

TFS SANDALWOOD PROJECT 2007
A.R.S.N: 123 883 830

ANNUAL REPORT
FOR THE PERIOD TO 30 JUNE 2010

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RESPONSIBLE ENTITY'S REPORT

The Directors of TFS Properties Ltd (ACN 093 330 977), Responsible Entity for TFS Sandalwood Project 2007 ("the Project"), present their report together with the financial statements of the Project for the period ended 30 June 2010.

Directors

The names of the Directors of TFS Properties Ltd during the period and at the date of this report are:

Frank Cullity WILSON
Ronald Lionel EACOTT
Blake William MYLES
Ian MacKenzie MURCHISON
Ian Ross THOMPSON
Tim CROOT

Principal Activities

During the period the principal activity of the Project was the establishment and management of a sandalwood plantation.

Change of State of Affairs

There was no significant change in the state of affairs of the project during the period.

Results of Operations, Financial Position and Likely Developments

The Project made a profit for the year ended 30 June 2010 of \$8,066,559 (2009: \$6,850,268). The net assets of the project have increased by \$8.07m to \$53.51m (2009: \$45.44m).

This is due to the increment in the valuation of the sandalwood trees primarily as the result of the movement of USD/AU exchange rate during the year ended 30 June 2010.

All of the TFS2007 lots have been planted in dry season 2008.

Due to the decline in the supply of Indian Sandalwood in India, only small quantities of heartwood have been sold at recent auctions. Consistent price growth has been the result of the growing imbalance between the supply and demand that characterises the Indian Sandalwood market.

Due to the low quantities of auctioned heartwood, the valuation of the plantation for the current year has been derived by obtaining the current Indian sandalwood oil price as obtained from the "Public Ledger" publication and applying that price to expected oil yields within the plantation trees. The equivalent Australian dollar Public Ledger price for Indian sandalwood oil as at 30 June 2010 was A\$2112 per kg (2008: A\$2,095).

Scheme Property

At 30 June 2010 there were 3,200 units (1/6th ha) held by investors in the project. In addition to this, the responsible entity or its associates held 7 units in the equivalent project which have not been reflected in these statements. There were no units issued in the project during the year and 1 unit was transferred from an investor to the responsible entity or its associate.

The net assets of the scheme at 30 June 2010 were \$53.51m. This primarily consists of the valuation of the sandalwood trees held by investors. The valuation is based on a discounted cashflow formula for the expected tree value at harvest applied to the estimated survived tree count in the plantation.

During the year fees of \$885,627 were received from investors and paid to the responsible entity or its associates.

Expert Forester's Report

An extract from a report on the Plantations by our independent expert forester, Mr Peter Kimber follows:

The plantation is situated on the Ivanhoe Plain and is located on four properties lying between 13 and 20 kilometres north of the Kununurra townsite.

The plantation is divided into Compartments on the various properties for management purposes. One Compartment is on King Location 417, known as Research Station Road. Two Compartments are located on King Location 239/2, known as Rogers, nine are to be found on King Location 240 known as Voyager Farm and seven are found on King Location 259 known as Ivanhoe East Farm. All were planted between April and June 2008 and are now a little over two years old.

RESPONSIBLE ENTITY'S REPORT (CONTINUED)

My most recent inspection of this plantation was made in mid-May 2010. With the exception of a few low-lying areas where the survival of the sandalwood was less than desirable, the plantation appeared vigorous and healthy and was obviously very well managed. In spite of the low sandalwood stocking found on a few areas, the plantation as a whole is carrying 386 sandalwood trees per hectare which is a satisfactory stocking level that can be expected to achieve the commercial aims of the plantation.

Maintenance operations in the plantation were disrupted by the vagaries of the 2009/2010 wet season. The rain started in December and continued well into January.

The next two months, generally wet ones were relatively dry. It rained heavily again in April and continued into May. There were more heavy downpours in mid July.

The rainy season usually finishes in March or early April, and this irregular and much extended wet season made the scheduling of operations very difficult. However, it did benefit management by reducing the number of irrigations that were needed between April and June.

Operations that were carried out in all the Compartments included weed control, control of climbers, pruning the sandalwood trees and maintaining plantation infrastructures.

The luxuriant growth of weeds that develops in the wet season was mechanically slashed in the access rows as soon as the soil has dried out enough to support the weight of a tractor. This needed to be repeated subsequently up to three times to achieve adequate control, and it was augmented by carefully applying herbicide sprays with a shrouded sprayer to control the weeds in the rows of trees. Climbers were controlled manually by uprooting and by pulling the vines from the crowns of trees; climbers are an ongoing problem as the plantation is continually being re-infected by birds carrying in the seeds. All the sandalwood trees were pruned during the year in order for them to develop branch-free boles.

