ANNUAL REPORT

30 JUNE 2009

FIDUCIAN

INTEGRITY • TRUST • EXPERTISE

FIDUCIAN PORTFOLIO SERVICES LIMITED
ABN 13 073 845 931

integrity
trust
expertise

The name Fiducian is derived from the Latin word 'Fiducia'. Over the years, persons of high integrity in positions of responsibility and who command trust and respect for their knowledge and expertise have been spoken of as exercising their duties in a fiduciary capacity.

The company logo of a lion symbolises Strength, Character and Security – characteristics which sit well with the Integrity, Trust and Expertise associated with the meaning of our name.

It is therefore, within the ambit of working in a fiduciary manner and with high transparency, that we have built our services for the benefit of our clients, members, staff and shareholders. We pride ourselves as having a high level of integrity and in inspiring a similar level among all our group members.

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JOINT REPORT OF THE CHAIRMAN AND THE MANAGING DIRECTOR

Dear Shareholder,

On behalf of the directors, we jointly report on the consolidated operating performance of Fiducian Portfolio Services Limited and its controlled operating entities for the year ended 30 June, 2009.

FINANCIAL INFORMATION

Results for 2008-2009

In spite of the difficult conditions globally, Fiducian can report a net consolidated profit after income tax of $3.3 million. This is a decrease of 48% on the prior year of $6.3 million. The consequential earnings before interest expense, tax, depreciation and amortisation was $5.0 million compared with $9.3 million last year.

Net margin income declined by 21.2% (2008: Increase 10.8%), predominantly as a consequence of share and property market devaluations. As with most financial services companies, Fiducian could not escape the impact of the Global Financial Crisis. Financial market volatility deters individuals and Mums and Dads from investing. These are the very people who could benefit most from the advice of our financial planners when they become our client. Our revenue is affected when the investments which we manage and advise upon fall in value as they did until March 2009. Further revenue growth is truncated if the flow of funds from new clients does not occur. This was the scenario that played out during most of the 2008-09 financial year.

Fiducian has been built to withstand external pressures and has significant capacity for further growth in revenue without a comparable or corresponding increase in costs. Operating expenses were contained and essentially flat with an increase of only 1.4% (2008: 6%). In particular, we remained focussed on servicing client concerns in difficult market conditions, building stronger client-adviser relationships through seminars and marketing collateral and there was an increased emphasis on adviser training and development. Employee benefits expense was down by 4.8%. Staff, who had left to follow other careers, were not replaced and their workload was absorbed by their colleagues, who had been cross-trained in various roles. Fiducian believes that its employees are its strength and its endeavour is to absorb all employees into what is commonly referred to as the 'Fiducian Family' culture.

Fiducian therefore follows a policy of training, building, and particularly retaining, quality staff in good and poor economic times, so they can participate in the future expansion of the business.

CAPITAL MANAGEMENT

Final Dividend

The Board is confident about the future of the business in its current form, its profitability, prospects and likely cash flow outlook, particularly in an improving economic and financial market environment. As a result, a fully franked final dividend of 3.0 cents per share has been declared which will bring the total fully franked dividend declared for the 2009 financial year to 6.75 cents (2008: 13 cents). The final dividend will be paid on issued shares held on 7 September 2009 and be payable on 17 September 2009.

Cash Flow

Net cash flows of $3.2 million were achieved from operating activities (2008: $6.00 million). There was a reduction as a consequence of large tax payments made for the prior year in the first quarter of this financial year. After capital items, business development loans to franchisees ($1.82 million), share buy backs and dividend outlays, net cash decreased by $3.1 million (2008: Increase $0.04million). Cash at year end was $7.8 million, of which $5.0 million is required for regulatory purposes.

Business Development Loans have been made to long serving franchised financial planners to support their acquisition of client bases. These create stability within the distribution network and allow our advisers to build their businesses under our supervision, in a controlled and financially stable manner.

A key feature of the company is that it remains debt free and exhibits a positive working capital and cash flow position.

On Market Buy Back

Fiducian bought 428,550 shares on market during the year (2008: 635,359) for a total consideration, including brokerage, of $0.87 million (2008: $1.73 million) at an average price per share of $2.03 (2007: $2.72). There are 32.394 million shares on issue at year end (2008: 32.762 million).

Acquisitions

Fiducian avoided making acquisitions of financial planning businesses when price multiples being paid by competitors over the last few years were very high. We regarded the prices being paid as excessive.

