability where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where:

- (a) a legally enforceable right of set-off exists; and
- (b) the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

(g) **Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of assets that necessarily take a substantial period of time to prepare for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

(h) **Trade and Other Receivables**

Trade receivables are recognised initially at the transaction price (i.e. cost) and are subsequently measured at cost less provision for impairment. Receivables expected to be collected within 12 months of the end of the reporting period are classified as current assets. All other receivables are classified as non-current assets.

At the end of each reporting period, the carrying amount of trade and other receivables are reviewed to determine whether there is any objective evidence that the amounts are not

These notes should be read in conjunction with the attached Compilation Report.

GetUp Limited
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Notes to the Financial Statements
For the Year ended 30 June 2017

recoverable. If so, an impairment loss is recognised immediately in the statement of comprehensive income.

(i) Revenue and Other Income

Revenue is measured at the fair value of the consideration received or receivable after taking into account any trade discounts and volume rebates allowed. Any consideration deferred is treated as the provision of finance and is discounted at a rate of interest that is generally accepted in the market for similar arrangements. The difference between the amount initially recognised and the amount ultimately received is interest revenue.

Interest revenue is recognised using the effective interest method, which for floating rate financial assets is the rate inherent in the instrument.

Dividend revenue is recognised when the right to receive a dividend has been established. Revenue is recognised when the dividend has been paid or, in the case of dividend reinvestment schemes, credited to the owner.

Revenue recognition relating to the provision of services is determined with reference to the stage of completion of the transaction at the end of the reporting period and where outcome of the contract can be estimated reliably. Stage of completion is determined with reference to the services performed to date as a percentage of total anticipated services to be performed. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent that related expenditure is recoverable.

All revenue is stated net of the amount of goods and services tax (GST).

(j) Trade and Other Payables

Trade payables are recognised at their transaction price. Trade payables are obligations on the basis of normal credit terms.

(k) 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 Taxation Office (ATO).

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the ATO is included with other receivables or payables in the statement of financial position. Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the ATO are presented as operating cash flows included in receipts from customers or payments to suppliers.

These notes should be read in conjunction with the attached Compilation Report.

GetUp Limited
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Notes to the Financial Statements
For the Year ended 30 June 2017

(l) Comparative Figures

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

Where the company has retrospectively applied an accounting policy, made a retrospective restatement of items in the financial statements or reclassified items in its financial statements, an additional statement of financial position as at the beginning of the earliest comparative period will be disclosed.

(m) Critical Accounting Estimates and Judgments

The directors evaluate estimates and judgments incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the company.

Key Estimates - Impairment

The company assesses impairment at the end of each reporting period by evaluation of conditions and events specific to the company that may be indicative of impairment triggers. Recoverable amounts of relevant assets are reassessed using value-in-use calculations which incorporate various key assumptions.

(n) New Accounting Standards for Application in Future Periods

- AASB 9: Financial Instruments (December 2010) and AASB 2010-7: Amendments to Australian Accounting Standards arising from AASB 9 (December 2010) (applicable for annual reporting periods commencing on or after 1 January 2015).

These Standards are applicable retrospectively and include revised requirements for the classification and measurement of financial instruments, as well as recognition and derecognition requirements for financial instruments.

The key changes made to accounting requirements that may impact the company are:

-simplifying the classifications of financial assets into those carried at amortised cost and those carried at fair value; and

-allowing an irrevocable election on initial recognition to present gains and losses on investments in equity instruments that are not held for trading in other comprehensive income. Dividends in respect of these investments that are a return

on investment can be recognised in profit or loss and there is no impairment or recycling on disposal of the instrument.

The company has not yet estimated the impact of these pronouncements on its financial statements.

-AASB 10: Consolidated Financial Statements, AASB 11: Joint Arrangements, AASB 12: Disclosure of Interests in Other Entities, AASB 127: Separate Financial Statements (August 2011) and AASB 128: Investments in Associates and Joint Ventures (August 2011) (as amended by AASB 2012-10), and AASB 2011-7: Amendments to Australian Accounting Standards arising from the Consolidation and Joint Arrangements Standards (applicable for annual reporting periods commencing

These notes should be read in conjunction with the attached Compilation Report.