Maintaining the plantation infrastructures involved the grading of access tracks, cleaning out water supply channels and drains and keeping them all weed-free.

The Cathormion umbellatum long term hosts in Voyager Compartments 1, 8, and 9 were subject to insect attack which was controlled by an aerial spray application of insecticide.

The rather vigorous *Cassia siamea* hosts were hedged to reduce their vigour using a mango hedging machine in Voyager 9, Rogers 1 and 2, and in all the Ivanhoe East Compartments. The same treatment was given the *Sesbania* hosts in most of the Compartments. This operation was followed by flattening and mulching the prunings to ensure easy access within the plantations. Fertiliser was applied to Voyager Compartments 1, 8 and 9 to boost the growth rate of the *Cathormion* hosts. Occasional wind damage occurred in Ivanhoe East Compartments 1, 3, 4, and 7. Trees that had been bent over were straightened and secured with tape. After one year they will have re-established a stable root system and the tape will be removed.

Environmental Management

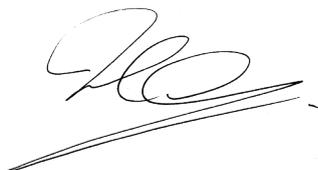
The project's operations are subject to significant environmental regulations under the laws of the Commonwealth and State.

The directors of the responsible entity have considered the recently enacted National Greenhouse and Energy Reporting Act 2007 (the NGER Act) which introduces a single national reporting framework for the reporting and dissemination of information about the greenhouse gas emissions, greenhouse gas projects, and energy use and production of corporations. At the current stage of development, the directors have determined that the NGER Act will have no effect on the project for the current or subsequent financial year. The director will reassess this position as and when the need arises.

Auditor's Independence Declaration

The auditor's independence declaration for the year ended 30 June 2010 has been received and can be found on page 20 of the financial report.

For and on behalf of the Directors of TFS Properties Ltd:



Frank Cullity Wilson

Perth, 4th November, 2010

Independent Auditor's Report

To the Members of TFS Sandalwood Project 2007

We have audited the accompanying financial report of TFS Sandalwood Project 2007, which comprises the Balance Sheet as at 30 June 2010, and the Statement of Comprehensive Income, Statement of Changes in Equity and Cash Flow Statement for the year ended on that date, a statement of accounting policies, other selected explanatory notes and the Responsible Entity's directors' declaration.

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Directors Responsibility for the Financial Report

The directors of the responsible entity of TFS Sandalwood Project 2007 are responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Act 2001. This responsibility includes establishing 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 directors also state, in accordance with Accounting Standards 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.

Auditor's 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 auditor's 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 auditor considers 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 directors, 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 followed applicable independence requirements of Australian professional ethical pronouncements and the Corporations Act 2001.

Auditor's Opinion

In our opinion:

- a. The financial report of TFS Sandalwood Project 2007 is in accordance with the Corporations Act 2001, including:
 - i. giving a true and fair view of the registered scheme's financial position as at 30 June 2010 and of its performance for the year ended on that date; and
 - ii. complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and
- b. The financial report also complies with International Financial Reporting Standards as disclosed in Note 1.

Emphasis of Matter – Registration of Growers Interests in Land

It is a requirement of the Responsible Entity's AFSL license that for each managed investment scheme the growers' interests in the underlying land be protected by way of a registered lease or caveat. The Responsible Entity is currently in the process of finalising the necessary measures to register an umbrella lease over the land in order to ensure compliance with this license condition.



BENTLEYS
Chartered Accountants



PHILIP RIX FCA
Director

DATED at PERTH this 4th day of November 2010

TFS SANDALWOOD PROJECT 2007
 STATEMENT OF COMPREHENSIVE INCOME
 FOR THE YEAR TO 30 JUNE 2010

| | 2010 | 2009 |
|---|------------------|------------------|
| | \$ | \$ |
| REVENUE | | |
| Establishment fees | - | 343,000 |
| Lease & management fees | 885,627 | 991,433 |
| Interest received | - | - |
| Other income: | | |
| Net increment in net value of biological assets | 8,066,559 | 6,507,268 |
| | <u>8,952,186</u> | <u>7,841,701</u> |
| EXPENSES | | |
| Accounting fees | - | - |
| Audit fees | 4,200 | 4,200 |
| Doubtful / Bad debts expense / (recovery) | 13,803 | - |
| Bank charges | 11 | 68 |
| Compliance committee remuneration | 3,518 | 5,268 |
| Filing fees | 1,000 | 1,000 |
| Management fees | 738,023 | 826,194 |
| Lease fees | 147,605 | 165,239 |
| Reimbursement of expenses by the responsible entity | (22,532) | (10,536) |
| | <u>885,627</u> | <u>991,433</u> |
| LOSS BEFORE INCOME TAX | <u>8,066,559</u> | <u>6,850,268</u> |
| Income tax | - | - |
| PROFIT / (LOSS) FROM CONTINUING OPERATIONS | <u>8,066,559</u> | <u>6,850,268</u> |
| PROFIT / (LOSS) FOR THE PERIOD | <u>8,066,559</u> | <u>6,850,268</u> |
| OTHER COMPREHENSIVE INCOME | | |
| Other comprehensive income for the period | - | - |
| TOTAL COMPREHENSIVE INCOME | <u>8,066,559</u> | <u>6,850,268</u> |

The Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

TFS SANDALWOOD PROJECT 2007
 BALANCE SHEET
 AS AT 30 JUNE 2010

| | NOTE | 2010 \$ | 2009 \$ |
|--------------------------------------|------|-------------------|-------------------|
| CURRENT ASSETS | | | |
| Cash and cash equivalents | 2 | 730 | 795 |
| Trade and other receivables | 3 | 75,106 | 524,620 |
| Other | 4 | - | - |
| TOTAL CURRENT ASSETS | | 75,836 | 525,415 |
| NON CURRENT ASSETS | | | |
| Biological assets | 5 | 53,506,951 | 45,440,392 |
| Other | 4 | - | - |
| TOTAL NON-CURRENT ASSETS | | 53,506,951 | 45,440,392 |
| TOTAL ASSETS | | 53,582,787 | 45,965,807 |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 6 | 75,836 | 525,415 |
| Unearned Income | 7 | - | - |
| TOTAL CURRENT LIABILITIES | | 75,836 | 525,415 |
| NON CURRENT LIABILITIES | | | |
| Unearned Income | 7 | - | - |
| TOTAL NON-CURRENT LIABILITIES | | - | - |
| TOTAL LIABILITIES | | 75,836 | 525,415 |
| NET ASSETS | | 53,506,951 | 45,440,392 |
| GROWERS' FUNDS | | | |
| Undistributed income reserve | | 53,506,951 | 45,440,392 |
| EQUITY | | 53,506,951 | 45,440,392 |

The Balance Sheet should be read in conjunction with the accompanying notes.

TFS SANDALWOOD PROJECT 2007
 STATEMENT OF CHANGES IN GROWERS' FUNDS
 FOR THE YEAR TO 30 JUNE 2010

| | NOTE | Undistributed Income \$ | Total \$ |
|---------------------------------------|------|-------------------------------|-------------|
| | | | |
| Balance at 01.07.08 | | 38,590,124 | 38,590,124 |
| Total comprehensive income for period | | 6,850,268 | 6,850,268 |
| Sub-Total | | 45,440,392 | 45,440,392 |
| Balance at 30.06.09 | | 45,440,392 | 45,440,392 |
| | | | |
| Balance at 01.07.09 | | 45,440,392 | 45,440,392 |
| Total comprehensive income for period | | 8,066,559 | 8,066,559 |
| Sub-Total | | 53,506,951 | 53,506,951 |
| Balance at 30.06.10 | | 53,506,951 | 53,506,951 |

The Statement of Changes in Growers' Funds should be read in conjunction with the accompanying notes.

TFS SANDALWOOD PROJECT 2007
 CASHFLOW STATEMENT
 FOR THE YEAR TO 30 JUNE 2010

| | NOTE | 2010 \$ | 2009 \$ |
|---|------|------------------|------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | | |
| Receipts from growers | | 1,409,901 | 1,470,404 |
| Payments to suppliers | | (960,387) | (1,124,876) |
| | 8(b) | <u>449,514</u> | <u>345,528</u> |
| CASH FLOWS FROM (USED IN) INVESTING ACTIVITIES | | | |
| Payment for establishment of plantations | | (449,579) | (348,236) |
| | | <u>(449,579)</u> | <u>(348,236)</u> |
| CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES | | | |
| Other | | - | - |
| | | <u>-</u> | <u>-</u> |
| Net increase / (decrease) in cash held | | (65) | (2,708) |
| Cash at beginning of financial year | | 795 | 3,503 |
| Cash at end of financial year | 8(a) | <u>730</u> | <u>795</u> |

The Cash Flow Statement should be read in conjunction with the accompanying notes.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR TO 30 JUNE 2010

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial report covers the TFS Sandalwood Project 2007. The TFS Sandalwood Project 2007 is a Managed Investment Scheme registered in Australia.

Basis of Preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards; including Australian Accounting Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions to which they apply. 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 this financial report are presented below. They have been consistently applied unless otherwise stated.