Instead, this financial year we acquired three portfolios and obtained the services of one financial planner through one acquisition and four advisers through another acquisition. All advisers have settled into providing high quality financial planning advice and are a good cultural fit with Fiducian.

These acquisitions, which cost about $576,000 are payable over two year periods and should generate income of over $400,000 annually and help grow Fiducian. Acquisitions such as these which can be easily absorbed into the Fiducian culture will continue to be assessed as and when available.

Adviser, Staff and Director options

In accordance with the terms and conditions of the approved Adviser Share Option Plan, 49,988 options will be cancelled this year.

No options are proposed to be issued and none have been issued on the basis of 2008-09 performance to financial advisers, employees or the Managing Director.

FINANCIAL PLANNING

The Network

The Fiducian Financial Services brand is continuing to grow into a quality national network of franchised and salaried financial advisers. Good strategic financial advice and a high frequency of client contact and communication by all Fiducian financial planners has resulted in impressive client retention levels. The service provided by our financial planners, in difficult market conditions, has earned them much respect and this should help them to obtain additional investments and new client referrals as financial markets stabilize.

Practice Development Managers based in Sydney, Melbourne and Brisbane continue to work hard to support and grow the adviser network throughout Australia.

Salaried Offices

Company owned offices with salaried financial advisers based in Sydney, Melbourne, Brisbane and Tasmania have continued to contribute to overall results. Inflows from advisers in these offices during the current year represented 28% of total inflows (2007: 29%).

Franchised Offices

Fiducian expects the highest level of compliance and client service from its franchise network. Even though the generation of higher inflows is important, our commitment to quality has meant the termination of 1 franchisee and the appointment of 4 others during the year. There are 31 franchised offices at year-end (2008:28). Inflows from franchisees comprised 60% of total inflows (2008:41%)

PLATFORM ADMINISTRATION

Platform Administration offers portfolio wrap administration for superannuation and investment services to the adviser market place. The hallmark of the Fiducian administration offering is quality in terms of daily processing, accuracy and customer service. Badge product inflows comprised 3% of inflows, but have been building up steadily. Work commenced last year on development of a new ‘On Line’ reporting system to provide daily reports to investors on their asset valuations, fees and charges.

Funds under Administration

Funds under administration fell in total by 21.4% to $984 million (2008: decline 6.6% to $1,195m) predominantly due to a continuing fall in the market valuation of investment funds from late 2007 until March 2009.

Independent Advisers

In addition to providing administration services to Fiducian advisers and badge arrangements, services are provided to some independent advisers who hold their own AFSL license. Funds under administration for independent advisers remained steady at 16% of total funds under administration.

Corporate Superannuation

Corporate superannuation remained at about the same level as the previous year and forms only a small portion of funds under administration. Fiducian has focussed on the small employer market so all employees using our superannuation fund can receive the appropriate services of a financial planner. We view it as a useful compliment to our core personal superannuation and investment service offerings.

INVESTMENT MANAGEMENT

Fiducian is a multi asset, multi style investment manager. We design Funds that seek to deliver above average returns over the short to medium term, which by consistent averaging, tend to deliver superior returns, compared with their peers, over the longer term.

Blending of underlying portfolios within asset sectors and tilts towards different manager's styles, depending on the economic cycle, also has the potential to reduce volatility.

The investment team and investment committee remain confident that the Fiducian philosophy of liquidity and transparency will also benefit investors. A new fund, the Ultra Growth Fund, was launched during the year.

Implementation of our processes has achieved consistently steady results over the long term. As a result, Fiducian continues to grow its role as the investment manager for clients of financial planners, a number of small wholesale mandates by notable charities, endowment funds and some high net worth individuals.

INFORMATION TECHNOLOGY

The Fiducian Information Technology (IT) team continues to provide our adviser network with proprietary state-of-the-art financial planning software (FORCe). This technology gives Fiducian advisers further advantages in the market place and should help attract other quality financial planners to Fiducian.

A new generation FORCe system was launched during the year, which provides enhanced modelling capability, client relationship management tools and an ability to monitor compliance of all our representatives' financial plans.

HUMAN RESOURCES

Management and Staff

The Fiducian management team is focused on building a successful company. The effective reporting processes enhance Board oversight of business activity and performance on a monthly basis. Key performance indicators have been identified for management in each area of business operations and used to monitor performance at least on a quarterly basis.

Advisers Council

This council is drawn from our supporting financial advisers and has again made a significant contribution to the company during the past year. It continues to fulfil its role as a sounding board for the company's management and Board, and is a valuable resource and forum to allow financial advisers to alert the company to issues that may need attention.