GetUp Limited
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For the Year ended 30 June 2017

on or after 1 January 2013).

AASB 10 replaces parts of AASB 127: Consolidated and Separate Financial Statements (March 2008, as amended) and Interpretation 112: Consolidation - Special Purpose Entities. AASB 10 provides a revised definition of "control" and additional application guidance so that a single control model will apply to all investees. This Standard is not expected to significantly impact the company's financial statements.

AASB 11 replaces AASB 131: Interests in Joint Ventures (July 2004, as amended). AASB 11 requires joint arrangements to be classified as either "joint operations" (where the parties that have joint control of the arrangement have rights to the assets and obligations for the liabilities) or "joint ventures" (where the parties that have joint control of the arrangement have rights to the net assets of the arrangement). Joint ventures are required to adopt the equity method of accounting (proportionate consolidation is no longer allowed). This Standard is not expected to significantly impact the company's financial statements.

AASB 12 contains the disclosure requirements applicable to entities that hold an interest in a subsidiary, joint venture, joint operation or associate. AASB 12 also introduces the concept of a "structured entity", replacing the "special purpose entity" concept currently used in Interpretation 112, and requires specific disclosures in respect of any investments in unconsolidated structured entities.

To facilitate the application of AASBs 10, 11 and 12, revised versions of AASB 127 and AASB 128 have also been issued. The revisions made to AASB 127 and AASB 128 are not expected to significantly impact the company's financial statements.

-AASB 13: Fair Value Measurement and AASB 2011-8: Amendments to Australian Accounting Standards arising from AASB 13 (applicable for annual reporting periods commencing on or after 1 January 2013).

AASB 13 defines fair value, sets out in a single Standard a framework for measuring fair value, and requires disclosures about fair value measurement.

AASB 13 requires:

- inputs to all fair value measurements to be categorised in accordance with a fair value hierarchy; and
- enhanced disclosures regarding all assets and liabilities (including, but not limited to, financial assets and financial liabilities) to be measured at fair value.

These Standards are not expected to significantly impact the company's financial statements.

-AASB 119: Employee Benefits (September 2011) and AASB 2011-10: Amendments to Australian Accounting Standards arising from AASB 119 (September 2011) (applicable for annual reporting periods commencing on or after 1 January 2013).

These Standards introduce a number of changes to accounting and presentation of defined benefit plans. The company does not have any defined benefit plans and so is not impacted by the amendment.

AASB 119 (September 2011) also includes changes to:

- require only those benefits that are expected to be settled wholly before 12 months after the end of the annual reporting period in which the employees render the related service to be classified as short-term employee benefits. All other employee benefits are to be classified as other long-term employee benefits, post-employment

These notes should be read in conjunction with the attached Compilation Report.

GetUp Limited
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For the Year ended 30 June 2017

benefits or termination benefits, as appropriate; and

- the accounting for termination benefits that require an entity to recognise an obligation for such benefits at the earlier of:
 - (i) for an offer that may be withdrawn - when the employee accepts;
 - (ii) for an offer that cannot be withdrawn - when the offer is communicated to affected employees; and
 - (iii) where the termination is associated with a restructuring of activities under AASB 137: Provisions, Contingent Liabilities and Contingent Assets and if earlier than the first two conditions - when the related restructuring costs are recognised.

These changes are not expected to significantly impact the company's financial statements.

These notes should be read in conjunction with the attached Compilation Report.

GetUp Limited
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Notes to the Financial Statements
For the Year ended 30 June 2017

	2017	2016
	\$	\$
2. Revenue		
Revenue and Other Income		
Rendering Services	8,081,540	9,844,747
	<u>8,081,540</u>	<u>9,844,747</u>
Other Income		
Merchandise Revenue	8,127	236
Interest Received	26,149	42,957
Other Revenue	261,618	161,628
	<u>295,894</u>	<u>204,821</u>
	<u><u>8,377,434</u></u>	<u><u>10,049,568</u></u>
3. Finance Costs		
Merchant and Gateway fee	102,832	117,270
Interest Paid		
Related Corporations	(85)	2,864
	<u>102,747</u>	<u>120,134</u>
4. Expenses		
Employee Benefits Expense	4,629,639	4,630,056
Depreciation and Amortisation Expenses	41,415	35,553
Advertising & Promotion	569,771	1,062,271
Bank Charges	8,396	8,166
Freight & Cartage	22,056	163,741
Insurance	11,627	30,371
Printing & Stationery	-	22,238
Other Expenses	2,991,783	4,097,172
	<u>8,274,687</u>	<u>10,049,568</u>

These notes should be read in conjunction with the attached Compilation Report.