The financial report has been prepared on an accruals basis and is based on historical costs, except for Sandalwood trees (which are biological assets), which are recorded at net market value. This report does not take into account changing money values or, except where stated, current valuations of non current assets. Cost is based on the fair values of the consideration given in exchange for assets.

The financial statements are presented in Australian dollars which is the project's functional and presentation currency.

Accounting Policies

(a) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Project and the revenue can be reliably measured. All revenue is stated net of the amount of goods and services tax (GST). The following specific revenue recognition criteria must also be met before revenue is recognised.

Operating revenue:

- Timber Lot sales (Establishment Fees) are recognised as revenue in proportion to the establishment work performed at balance date. In arriving at the proportion of work performed to balance date, all activities relating to the product development, marketing, distribution, land procurement and development, seed collection and propagation and other establishment activities are taken into account.
- Lease and Management Fees are recognised as revenue in the period to which they relate.

(b) Biological assets

Sandalwood trees are measured at the Responsible Entity's Director's assessment of their market value at each reporting date. The net market value is determined as being the net present value of expected future cash flows (discounted at a risk adjusted rate).

Net increments or decrements in the market value of the Sandalwood trees are recognised as revenues or expenses in the Income Statement, determined as:

- (i) the difference between the total net market values of the trees recognised as at the beginning of the period and the total net market values of the trees recognised as at the reporting date; less
- (ii) costs incurred during the reporting period to acquire and plant Sandalwood trees.

Costs incurred in maintaining or enhancing trees are recognised as expenses when incurred. Therefore, those costs are not included in the determination of the net increment in net market values.

(c) Income Tax

Under current legislation, the scheme is not subject to income tax provided the Growers are presently entitled to the income of the Project.

Unrealised gains and losses on investments which are regarded as income, are transferred to Growers' funds and are not distributable and assessable until realised. When income is realised, tax will be paid by the growers at the marginal rates of tax that exist under the relevant tax legislation at the date of realisation.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR TO 30 JUNE 2010 (CONTINUED)

(d) Cash and Cash Equivalents

For the purposes of the Cash Flow Statement, cash and cash equivalents includes cash on hand and in banks, and short-term deposits at call.

(e) Trade and other Receivables

Trade receivables are recognised and carried at original invoice amount, or the amount due less a provision for any uncollectible debts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. The amount provided for is the portion of deemed uncollectible after the value of trees as security has been taken into account. Bad debts are written off as incurred. Amounts due from growers are recognised and carried at the amount stated in the loan agreement plus accrued interest, less any principal repayments received.

(f) Trade and other Payables

Liabilities for creditors and other amounts are carried at cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the consolidated entity. Payables to related parties are carried at the principal amount. Interest is recognised as an expense on accruals basis. Deferred cash settlements are recognised at the present value of the outstanding consideration payable on the acquisition of an asset discounted at prevailing commercial borrowing rates.

(g) Unearned Income

Prepaid Lease and Management Fees are recognised on a straight line basis over the term of the project as this is considered to closely approximate the value of the service provided. The unearned portion is deferred and recorded as unearned income.

(h) Goods and Services Tax

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. 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.

(i) Impairment of Assets

At each reporting date, the economic entity reviews the carrying values 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 value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the income statement.

(j) Financial Instruments

Recognition and Initial Measurement

Financial instruments, incorporating financial assets and financial liabilities, are recognised when the entity becomes a party to the contractual provisions of the instrument. Trade date accounting is adopted for financial assets that are delivered within timeframes established by marketplace convention.

Financial instruments are initially measured at fair value plus transactions costs where the instrument is not classified as at fair value through profit or loss. Transaction costs related to instruments classified as at fair value through profit or loss are expensed to profit or loss immediately. Financial instruments are classified and measured as set out below.

Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the entity is no longer has any significant continuing involvement in the risks and benefits associated with the asset. Financial liabilities are derecognised where the related obligations are either discharged, cancelled or expire. The difference between the carrying value of the financial liability extinguished or transferred to another party and the fair value of consideration paid, including the transfer of non-cash assets or liabilities assumed, is recognised in profit or loss.

Financial instruments are initially measured as cost on trade date, which includes transaction costs, when the related contractual rights or obligations exist. Subsequent to initial recognition these instruments are measured as set out below.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR TO 30 JUNE 2010 (CONTINUED)

Classification and Subsequent Measurement

Financial assets at fair value through profit and loss

Financial assets are classified at fair value through profit or loss when they are held for trading for the purpose of short term profit taking, where they are derivatives not held for hedging purposes, or designated as such to avoid an accounting mismatch or to enable performance evaluation where a group of financial assets is managed by key management personnel on a fair basis in accordance with a documented risk management or investment strategy. Realised and unrealised gains and losses arising from changes in fair value are included in profit or loss in the period in which they arise.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are stated at amortised cost using the effective interest rate method.