Board of Directors

The Company's five year strategic plan has been reviewed by management at the request of the Board, in conjunction with the preparation of the annual Business Plan and Budget for the 2009-10 year. Management remains committed to achieving the goals and objectives set down in these plans.

CURRENT ECONOMIC AND MARKET ENVIRONMENT

Over the 2008-09 financial year, the Australian and international share markets share market indices continued to decline through to March 2009, but have since regained some lost value. Over the year our share market was down 23%, international markets were down 16% and listed property trusts were down by about 45%. Over the last three months of the year we experienced a recovery in asset values and stronger revenues.

Our house view is for firmer share markets through the coming year. This could occur in fits and starts, but we are currently optimistic about positive returns from them and consequently in continued improvements for our clients and to our corporate financial position. As always, we recommend that investors should consult a Fiducian financial planner to develop an investment strategy; that could help them achieve their financial goals.

OUTLOOK

The board expects profit to grow in coming years as management continues to focus on expanding its range of business activities and on realizing the full potential of financial planning, platform administration, investment management and information technology, whilst controlling expenditure.

Through the Financial Planning Association, Fiducian made its contribution to the Joint Parliamentary Commission on industry remuneration policy. There are suggestions being made to ban payment of commissions and even asset-based charges. The final outcome is yet unknown. However, Fiducian has always insisted fees be fully disclosed and charged for services provided. Since our products were launched in March 1997, fees have always been segregated item by item to show fees paid to the platform operator, fees to the fund manager and fees to the financial planner/dealer. All our clients are expected to receive continuous advice and agree to their adviser's remuneration in writing. As well, all our product disclosure documents specify that adviser fees are negotiable between client and adviser. In our view, we believe that we have been operating in a transparent and ethical manner since our inception, in instances ahead of the times. If the Regulators impose a new remuneration policy upon our industry, we should be able to adapt quickly without financial damage to our Company.

The business plan for 2010 financial year looks at expanding the revenue base by further utilizing all segments of the Fiducian business model as a provider, not only to the tied distribution network, but also to other external parties. Our new business pillar, Fiducian Business Services has bedded down the IT systems designed and developed internally. It is now expanding its resourcing services to the accounting community.

The cash management strategy for the next financial year is to utilize the growing profitability to improve the level of dividends being paid to shareholders. Surplus cash will be also used to make meaningful acquisitions, where possible, or be used to make further share buy backs.

We would like to thank all participants for their individual contributions to the growth and success of Fiducian.

Yours faithfully,

Robert Bucknell	Indy Singh
Chairman	*Managing Director*

14 September 2009

CORPORATE DIRECTORY

DIRECTORS

R Bucknell FCA
Chairman

I Singh CFP, BTech, MComm (Bus), ASIA, ASFA, Dip. FP
Managing Director

A Koroknay BA, LLB(Hons), LLM(Hons)

F Khouri B Bus, FCPA, FTIA

SECRETARY

I Singh CFP, BTech, MComm (Bus), ASIA, ASFA, Dip. FP

NOTICE OF ANNUAL GENERAL MEETING

The annual general meeting of
Fiducian Portfolio Services Limited

Will be held at	Level 4, 1 York Street, Sydney
Time	10:00am Wednesday
Date	28 October 2009

PRINCIPAL REGISTERED OFFICE IN AUSTRALIA

Level 4
1 York Street
Sydney NSW 2000
(02) 8298 4600

WHOLLY OWNED OPERATING ENTITIES

Fiducian Financial Services Pty Ltd
Harold Bodinnar & Associates Pty Ltd
Money & Advice Pty Ltd
Fiducian Business Services Pty Ltd

SHARE REGISTER

Computershare Investor Services Pty Limited
Level 3
60 Carrington Street
Sydney NSW 2000

AUDITOR

PricewaterhouseCoopers
Chartered Accountants
Darling Park Tower 2
201 Sussex Street
Sydney NSW 1171

BANKERS

Westpac Banking Corporation
34 Martin Place
Sydney NSW 2000

ANZ Banking Group
388 Collins Street
Melbourne VIC 3000

STOCK EXCHANGE LISTING

Fiducian Portfolio Services Limited (FPS) shares are listed on the Australian Securities Exchange.

WEBSITE ADDRESS

www.fiducian.com.au

DIRECTORS' REPORT

Your directors present their report on the consolidated entity (referred to hereafter as the Group) consisting of Fiducian Portfolio Services Limited and its wholly owned operating entities throughout the year ended 30 June 2009.