GetUp Limited
ABN 99 114 027 986
Notes to the Financial Statements
For the Year ended 30 June 2017

	2017	2016
	\$	\$
5. Cash and Cash Equivalents		
Bankwest Cheque Account	40,600	112,125
Bankwest Cash Management Account	1,513,110	969,305
BW NSW Election Account	15,092	15,092
Bendigo Cheque Account	54,931	26,784
Bendigo Cash Management Account	577,152	980,730
Bendigo Investment Account	396,241	386,998
Bendigo Term Deposit	146,777	146,777
Bendigo Term Deposit	50,296	49,000
Undeposited Fund	-	432
	<u>2,794,199</u>	<u>2,687,243</u>
Reconciliation of Cash		
Cash and Cash Equivalents	<u>2,794,199</u>	<u>2,687,243</u>
	<u>2,794,199</u>	<u>2,687,243</u>
6. Trade and Other Receivables		
Current		
Trade Debtors	62,283	112,968
Bond Paid	5,250	4,302
Provision for GST	79,463	137,109
Merchant Settlement Clearing Account	-	81,249
	<u>146,996</u>	<u>335,628</u>
Total Trade and Other Receivables	<u>146,996</u>	<u>335,628</u>
7. Financial Assets		
Non-Current		
Shares in Listed Companies		
Shares in Listed Companies	<u>3,349</u>	<u>3,349</u>
	<u>3,349</u>	<u>3,349</u>
Total Financial Assets	<u>3,349</u>	<u>3,349</u>

These notes should be read in conjunction with the attached Compilation Report.

GetUp Limited
ABN 99 114 027 986
Notes to the Financial Statements
For the Year ended 30 June 2017

	2017	2016
	\$	\$
8. Tax Assets and Liabilities		
Liabilities		
Provision for Income Tax	<u>3,103</u>	<u>1,396</u>
	3,103	1,396
Net Tax Liabilities	<u><u>3,103</u></u>	<u><u>1,396</u></u>
9. Other Assets		
Current		
Other Debtors	10,372	91,165
Funds held on Trust for OPEN	(75,624)	2,831
Bendigo Staff Debit Cards	<u>1,058</u>	<u>341,989</u>
	<u><u>(64,194)</u></u>	<u><u>435,985</u></u>
10. Property, Plant and Equipment		
Plant and Equipment		
Furniture & Fittings	55,877	64,637
Less Accumulated Depreciation	<u>(18,313)</u>	<u>(19,755)</u>
	37,564	44,882
Website	205,042	205,042
Less Accumulated Depreciation	(205,042)	(205,042)
Technology	140,772	217,191
Less Accumulated Depreciation	<u>(79,818)</u>	<u>(168,313)</u>
	60,954	48,878
Total Plant and Equipment	<u><u>98,518</u></u>	<u><u>93,760</u></u>

These notes should be read in conjunction with the attached Compilation Report.

GetUp Limited
ABN 99 114 027 986
Notes to the Financial Statements
For the Year ended 30 June 2017

	2017	2016
	\$	\$
11. Trade and Other Payables		
Current		
Sundry Creditors	2,236	-
Trade Creditors	442,053	893,751
Total Trade and Other Payables	444,289	893,751
12. Financial Liabilities		
Current		
Loans – Secured	(7,359)	5,016
Accruals Provision	341,795	629,986
Advanced Campaign Receipts	1,732,723	1,542,824
	2,067,159	2,177,826
Total Financial Liabilities	2,067,159	2,177,826
13. Provisions		
Current		
Payroll Accruals Payable	13,370	(914)
Provision for PAYGW	105,307	141,919
Superannuation Payable	10,913	17,389
Provision for Annual Leave	331,939	311,605
	461,529	469,999
Non-Current		
Provision for Long Service Leave	24,665	31,616
Total Provisions	486,194	501,615

These notes should be read in conjunction with the attached Compilation Report.