Held-to-maturity investments

These investments have fixed maturities, and it is the company's intention to hold these investments to maturity. Any held-to-maturity investments held by the company are stated at amortised cost using the effective interest rate method.

Available-for-sale financial assets

Available-for-sale financial assets include any financial assets not included in the above categories. Available-for-sale financial assets are reflected at fair value. Unrealised gains and losses arising from changes in fair value are taken directly to equity.

Financial Liabilities

Non-derivative financial liabilities are recognised at amortised cost, comprising original debt less principal payments and amortisation.

Fair value

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arm's length transactions, reference to similar instruments and option pricing models.

Impairment

At each reporting date, the company assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a prolonged decline in the value of the instrument is considered to determine whether an impairment has arisen. Impairment losses are recognised in the income statement.

(k) Comparative Figures

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

Critical Accounting Estimates and Judgements

The directors of the Responsible Entity evaluate estimates and judgements incorporated into the financial report 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 group.

Key Estimate – Biological Asset valuation

As referred to in Note 1(b) and Note 5, as required under the accounting standards the directors of the responsible entity make an estimate as to the market value of the standing sandalwood trees held by the scheme. The carrying value of the sandalwood trees at year end is shown in Note 5. The market value is calculated as the net present value of expected future cashflows. The estimates used in calculating the expected future cashflows include assumptions on yields in terms of survival rates of trees, and heartwood and oil content of the trees, as well as assumptions as to the future price of the heartwood logs. All estimates are based on the best information currently available and where there is any doubt the scheme uses the more conservative estimates.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR TO 30 JUNE 2010 (CONTINUED)

Key Estimate and Judgement – Provision for Impairment of Receivables

The entity assesses the likelihood of any impairment of the entity's receivables at each reporting date by evaluating those payments that are in arrears and making a judgement as to the likelihood of that receivable not being paid based on all knowledge available of the debtor. When recovery is assessed as doubtful, the entity estimates by how much the security held by the company against the receivable will be insufficient to adequately cover the debt and records a provision accordingly. The total provision for impairment of receivables at year end is shown in Note 3.

Key Judgement – Environmental issues

Balances disclosed in the financial statements and notes thereto are not adjusted for any pending or enacted environmental legislation and the directors understanding thereof. At the current stage of the company's development and its current environmental impact the directors believe such treatment is reasonable and appropriate.

Accounting Standards not Previously Applied

The Project has adopted the following new and revised Australian Accounting Standards issued by the AASB which are mandatory to apply to the current interim period. Disclosures required by these Standards that are deemed material have been included in this financial report on the basis that they represent a significant change in information from that previously made available.

Presentation of Financial Statements

AASB 101 prescribes the contents and structure of the financial statements. Changes reflected in this financial report include:

- the replacement of Income Statement with Statement of Comprehensive Income. Items of income and expense not recognised in profit or loss are now disclosed as components of 'other comprehensive income'. In this regard, such items are no longer reflected as equity movements in the Statement of Changes in Equity;
- the adoption of the single statement approach to the presentation of the Statement of Comprehensive Income

AASB 8: Operating Segments

In February 2007 the Australian Accounting Standards Board issued AASB 8 which replaced AASB 114: Segment Reporting. As a result, some of the required operating segment disclosures have changed with the addition of a possible impact on the impairment testing of goodwill allocated to the cash generating units (CGUs) of the entity. Below is an overview of the key changes and the impact on the Project's financial statements.

Measurement impact

Identification and measurement of segments — AASB 8 requires the 'management approach' to the identification measurement and disclosure of operating segments. The 'management approach' requires that operating segments be identified on the basis of internal reports that are regularly reviewed by the entity's chief operating decision maker, for the purpose of allocating resources and assessing performance. This could also include the identification of operating segments which sell primarily or exclusively to other internal operating segments. Under AASB 114, segments were identified by business and geographical areas, and only segments deriving revenue from external sources were considered.

The adoption of the 'management approach' to segment reporting has resulted in the identification of reportable segments largely consistent with the prior year.

Under AASB 8, operating segments are determined based on management reports using the 'management approach', whereas under AASB 114 financial results of such segments were recognised and measured in accordance with Australian Accounting Standards. This has resulted in changes to the presentation of segment results, with inter-segment sales and expenses such as depreciation and impairment now being reported for each segment rather than in aggregate for total Project operations, as this is how they are reviewed by the chief operating decision maker.

Disclosure impact

AASB 8 requires a number of additional quantitative and qualitative disclosures, not previously required under AASB 114, where such information is utilised by the chief operating decision maker. This information is now disclosed as part of the financial statements.