Directors

The following persons were directors of Fiducian Portfolio Services Limited during the whole of the financial year and up to the date of this report. Refer to Note (b) on page 11 of the Directors' Report.

R Bucknell
I Singh
A Koroknay
F Khouri

Principal activities

During the year the principal continuing activities of the Group consisted of:

(a) The Operator of Fiducian Investment Service
(b) The Trustee of Fiducian Superannuation Service
(c) The Responsible Entity of Fiducian Funds; and
(d) The Dealer for specialist financial planning services through its wholly owned operating entities:
   (i) Fiducian Financial Services Pty Ltd
   (ii) Harold Bodinnar & Associates Pty Ltd
   (iii) Money & Advice Pty Ltd

Dividends – Fiducian Portfolio Services Limited

Dividends paid to members during the financial year were as follows:

	2009 $'000	2008 $'000
Final ordinary franked dividend for the year ended 30 June 2008 of 6.5 cents (2007: Fully franked 6.0 cents) per share paid on 17 September 2008.	2,115	1,994
Interim ordinary fully franked dividend for the year ended 30 June 2009 of 3.75 cents (2008: Fully franked 6.5 cents) per share paid on 16 March 2009.	1,215	2,133
Total dividends in respect of the year	3,330	4,127

In addition to the above dividends, since the end of the financial year, the directors have declared the payment of a final fully franked dividend for the year ended 30 June 2009 of 3.0 cents per ordinary share held at 7 September 2009 and payable on 17 September 2009.

Review of operations

A summary of consolidated revenues and results by significant industry segments is set out below:

	SEGMENT REVENUES		SEGMENT RESULTS	
	2009 $'000	2008 $'000	2009 $'000	2008 $'000
Funds management and administration	19,399	26,054	4,620	8,707
Financial planning	7,188	8,222	181	280
Intersegment sales	(4,565)	(5,680)	-	-
	22,022	28,596		
Profit from ordinary activities before income tax expense			4,801	8,987
Income tax expense			1,517	2,718
Net profit attributable to members of Fiducian Portfolio Services Limited			3,284	6,269

Comments on operations and results

Comments on the operations, business strategies, prospects and financial position are contained in the Joint Report of the Chairman and Managing Director.

Shareholder returns

The fall in the valuation of investment funds impacted on management fees received by Fiducian, as more fully detailed in the Joint Report of the Chairman and Managing Director. Despite this, Fiducian has maintained profit for the second half of this year and will distribute a dividend of 3.0 cents per share.

The share price has declined in common with the ASX index, and generally in common with other comparative companies in the financial services sector.

Significant changes in the state of affairs

Significant changes in the state of affairs of the Group during the financial year were as follows:

Contributed equity has reduced by $870,554 (inclusive of brokerage) as a result of the buy back of 428,550 shares on the stock exchange at an average price of $2.03 per share during the year, and an increase of $41,164 as a result of the exercise of 60,302 share options at an average price of $0.68 per share.

Further, 15,000 options were issued to the Managing Director, 260,000 options were issued to staff and 31,900 options were issued to advisers during the year, whilst 96,629 options issued to staff and advisers were forfeited during the year.

Other than this, there were no significant changes in the state of affairs of the Group during the financial year.

Matters subsequent to the end of the financial year.

Under the Rules of the Adviser Share Option Plan, the Directors are required to grant options to advisers within three months of the announcement of the Group's results to the Australian Securities Exchange. No options are being issued this year (2008: 31,900 at an exercise price of $2.70).

Under the same Rules 49,988 adviser options (2008: 63,560) are expected to be cancelled subsequent to the end of the financial year, subject to any regulatory approvals if required.

The Directors have not granted any options to employees after year end (2008: 260,000 at $2.30). Similarly no options have been granted to the Managing Director (2008: 15,000 options at $2.30). To the date of this report no employee options have lapsed and no options have been exercised by the Managing Director.

Under the Rules of the Employee and Director Share Option Plan and Adviser Share Option Plan, to the 24th August 2009 the following shares have been issued since the end of the financial year as a result of options, granted on the dates listed, being exercised:

DATE OPTIONS GRANTED		ISSUE PRICE OF SHARES	NUMBER OF SHARES ISSUED
24 August 2004	Employees	$0.55	27,000
22 February 2005	Employees	$0.73	1,000
23 August 2005	Adviser	$0.87	13,200

Other than the above, there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors of the company, to affect significantly the operations of the Group, the results of those operations or the state of affairs of the Group in subsequent years.

