

Colonial (UK) Trustees Limited

REPORT AND FINANCIAL STATEMENTS FOR YEAR ENDED 30 JUNE 2018

REGISTERED NUMBER 3053557



COLONIAL (UK) TRUSTEES LIMITED

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2018

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COLONIAL (UK) TRUSTEES LIMITED

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 30 JUNE 2018

Directors:

The directors of Colonial (UK) Trustees Limited ("the Company") who were in office during the year and up to the date of signing the financial statements were:

Adrian Hilderly
Terry Yodaiken

Company Secretary:

The following persons held office as a Secretary during the year and up to the date of this report:

R Sheppard

Registered Office: Finsbury Circus House, 15 Finsbury Circus, London, England, EC2M 7EB

The Company is a private company limited by shares and is incorporated in England.

The Directors presents the report and the audited financial statements for the year ended 30 June 2018.

Directors and their interests

The Directors of the Company who were in office during the year and up to the date of signing the financial statements are as listed above. There are no Directors' share interests requiring disclosure under the Companies Act 2006.

Directors' and Officers' Insurance

Subject to the Companies Act 2006, insurance policies have been effected for the Directors and Officers of all FSI EMEA Group ("the Group") companies in respect of potential liabilities arising from negligence or error.

Statement of Directors' Responsibilities

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law, the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising Financial Reporting Standard 102 The Financial Reporting Standard Applicable in the UK and Republic of Ireland ("FRS 102"), and applicable law). Under company law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that year.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards comprising FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements;
- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 102 used in the preparation of financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

COLONIAL (UK) TRUSTEES LIMITED

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 30 JUNE 2018

Statement of Directors' Responsibilities (continued)

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006.

They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Disclosure of information to auditors

In the case of each of the Directors, the following applies:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- he has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent auditors

The independent auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office.

On behalf of the Board



A Hilderly
Director
London

4 December 2018

COLONIAL (UK) TRUSTEES LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 30 JUNE 2018

Review of Business, Risks and Uncertainties

The Directors are satisfied with the activities of the business in the year to 30 June 2018.

The principal objective of the Company was to act as trustee to the UK Dividend Plan put in place by the then parent undertaking, Colonial Limited, for its UK shareholders. The Plan enabled the UK shareholders to receive dividends in pounds sterling. The Company now does not trade and therefore does not have any key performance indicators. The performance of revenue generating entities is monitored by the KPIs outlined in those entities financial statements.

As more than ten years have passed since the issue of all cheques, the Directors are considering the next steps for the disbursement of the Dividends to stockholders of Colonial PLC. Once these monies have been paid across and all remaining tax liabilities of the Company have been settled, consideration will be given to winding up the Company. In the meantime the Company is being treated as a going concern. These outstanding Dividends are shown as current liabilities.

On 23 June 2016 the United Kingdom voted to leave the European Union, commonly referred to as "Brexit". The effects of Brexit will impact asset managers in different ways. The Group has formed a working committee which continues to assess the impacts on the Company and its operations. Whilst the final structure of the UK exit of the European Union is still unknown, planning has commenced to ensure business continuity under all scenarios and to also capitalise on any strategic opportunities that may also arise. There has been no effect on any of the Company's operations, assets or liabilities at the time of signing as a result of this event.

The Directors consider that the Company's activities will continue unchanged in the foreseeable future.

Results and Dividends

The loss for the financial year, after taxation was £1,000 (2017: £2,000). The Directors do not recommend the payment of a final dividend.

The balance of retained earnings in the Statement of income and retained earnings was £104,000 (2017: £105,000).

On behalf of the Board



A Hilderly
Director
London

4 December 2018

COLONIAL (UK) TRUSTEES LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF COLONIAL (UK) TRUSTEES LIMITED

Report on the financial statements

Opinion

In our opinion, Colonial (UK) Trustees Limited's financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 June 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Report and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 30 June 2018; the statement of income and retained earnings for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

COLONIAL (UK) TRUSTEES LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF COLONIAL (UK) TRUSTEES LIMITED

Reporting on other information (continued)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Strategic Report and Report of the Directors, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Report of the Directors

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Report of the Directors for the year ended 30 June 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Report of the Directors.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities set out on page 1, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, 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.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 ISAs (UK) 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 these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