The financial report was authorised for issue on 4 November 2010 by the board of directors of the responsible entity.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR TO 30 JUNE 2010 (CONTINUED)

| | 2010 \$ | 2009 \$ |
|---|------------|------------|
| 2. CASH AND CASH EQUIVALENTS | | |
| Cash at bank | 730 | 795 |
| 3. TRADE AND OTHER RECEIVABLES | | |
| Outstanding fees (i) | 88,909 | 524,620 |
| Provision for Impairment of outstanding fees | (13,803) | - |
| Outstanding fees (i) | 75,106 | 524,620 |
| 4. OTHER ASSETS | | |
| Current | | |
| Prepayments (i) | - | - |
| Non Current | | |
| Prepayments (i) | - | - |
| (i) prepayments represent lease and management fees paid to the manager in advance of the period in which the lease and management services are to be provided. | | |
| 5. BIOLOGICAL ASSETS | | |
| Sandalwood trees at cost of establishment (still to be planted at balance date) | - | - |
| Sandalwood trees at net market value (planted at balance date) | 53,506,951 | 45,440,392 |
| | 53,506,951 | 45,440,392 |
| (a) Physical quantity of sandalwood trees planted and owned | | |
| Number of sandalwood trees | 205,699 | 206,060 |
| Area under lease (Ha) (planted) | 533.3 | 533.5 |
| Area under lease (Ha) (to be planted) | 0.0 | 0.0 |
| Growers in project (units) | 3,200 | 3,201 |

(b) Nature of Asset

Investors in the TFS Sandalwood Project 2007 who are referred to as "Growers" subscribed for Sandalwood Lots of size one-sixth of a hectare each upon which Sandalwood trees have been established.

The Sandalwood plantations are situated on King Location Lots 240 and 257 ("Voyagers farm"), King Location 259 (Ivanhoe Plains), and Lot 53 Weaber Plains Road. All of these locations are within 15 kilometres from the Western Australian township of Kununurra.

The land upon which the Sandalwood plantation is located is owned or leased by the Responsible Entity. Growers lease the land from the Responsible Entity for the duration of the Project. The Project will continue in operation until the date on which the last of the Growers has been advised that the produce of the Sandalwood crop from each leased area which is leased by the Grower has been harvested and that the relevant Lease and Management Agreement has been terminated but in any event, not later than 30 June 2022.

Until the trees have been planted the value of the trees is represented by the amount of establishment fees paid. Once planted, the net market value of the Sandalwood trees will be determined in accordance with the applicable accounting standards.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR TO 30 JUNE 2010 (CONTINUED)

(c) Significant Assumptions

Significant assumptions made in determining the net market value of the trees are:

- 20% of the trees will be harvested and sold 13 years after planting;
- 80% of the trees will be harvested and sold 14 years after planting
- the price of Sandalwood is constant in real terms;
- the costs expected to arise on harvest are constant in relative terms; and
- the pre-tax average real rate at which the net cash flows have been discounted is at 17% per annum

Cash flows exclude income taxes and are expressed in real terms.

(d) Financial Risk

The Responsible Entity is exposed to financial risks arising from changes in the price of sandalwood. The Responsible Entity does not anticipate that the prices will significantly decline in the foreseeable future. This risk does not have an impact on the cashflows of the business in the short term as the sandalwood trees still have at least 3 years until harvested.

| | 2010 \$ | 2009 \$ |
|---|---------------|----------------|
| 6. TRADE AND OTHER PAYABLES | | |
| Trust funds payable to responsible entity (i) | 75,836 | 525,415 |
| GST payable | - | - |
| | <u>75,836</u> | <u>525,415</u> |

(i) Trust funds payable to responsible entity represents the sum of monies payable by growers to the responsible entity under the lease and management agreement yet to be paid across. No interest is payable on outstanding amounts.

7. UNEARNED INCOME

Current

unearned establishment fees

| | |
|---|---|
| - | - |
|---|---|

Non Current

Prepaid lease & management fees

| | |
|---|---|
| - | - |
|---|---|

Represents lease and management fees received in advance of services provided.

| | 2010 \$ | 2009 \$ |
|-----------------------------------|------------|------------|
| 8. CASH FLOW INFORMATION | | |
| (a) Reconciliation of cash | | |
| Cash balance comprises: | | |
| Cash at bank | <u>730</u> | <u>795</u> |

(b) Reconciliation of net operating income to net cash flows from operating activities

| | | |
|---|----------------|----------------|
| Net operating income | 8,066,559 | 6,850,268 |
| Adjustments: | | |
| (Increase) / decrease in net receivables | 449,514 | 345,528 |
| (Increase) / decrease in prepayments | - | - |
| (Increase) / decrease in market value of sandalwood trees | (8,066,559) | (6,507,268) |
| Increase / (decrease) in payables | - | - |
| Increase / (decrease) in unearned income | - | (343,000) |
| Net cash inflow / (outflow) from operating activities. | <u>449,514</u> | <u>345,528</u> |

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR TO 30 JUNE 2010 (CONTINUED)

9. RELATED PARTY DISCLOSURE

(a) Responsible Entity

The Responsible Entity of the TFS Sandalwood Project 2007 is TFS Properties Ltd, whose immediate and ultimate holding company is TFS Corporation Limited.