Likely developments and expected results of operations

The Chairman and Managing Director have commented on expected results of operations in their Joint Report. Other than this, the directors have excluded further information on likely developments in the operations of the Group and the expected results of those operations in future financial years, since, in the opinion of the directors, it would prejudice the interests of the Group if this information was included.

Environmental regulation

The Group is not subject to significant environmental regulations under a Commonwealth, State or Territory law. The carbon imprint of Fiducian has been calculated at an average of less than 3 tonnes per person, which is around half the rate for the average global citizen.

KEY MANAGEMENT PERSONNEL DISCLOSURES

(a) Directors

The following persons were directors of Fiducian Portfolio Services Limited during the financial year:

Chairman (non-executive)	R Bucknell
Executive director	I Singh – Managing Director
Non-executive directors	A Koroknay F Khouri

(b) Information on directors

R Bucknell FCA. Chairman – non executive. Age 68

Experience and expertise

Chairman since inception in 1996. Extensive experience in accounting and business management over the past 45 years as a Chartered Accountant in public practice.

Other current directorships

None

Former directorships in the last 3 years

None

Special responsibilities

Chairman of the Group, and Audit, Remuneration and Internal Compliance Committees.

Interest in shares and options

1,069,000 ordinary shares in Fiducian Portfolio Services Limited.

I Singh CFP, BTech, MComm (Bus), ASIA, ASFA, Dip. FP. Managing Director. Age 60

Experience and expertise

Founder and Managing Director since inception in 1996. General Management and hands-on experience in the investment of savings and superannuation funds over the past 20 years.

Other current directorships

None

Former directorships in the last 3 years

None

Special responsibilities

Managing Director, Member of Investment, Audit and Internal and External Compliance Committees.

Interest in shares and options

9,676,380 ordinary shares in Fiducian Portfolio Services Limited.
215,000 options for ordinary shares in Fiducian Portfolio Services Limited.

KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

(b) Information on director (continued)

A Koroknay BA, LLB(Hons), LLM(Hons). Independent non-executive director. Age 60

Experience and expertise

Board member since January 2002. Practising lawyer since 1972 with extensive experience in legal aspects of the financial services industry. He is a consultant with the law firm HWL Ebsworth.

Other current directorships

Non-executive director: Hunter Hall Global Value Limited (since March 2004)

Former directorships in the last 3 years

None

Special responsibilities

Member of Remuneration and Internal Compliance Committees.

Interest in shares and options

None

F Khouri B Bus, FCPA, FTIA. Independent non-executive director. Age 54

Experience and expertise

Appointed to the Board 6 July 2007. Public accountant registered company auditor and business adviser since 1976 to small and medium enterprises, currently as a partner in the firm HG Khouri & Associates.

Other current directorships

None

Former directorships in the last 3 years

None

Special responsibilities

Member of the Board Audit Committee.

Interest in shares and options

134,373 ordinary shares in Fiducian Portfolio Services Limited.
10,682 options for ordinary shares in Fiducian Portfolio Services Limited.

KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

(c) Company secretary

The company secretary is Mr I Singh CFP, B Tech, M Comm. (Bus), ASIA, ASFA, Dip FP. Mr Singh has been the company secretary since inception in 1996, and is supported by legal counsel employed by Fiducian.

(d) Meeting of directors

The numbers of meetings of the company's board of directors and of each board committee held during the year ended 30 June 2009, and the numbers of meetings attended by each director were:

	FULL MEETINGS OF DIRECTORS				MEETINGS OF COMMITTEES							
	Corporate		Trustee*		Audit		Internal Compliance		Invest-ment		Remun-ration	
	A	B	A	B	A	B	A	B	A	B	A	B
R Bucknell	13	13	4	4	5	5	3	3	***	***	1	1
I Singh**	13	13	4	4	5	5	3	3	11	11	***	***
A Koroknay 1	13	13	4	4	***	***	3	3	***	***	1	
F Khouri	13	13	4	4	5	5	***	***	***	***	***	***

A = Number of meetings attended.

B = Number of meetings held during the time the director held office or was a member of the committee during the year.

** = Meetings of the Board in its capacity as Trustee of the Fiducian Superannuation Service.*

*** = In addition, I Singh attended 8 of the 8 meetings held with the two independent members of the External Compliance Committee.*

**** = Not a member of Board or the relevant committee at the time of meeting.*

(e) Other key management personnel

The following person has authority for and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, during the financial year:

Name	*Position*	*Employer*
I Singh	Managing Director	Fiducian Portfolio Services Limited

The above person was also the key management person during the year ended 30 June 2008.