COLONIAL (UK) TRUSTEES LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF COLONIAL (UK) TRUSTEES LIMITED

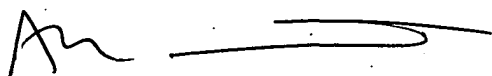
Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of Directors' remuneration specified by are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Allan McGrath (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Edinburgh
4 December 2018

COLONIAL (UK) TRUSTEES LIMITED

STATEMENT OF INCOME AND RETAINED EARNINGS FOR THE YEAR ENDED 30 JUNE 2018

	Note	2018 £'000	2017 £'000
Interest receivable and similar income		2	-
Administrative expenses		(3)	(2)
Loss on ordinary activities before taxation		(1)	(2)
Tax on loss on ordinary activities	4	-	-
Loss on ordinary activities after taxation		(1)	(2)
Retained earnings at beginning of year		105	107
Retained earnings at end of year		104	105

There were no material acquisitions or discontinued operations during the year.

COLONIAL (UK) TRUSTEES LIMITED**REGISTERED NUMBER 3053557****BALANCE SHEET AS AT 30 JUNE 2018**

	Note	2018 £'000	2017 £'000
Current Assets			
Debtors	5	-	-
Cash at bank and in hand		739	737
		<u>739</u>	<u>737</u>
Creditors: Amounts falling due within one year	6	(635)	(632)
		<u>104</u>	<u>105</u>
Net Current Assets			
Capital and Reserves			
Called up share capital	7	-	-
Retained earnings	8	104	105
Total shareholders' funds		<u>104</u>	<u>105</u>

The financial statements and notes on pages 9 to 12 were approved by the Board of Directors on 4 December 2018 and were signed on its behalf by:



A Hilderly
Director

COLONIAL (UK) TRUSTEES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2018

1. Principal activity and accounting policies

Principal activity

The principal objective of the Company was to act as trustee to the UK Dividend Plan put in place by the then parent undertaking, Colonial Limited, for its UK shareholders. The Plan enabled the UK shareholders to receive dividends in pounds sterling.

Colonial Limited was purchased on 1 June 2000 by Commonwealth Bank of Australia ("CBA") and the dividend paid on 3 April 2000 was therefore the last one to flow through this Company.

The Company is a wholly owned subsidiary of Commonwealth International Holdings Pty Limited.

CBA, incorporated in Australia and listed on the Australian Stock Exchange, is one of the largest Australian banks by market capitalisation and a leading provider of integrated financial services. CBA is regarded by the Directors of the Company as the Company's ultimate parent company.

Statement of compliance

The financial statements of the Company have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006. The Company is taking advantage utilising the reduced disclosure exemptions in section FRS 102 1.12 from presenting a cash flow statement and certain related party disclosures.

Principal accounting policies

A summary of the accounting policies, which have been applied consistently, is set out below.

(a) Basis of accounting

These financial statements are prepared on the going concern basis, under the historical cost convention.

(b) Interest receivable and similar income

Interest receivable is recognised on an accruals basis and is calculated by applying the appropriate rate of interest receivable to the relevant cash balance held.

(c) Administrative Expenses

Administrative Expenses comprise audit fees and tax consultancy fees and are recognised on accruals basis.

(d) Taxation

The charge for taxation is based on the profit or loss for the year as adjusted for disallowable items. Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at the balance sheet date, together with adjustments to tax payable in respect of prior years.

(e) Cash flow statement

The Company is a wholly owned subsidiary of CBA and the cash flows of the Company are included in the consolidated group cash flow statement of CBA. Therefore the Company utilises an exemption (FRS 102 1.12) from preparing a statement of cash flows, on the basis that it is a qualifying entity and the consolidated statement of cash flows, included in these financial statements, includes the Company's cash flows.

(f) Employees

There are no employees of the Company the management and administration is undertaken by employees of another group company (2017: nil).

COLONIAL (UK) TRUSTEES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2018

1. Principal activity and accounting policies (continued)

(g) Debtors

Debtors are measured at the transaction price, less any impairment.

(h) Creditors

Trade creditors are measured at the transaction price.