(b) Directors and Key management

The Directors and key management of the Responsible Entity during the period were:

Frank Cullity WILSON – Executive Chairman

Ronald Lionel EACOTT -Director

Blake William MYLES - Director

Ian MacKenzie MURCHISON – Director

Ian Ross THOMPSON – Executive Director

Tim CROOT – Director

Quentin MEGSON – Chief Financial Officer

(c) Fees paid or payable to the Responsible Entity

The Responsible Entity receives all Establishment, Lease and Management Fees which have been paid by the Project during the period.

The Responsible Entity provides Sandalwood plantation establishment and management services for TFS Sandalwood Project 2007 and carries out the custodial and administrative functions.

Transactions between TFS Sandalwood Project 2007 and TFS Properties Ltd result from normal dealings with that company as the Project's Responsible Entity and holder of a dealer's license.

(d) Holdings of Directors and Director Related Entities

A total of nil lease interests are held by Directors or parties related to Directors on the same terms and conditions as other Growers. No amounts are outstanding at year end.

(e) Key management compensation

No compensation has been paid by the scheme directly, or its responsible entity to key management personnel.

10. COMPLIANCE MATTERS

(a) Compliance Committee

The Compliance Committee during the period consisted of:

Ron Eacott (Chairman) – Director TFS Properties Ltd

Robert Marusco – Nissen Kestel & Harford

John O'Brien – Optima Partners

The Compliance Officer during the period was Roger Pratt of Optima Partners.

(b) Remuneration of Compliance Committee

\$3,518 (2009: \$5,268) (GST exclusive) was paid to the external members of the Compliance Committee by the Responsible Entity for provision of their services during the period ended 30 June 2010.

11. AUDITOR'S REMUNERATION

Bentleys are the auditors of the Project and the Project's Compliance Plan. During the year the auditors received remuneration in relation to the project of \$4,200 (2009: \$4,200)

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR TO 30 JUNE 2010 (CONTINUED)

12. OPERATING SEGMENTS

Identification of reportable segments

The Responsible Entity has identified one reportable segment for the Project, being the financial investment industry, based on the internal reports that are reviewed and used by the board of directors (chief operating decision makers) in assessing performance and determining the allocation of resources.

The board reviews financial information on the same basis as presented in the financial statements and has therefore determined the operating segment on this basis.

Basis of accounting for purposes of reporting by operating segments

Accounting policies adopted

Unless stated otherwise, all amounts reported to the Board of Directors, being the chief decision maker with respect to operating segments, are determined in accordance with accounting policies that are consistent to those adopted in the annual financial statements of the Project.

Segment assets

Where an asset is used across multiple segments, the asset is allocated to that segment that receives majority economic value from that asset. In the majority of instances, segment assets are clearly identifiable on the basis of their nature and physical location.

Segment liabilities

Liabilities are allocated to segments where there is a direct nexus between the incurrence of the liability and the operations of the segment. Borrowings and tax liabilities are generally considered to relate to the Project as a whole and are not allocated. Segment liabilities include trade and other payables and certain direct borrowings.

Geographic Segment

The Project operates in one geographical segment, being Australia.

13. SUBSEQUENT EVENTS

No events have occurred since balance date that has significantly affected or may significantly affect the Project.

14. FINANCIAL RISK MANAGEMENT

(a) Financial risk management

The Project's financial instruments consist mainly of trade and other receivables.

(i) Treasury risk management

The executive chairman and chief financial officer of the responsible entity regularly analyse financial risk exposure and evaluate treasury management strategies in the context of the most recent economic conditions and forecasts. The overall treasury risk management strategy is to assist the project in meeting its financial targets, whilst minimising potential adverse effects on financial performance.

(ii) Financial risk exposures and management

The main risks the project is exposed to through its financial instruments are liquidity risk, foreign currency risk, credit risk, and agricultural risk.

Interest rate risk

The Project was not exposed to significant interest rate risk as at balance date.

Liquidity risk

The project manages liquidity risk by monitoring forecast cash flows and ensuring that adequate unutilised borrowing facilities are maintained.

**NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR TO 30 JUNE 2010 (CONTINUED)**

Foreign currency risk

The project is exposed to fluctuations in foreign currencies in relation to its valuation of biological assets and specifically the company owned sandalwood plantations.