(f) Remuneration report

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

A. Principles used to determine the nature and the amount of remuneration

B. Details of remuneration

C. Service agreements

D. Share-based compensation

E. Additional information

The information provided under headings A - D includes remuneration disclosures that are required under Accounting Standards AASB 124 Related Party Disclosures. These disclosures have been transferred from the Director's report and have been audited. The disclosures in Section E are additional disclosures required by the Corporations Act 2001 and the Corporations Regulations 2001 which have not been audited.

KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

(f) Remuneration report (continued)

A. Principles used to determine the nature and the amount of remuneration

The objective of the Group's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with achievement of strategic objectives and the creation of value for shareholders, and conforms with the market practice for delivery of reward. The Board ensures that executive reward satisfies the following key criteria for good reward governance practices by being transparent and within appropriate capital management.

(a) Non-executive Directors

Fees and payments to non-executive directors reflect the demands which are made on, and the responsibilities of, the directors. Non-executive directors' fees and payments are reviewed annually by the Board. The directors have resolved that non-executive directors are no longer entitled to options under the Employee and Director Share Option Plan.

Directors' fees

The current base remuneration was last reviewed in June 2008. The Chairman and other external directors are paid a fixed fee plus a fee based on time spent on committees (Directors with earnings derived from commissions based on business placed with the Group may also receive commissions as advisers). The Chairman's fixed fee is higher than other non-executive directors based on comparative roles, time and fees in the external market.

Non-executive directors' fees are determined within an aggregate directors' fee pool limit, which is periodically recommended for approval by shareholders. The maximum pool currently stands at $350,000 per annum and was approved by shareholders at the Annual General Meeting on 24 October 2007. No increase is being sought at the next Annual General Meeting.

Retirement allowances for Directors

There are no retirement allowances for non-executive directors other than superannuation accumulation arising from any contributions made by them to the Fiducian Superannuation Service.

(b) Executive Director

Remuneration and other terms of employment for the Managing Director is formalised in a service agreement. The Managing Director's agreement provides for the provision of performance based cash bonuses and, where eligible, participation in the Employee and Director Share Option Plan.

Other major provisions of the agreement are set out below:

I Singh, *Managing Director*

- Term of agreement – until 30 June 2014
- Base salary, inclusive of superannuation and salary sacrifice benefits.
- Death and TPD/Trauma cover.
- Short term performance incentives.
- Long term incentives through the Fiducian Portfolio Services Limited Employee and Director Share Option Plan, and
- Retirement benefits.

The combination of these comprises the executive's total remuneration package.

An external remuneration consultant advises the Remuneration Committee, at least every 3 years, to ensure that the Group has structured an executive remuneration package that is market competitive and complimentary to the reward strategy of the organisation. Their most recent review was in July, 2009.

KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

(f) Remuneration report (continued)

Base salary

Mr Singh receives a base pay that comprises the fixed component of pay and the potential for rewards, which reflects the market value for his role. The base salary is reviewed annually by the Remuneration Committee at the commencement of each financial year.

There are no guaranteed base pay increases fixed in the executive's contract.

Benefits

Executive benefits include death cover of $1 million and TPD/ Trauma insurance cover of $0.65 million.

Short-term incentives

Mr Singh is entitled to a discretionary cash performance bonus of up to 20% of his total package as assessed by the Remuneration Committee against performance indicators and objectives set by the Board. It is limited to being met within the budget or out of over-budget financial performance. As in previous years Mr Singh has declined to accept any entitlement that may be due for the financial year.

Long-term incentives

Mr Singh is entitled to a discretionary performance bonus of up to 100,000 options per year determined as at 30 June each year, based on the following measures:

- the company's pre-tax profit OR
- the 30 day average for June market value for ordinary shares in the company increasing by at least 15% over the previous year.

The options are issued under the company's ESOP at the rate of 5,000 options for each one percent increase in excess of 15% and only after approval by shareholders in the company. There are no option entitlements this financial year.

Retirement benefits

Retirement benefits are delivered under the Fiducian Superannuation Service. This fund provides accumulation benefits based on the SGC contributions by the specified executive, on commercial terms and conditions. Other retirement benefits may be provided directly by the Group only if approved by the shareholders. Payment of a termination benefit on early termination by the Managing Director or by mutual consent is equal to 6 months of the gross annual remuneration.