2. Directors' Emoluments

The Directors of the Company are also Directors of other fellow subsidiaries in the Group. Directors' emoluments are paid by First State Investment Services (UK) Limited, which makes no recharge to the Company as no Directors are remunerated for their services to the Company. Full details of Directors' remuneration are given in the financial statements of First State Investment Services (UK) Limited.

3. Auditors' Remuneration

The remuneration of the Company's auditors for the provision of audit services was £1,600 (2017: £1,000) and for Other fees payable to auditors for taxation services was £600 (2017: £1,000).

4. Tax on loss on ordinary activities

	2018 £'000	2017 £'000
Current tax:		
UK Corporation tax credit on loss of the year	-	-
Tax credit on loss on ordinary activities	<u>-</u>	<u>-</u>

Factors affecting tax credit for the year:

The corporation tax on the loss on ordinary activities for the year is calculated at the standard rate applicable to the period of corporation tax in the UK of 19.00% (2017: 19.75%).

	2018 £'000	2017 £'000
Loss on ordinary activities before tax	<u>(1)</u>	<u>(2)</u>
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.00% (2017: 19.75%)	-	-
Total tax credit for the year	<u>-</u>	<u>-</u>

The standard rate of corporation tax applicable to the current reporting year (19.00%) has reduced from the previous year (19.75%) since the main rate of UK corporation tax reduced from 20.00% to 19.00% with effect from 1 April 2017.

The main rate of corporation tax in the UK will reduce from 19.00% to 17.00% effective from 1 April 2020.

5. Debtors

	2018 £'000	2017 £'000
Corporation tax recoverable	<u>-</u>	<u>-</u>

COLONIAL (UK) TRUSTEES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2018

6. Creditors: Amounts falling due within one year	2018 £'000	2017 £'000
Dividends due to Colonial Limited shareholders	577	577
Amounts owed to group undertakings	56	53
Accruals and deferred income	2	2
	<u>635</u>	<u>632</u>

The Company holds on trust certain funds, plus interest earned thereon, under a trust established by deed on 24 November 1997. The funds were originally distributed to the Company by Colonial (UK) Limited as part of Colonial Pty Limited's UK Dividend Plan and held on trust in proportionate shares for Colonial Pty Limited's UK shareholders. The UK Dividend Plan no longer operates and the funds plus interest earned thereon (the "Unclaimed Monies"), which the Company attempted to distribute to UK shareholders in the form of cheques that the recipients failed to cash, are now held on trust absolutely for Company's parent company Commonwealth International Holdings Pty Limited ("Holdings Limited"). The Company is intending, on instructions from Holdings Limited as sole beneficiary of the trust, to distribute all the Unclaimed Monies to Holdings Limited (the "Distribution") and for the trust period to subsequently end. Once the Distribution has been completed and the trust period has come to an end, the directors of the Company intend to undertake a members' voluntary liquidation of the Company.

7. Called up share Capital	2018 £	2017 £
Authorised, allotted and fully paid: 2 (2017: 2) ordinary shares of £1 each	<u>2</u>	<u>2</u>

8. Reconciliation of movements in shareholders' funds

	Called Up Share Capital £'000	Retained Earnings £'000	Total Shareholders' Funds £'000
At 1 July 2016	-	107	107
Loss for the financial year	-	(2)	(2)
At 1 July 2017	-	105	105
Loss for the financial year	-	(1)	(2)
At 30 June 2018	-	104	103

9. Related party disclosures

Under FRS 102 1.12 - Related Party Disclosures, the Company is exempt from the requirement to disclose transactions with any other company in the CBA group.

10. Ultimate parent company

The immediate parent undertaking is Commonwealth International Holdings Pty Limited., a company incorporated in Australia.

The ultimate parent undertaking and controlling party is CBA, which is the parent undertaking of the smallest and the largest group to consolidate these financial statements. Copies of CBA consolidated financial statements can be obtained from:

Ground Floor, Tower 1, 201 Sussex Street, Sydney NSW 2000, Australia or from the following website:
www.commbank.com.au.

COLONIAL (UK) TRUSTEES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2018

11. Post balance sheet event

On 31 October 2018, the ultimate parent of the Company, CBA, announced that it has entered into an agreement to sell its global asset management business, CFSGAM/First State Investments, to Mitsubishi UFJ Trust and Banking Corporation ("MUTB"). The Company falls within the scope of this transaction.