GetUp Limited
ABN 99 114 027 986
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2017

	2017 \$	2016 \$
Cash Flows from Operating Activities:		
Gross Loan Revenue & Commission	8,561,219	10,265,530
Payment to Suppliers and Employees	(8,788,106)	(8,459,831)
Interest Received	26,149	42,957
Tax Paid	(1,338)	(6,759)
Net Cash Used in Operating Activities	<u>(202,076)</u>	<u>1,841,897</u>
Cash Flows from Financing Activities:		
Loans to Sister Organisation	(12,375)	-
Bond Paid	(948)	-
Net Cash Used in Financing Activities	<u>(13,323)</u>	<u>-</u>
Net Cash Flows From Investing Activities:		
Payment for Property, Plant and Equipment	(14,000)	(48,575)
Net Cash Used in Investing Activities	<u>(14,000)</u>	<u>(48,575)</u>
Net increase/(decrease) in cash held	<u>(229,399)</u>	<u>1,793,322</u>
Cash at Beginning of Financial Year	3,023,598	1,230,276
CASH AT END OF FINANCIAL YEAR	<u><u>2,794,199</u></u>	<u><u>3,023,598</u></u>

GetUp Limited
ABN 99 114 027 986
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2017

	2017	2016
	\$	\$

NOTES TO THE STATEMENT OF CASH FLOWS

Reconciliation of cash

For the purposes of the statement of cash flows, cash includes cash and at call deposits with banks, and investments in money market instruments, net of bank overdrafts.

Cash at the end of financial year as shown in the statement of cash flows is reconciled to the related items in the balance sheet as follows:

Increase (decrease) in Bendigo Debit Cards	-	336,354
Bankwest Cheque Account	40,600	112,125
Bankwest Cash Management Account	1,513,110	969,305
BW NSW Election Account	15,092	15,092
Bendigo Cheque Account	54,931	26,784
Bendigo Cash Management Account	577,152	980,730
Bendigo Investment Account	396,241	386,998
Bendigo Term Deposit	197,073	195,777
Undeposit Funds	-	432
	2,794,199	3,023,597

Reconciliation of net cash provided by operating activities to operating profit after income tax

Non-cash flows in operating profit:

Decrease (increase) in Trade Debtors	50,686	(287,893)
Decrease (increase) in Sundry Debtors	80,793	76,040
Decrease (increase) in Prepayment	-	(8,167)
Decrease (increase) in GST	57,646	(3,883)
Increase (decrease) in Tax Liabilities	-	6,535
Decrease (increase) in Merchant Settlement Clearing Account	81,249	-
Increase (decrease) in Funds Held on Trust for OPEN	(290,925)	36,016

The accompanying notes form part of these financial statements.

GetUp Limited
ABN 99 114 027 986
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2017

	2017	2016
	\$	\$
Increase (decrease) in Loan to Employee	-	-
Decrease (increase) in Bendigo Debit Cards	340,931	-
Increase (decrease) in Trade Creditors	(451,698)	(474,417)
Increase (decrease) in Accruals	(288,191)	(272,249)
Increase (decrease) in Advance Campaign Receipts	189,899	(908,396)
Increase (decrease) in PAYGW	(36,612)	(49,326)
Increase (decrease) in Superannuation Payable	(6,476)	(17,389)
Increase (decrease) in Annual leave	20,335	(65,568)
Increase (decrease) in FBT	-	2,076
Increase (decrease) in Payroll Accruals	14,284	169,679
Increase (decrease) in Other Creditors	2,236	-
Increase (decrease) in Provision for Long Service Leave clearing	(6,951)	-
	-	-
Net cash provided by operating activities	(202,076)	1,841,897

The accompanying notes form part of these financial statements.