B. Details of remuneration

The key management personnel of the Group were the following executive and non-executive directors during the year:

- R Bucknell – *Chairman*
- I Singh – *Managing Director & Company Secretary*
- A Koroknay – *Non-executive Director*
- F Khouri – *Non-executive Director*

Amounts of remuneration

Details of the remuneration of the directors, including Mr Singh, the only key management personnel of Fiducian Portfolio Services Limited, are set out in the following tables.

KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

(f) Remuneration report (continued)

Key management personnel of Fiducian Portfolio Services Limited and the Group

2009	SHORT-TERM EMPLOYEE BENEFITS			POST EMPLOYMENT BENEFITS		SHARE-BASED PAYMENT	
NAME	CASH SALARY AND FEES (a)	CASH BONUS	NON-MONETARY BENEFITS	SUPER-ANNUATION	RETIREMENT BENEFITS	OPTIONS (e)	TOTAL
	$	$	$	$	$	$	$
Non-executive directors							
R Bucknell (b) *(Chairman)*	135,900	-	-	-	-	-	135,900
A Koroknay (c)	38,688	-	-	2,890	-	-	41,578
F Khouri (d)(e)	37,564	-	-	3,461	-	-	41,025
Executive director							
I Singh (f)	437,926	-	-	13,752	-	1,635	453,313
Totals	650,078	-	-	20,103	-	1,635	671,816

(a) Excludes GST if paid to another firm.
(b) Including amounts paid to the director's company only in respect to director's duties.
(c) Including amounts paid to the director's firm only in respect of director's duties.
(d) This excludes gross commission of $207,443 for financial planning paid to companies in which the director has an interest.
(e) Adviser Options were also issued to a company, in which Mr Khouri is a shareholder and director in his capacity as a financial adviser, and are not included above.
(f) 15,000 options were issued to Mr Singh in respect of the 2008 financial year, after shareholder approval at the AGM in October 2008. Consequently $1,635, being the calculated fair value of those options, has been included in his remuneration. No options are proposed to be issued to Mr Singh in respect of the 2009 year.

2008	SHORT-TERM EMPLOYEE BENEFITS			POST EMPLOYMENT BENEFITS		SHARE-BASED PAYMENT	
NAME	CASH SALARY AND FEES (a)	CASH BONUS	NON-MONETARY BENEFITS	SUPER-ANNUATION	RETIREMENT BENEFITS	OPTIONS (e)	TOTAL
	$	$	$	$	$	$	$
Non-executive directors							
R Bucknell (b) *(Chairman)*	146,100	-	-	-	-	-	146,100
A Koroknay (c)	40,752	-	-	2,889	-	-	43,641
F Khouri (d)(e)	35,996	-	-	2,889	-	-	38,885
P Leeson (d)	11,667	-	-	-	-	-	11,667
Executive director							
I Singh (f)	436,001	-	-	13,999	-	75,447	525,447
Totals	670,516	-	-	19,777	-	75,447	765,740

(a) Excludes GST if paid to another firm.
(b) Including amounts paid to the director's company only in respect to director's duties.
(c) Including amounts paid to the director's firm only in respect of director's duties.
(d) This excludes gross commission of $590,141 for financial planning paid to a companies in which the directors have an interest.
(e) Adviser Options were also issued to a company, in which Mr Khouri is a shareholder and director, in his capacity as a financial adviser, and are not included above.
(f) 100,000 options were issued to Mr Singh in respect of the 2008 financial year, after shareholder approval at the AGM in October 2007. Consequently $75,447, being the calculated fair value of those options, has been included in his remuneration.

KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

(f) Remuneration report (continued)

C. Service Agreements and Induction Process

The service agreement of the Executive Director is detailed in paragraph A(b) earlier. There are no service agreements with non-executive directors or employees.

In preparation for appointment to the Board, all non-executive directors undergo an induction program and receive an induction pack of documents necessary for the new director to understand Fiducian's policies, procedures, culture and ethical values to enable the new director to carry out his duties in an effective and efficient manner.

D. Share-based compensation

(i) Option compensation and holdings

Options over shares in Fiducian Portfolio Services Limited are granted under the Employee and Director Share Option Plan, which was approved by shareholders on 28 July 2000. The Plan is described under Note 26.

The numbers of options for ordinary shares in the company held directly by directors of Fiducian Portfolio Services Limited and details of options for ordinary shares in the company provided as remuneration to the key management personnel of the Group, are set out below.