Credit risk

Credit risk represents the risk that a counterparty will fail to perform contractual obligations under a contract. The Project's only credit risk exposure relates to debtors who comprise the receivable balance at 30 June 2008. A provision for impairment is recognised when collection of the full nominal amount is uncertain.

Agricultural risk

The project is exposed to agricultural risks in relation to the establishment and maintenance of its sandalwood plantations. These risks are managed by ensuring appropriate qualified staff (including foresters and agronomists etc) are employed to undertake and monitor the agricultural activities. Those activities are underpinned by manuals that have been developed to mitigate many of the risks attributable to the plantations.

Price risk

The project is exposed to commodity price risk in relation to its valuation of biological assets and specifically the project owned sandalwood plantations.

(b) Financial instruments

- (i) As at 30 June 2010 the project had not entered into any derivative financial instruments, foreign exchange contracts, interest rate swaps or similar contracts.
- (ii) Net fair values

The Project's financial assets and liabilities included in the Balance Sheet are carried at their net fair value. Refer to Note 1 for the methods and assumptions adopted in determining net fair values for Sandalwood trees.

(c) Sensitivity Analysis – Foreign currency risk, Price risk

The entity has performed a sensitivity analysis relating to its exposure to foreign currency risk and price risk at balance date. This sensitivity analysis demonstrates the effect on the current year results and equity which could result from a change to these risks.

Foreign currency risk sensitivity analysis

At 30 June 2010, the effect on profit and equity as a result of changes in the after tax value of the Australian dollar to the US Dollar, with all other variables remaining constant would be as follows:

| | 2010 | 2009 |
|-----------------------------------|-------------|-------------|
| | \$ | \$ |
| Change in profit | | |
| - improvement in AUD to USD by 5% | (1,923,595) | (1,633,891) |
| - decline in AUD to USD by 5% | 1,923,596 | 1,633,890 |
| Change in equity | | |
| - improvement in AUD to USD by 5% | (1,923,595) | (1,633,891) |
| - decline in AUD to USD by 5% | 1,923,596 | 1,633,890 |

Price risk sensitivity analysis

At 30 June 2010, the effect on profit and equity as a result of changes in the after tax price risk, with all other variables remaining constant would be as follows:

| | 2010 | 2009 |
|--|-------------|-------------|
| | \$ | \$ |
| Change in profit | | |
| - increase in sandalwood oil price by \$100/kg | 1,821,645 | 1,559,692 |
| - decrease in sandalwood oil price by \$100/kg | (1,821,645) | (1,559,693) |
| Change in equity | | |
| - increase in sandalwood oil price by \$100/kg | 1,821,645 | 1,559,692 |
| - decrease in sandalwood oil price by \$100/kg | (1,821,645) | (1,559,693) |

15. CONTINGENT ASSETS AND LIABILITIES

There are no contingent assets and liabilities during the period ended 30 June 2010.

16. PROJECT DETAILS

The registered office of the project is:

169 Broadway
Nedlands WA 6009

The principal places of project are

Head Office
169 Broadway
Nedlands WA 6009

Plantation
King Location 385, Packsaddle Road
Kununurra WA 6743

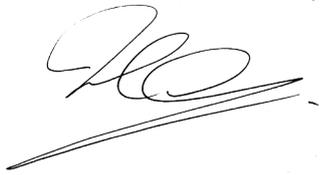
DIRECTORS' DECLARATION FOR THE PERIOD TO 30 JUNE 2010

In accordance with a resolution of the Directors of TFS Properties Ltd, I state that: In the opinion of the Directors:

- a) the financial statements and notes of the registered Project are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the registered scheme's financial position as at 30 June 2010 and its performance, as represented by the results of its operations and its cash flows for the period ended on that date; and
 - (ii) complying the Accounting Standards and the Corporations Regulations; and
 - (iii) the financial statements are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board

- b) there are reasonable grounds to believe that the registered scheme will be able to pay its debts as and when they become due and payable.

On behalf of the Board TFS Properties Ltd



FRANK CULLITY WILSON
DIRECTOR

Dated: this 4th day November, 2010

To The Board of Directors of the Responsible Entity

Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

This declaration is made in connection with our audit of the financial report of TFS Sandalwood Project 2007 for the year ended 30 June 2010 and in accordance with the provisions of the Corporations Act 2001.

We declare that, to the best of our knowledge and belief, there have been:

- no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit;
- no contraventions of the Code of Professional Conduct of the Institute of Chartered Accountants in Australia in relation to the audit.

Yours faithfully



BENTLEYS
Chartered Accountants



PHILIP RIX FCA
Director

DATED at PERTH the 4th day of November 2010