GetUp Limited
ABN 99 114 027 986
Profit and Loss Statement
For the Year ended 30 June 2017

	2017	2016
	\$	\$
Income		
Donation - General	7,916,669	10,040,982
Campaign Revenue	(189,899)	(928,320)
Commission - Consumer Programs	354,770	732,085
Merchandise Revenue	8,127	236
Interest Received	26,149	42,957
Other Revenue	261,618	161,628
Profit (Loss) on Sale-Fixed Assets	(2,558)	(9,401)
	8,374,876	10,040,167
Expenditure		
Accountancy Fees	321	-
Auditor's Remuneration	6,261	8,856
Advertising & Promotion	569,771	1,062,271
Merchandise	(432)	58,489
Bank Charges	8,396	8,166
Merchant and Gateway fee	102,832	117,270
Technology Expense	365,617	214,228
Contract and Consulting Work	22,238	849,808
Depreciation	41,415	35,553
Gifts & Donations	174,698	234,703
Entertainment Expenses	2,055	620
Fines & Penalties	-	107
Freight & Cartage	22,056	163,741
Fringe Benefits Tax	12,885	-
Fundraising	419,603	95,534
Other Office Expense	1,010,987	804,485
Other Action Expense	244,751	236,646
Business Development Cost	96,730	329,471
Insurance	11,627	30,371
Interest Paid	(85)	2,864
Legal Costs	65,671	104,557
Long Service Leave	(6,951)	31,616
Media Production	284,261	612,194
Payroll Tax	161,650	163,427
Printing & Stationery	-	22,238
Salaries & Wages	3,945,420	4,001,012
Staff Relocation	8,259	6,617
Staff Training & Welfare	128,878	58,468
Superannuation Contributions	361,559	337,351
Telex	76,025	221,314
Travelling Expenses	208,804	167,793

*The accompanying notes form part of these financial statements.
These financial statements have not been subject to audit or review and should be read in
conjunction with the attached Compilation Report.*

GetUp Limited
ABN 99 114 027 986
Profit and Loss Statement
For the Year ended 30 June 2017

	2017	2016
	\$	\$
Workers Compensation	24,156	55,210
Recruitment	5,418	5,187
	<u>8,374,876</u>	<u>10,040,167</u>
Profit before Income Tax	<u>-</u>	<u>-</u>
Income Tax Expense	3,255	2,452
Loss after Income Tax	<u><u>(3,255)</u></u>	<u><u>(2,452)</u></u>

*The accompanying notes form part of these financial statements.
 These financial statements have not been subject to audit or review and should be read in
 conjunction with the attached Compilation Report.*

**INDEPENDENT AUDIT REPORT
TO THE MEMBERS OF
GETUP LIMITED
ABN 99 114 027 986**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial report of GetUp Limited (the Company), which comprises the statement of financial position as at 30 June 2017, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report presents fairly, in all material respects, (or gives a true and fair view of) the financial position of the Company as at 30 June 2017, and (of) its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis of opinion

We conducted our audit in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Act 2001. 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 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, and we have fulfilled our other ethical responsibilities in accordance with the Code.

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

Information other than the financial statements and auditor's report thereon

The directors are responsible for the other information. The other information comprises the information included in the annual report for the year ended 30 June 2017, 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.

Responsibilities of Management and Those Charged with Governance 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.

**INDEPENDENT AUDIT REPORT
TO THE MEMBERS OF
GETUP LIMITED
ABN 99 114 027 986**

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 the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of 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 control.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' 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 disclosures 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 transactions and events in a manner that achieves fair presentation.

**INDEPENDENT AUDIT REPORT
TO THE MEMBERS OF
GETUP LIMITED
ABN 99 114 027 986**

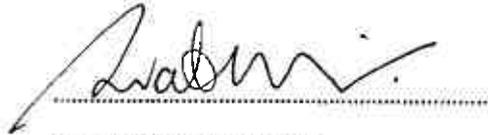
We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Name of Firm: Watkins Coffey Martin
Chartered Accountants

Name of Partner:



Richard Watkins, Partner

Address: 65 Hill Street Roseville NSW 2069

Dated this 15th **day of** November, 2017