2009 NAME	BALANCE AT THE START OF THE YEAR	EXERCISED	GRANTED DURING THE YEAR AS REMUNERATION	LAPSED DURING THE YEAR	BALANCE AT THE END OF THE YEAR	VESTED AND EXERCISABLE
I Singh*	200,000	-	15,000	-	215,000	200,000
F Khouri**	-	-	-	-	-	-

*** 10,682 Adviser options are held by an entity in which F Khouri has an interest.*

2008 NAME	BALANCE AT THE START OF THE YEAR	EXERCISED	GRANTED DURING THE YEAR AS REMUNERATION	LAPSED DURING THE YEAR	BALANCE AT THE END OF THE YEAR	VESTED AND EXERCISABLE
I Singh	100,000	-	100,000	-	200,000	200,000
F Khouri*	-	-	-	-	-	-

** 7,182 Adviser options are held by an entity in which F Khouri has an interest.*

Note: The assessed fair value at grant date of options granted to the individuals is detailed in Note 26.

KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

(f) Remuneration report (continued)

D. Share-based compensation (continued)

(ii) Share holdings

The numbers of shares in the company held by current directors of Fiducian Portfolio Services Limited, including their personally related and associated entities, are set out below. No shares were granted during the period as compensation.

2009 NAME	BALANCE AT THE START OF THE YEAR	RECEIVED DURING THE YEAR ON THE EXERCISE OF ADVISER OPTIONS	OTHER CHANGES DURING THE YEAR	BALANCE AT THE END OF THE YEAR
I Singh	9,599,307	-	77,073	9,676,380
R Bucknell	1,050,000	-	19,000	1,069,000
A Koroknay	-	-	-	-
F Khouri	107,373	-	27,000	134,373

2008 NAME	BALANCE AT THE START OF THE YEAR	RECEIVED DURING THE YEAR ON THE EXERCISE OF ADVISER OPTIONS	OTHER CHANGES DURING THE YEAR	BALANCE AT THE END OF THE YEAR
I Singh	9,486,500	-	112,807	9,599,307
R Bucknell	1,050,000	-	-	1,050,000
A Koroknay	-	-	-	-
F Khouri	-	107,373	-	107,373

Shares provided on exercise of options

No ordinary shares in the company were provided as a result of the exercise of remuneration options to any director of Fiducian Portfolio Services Limited and other key management personnel of the Group during the period (2008: nil). Entities with which a director has an interest exercised no adviser options during the year (2008: 107,373 options). No amounts are unpaid on any shares issued on the exercise of options.

E. Additional information

Principles used to determine the nature and amount of remuneration: relationship between remuneration and company performance

The overall level of executive reward takes into account the performance of the Group over a number of years, with greater emphasis given to the current and prior year. Increases in base salary have been minimal to nil over the past 2 years in these tougher economic times. Cash bonuses and entitlements have not been granted or paid and grants of options entitlements have been only in accordance with the incentive programs being 15,000 for 2008 and nil in relation to the past financial year.

Details of remuneration: cash bonuses and options

For each cash bonus and grant of options included in the tables below, the percentage of the available bonus or grant that was paid, or that vested, in the financial year, and the percentage that was forfeited because the person did not meet the service and performance criteria is set out below. No part of the bonus is payable in future years. The options vest after one year, with no conditions. The minimum value of the options yet to vest is therefore the value of the option on grant date. The maximum value of the options yet to vest has been determined assuming the share price on the date the options are exercised will not exceed $2.50 for the options that vest in the 2010 financial year.

KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

(f) Remuneration report (continued)

	CASH BONUS		OPTIONS					
NAME	PAID %	FORFEITED %	FINANCIAL YEAR GRANTED	VESTED %	FORFEITED %	FINANCIAL YEARS IN WHICH OPTIONS VEST	MINIMUM TOTAL VALUE OF GRANT YET TO VEST $	MAXIMUM TOTAL VALUE OF GRANT YET TO VEST $
I Singh	0%	100%	2009	0%	0%	29/10/2009	1,635	3,000
	0%	100%	2008	100%	0%	30/10/2008	-	-
	0%	100%	2007	100%	0%	26/10/2007	-	-

Share-based compensation: Performance based Options

Further details relating to options are set out below.

2009 NAME	A REMUNERATION CONSISTING OF OPTIONS (%)	B VALUE AT GRANT DATE $	C VALUE AT EXERCISE DATE $	D VALUE AT LAPSE DATE $	E TOTAL OF COLUMNS B-D $
I Singh	0.36%	1,635	-	-	1,635

A = The percentage of the value of remuneration consisting of options, based on the value at grant date set out in column B

B = The value at grant date calculated in accordance with AASB 2 Share based Payment of options granted during the year as part of remuneration.

C = The value at exercise date of the options that were granted as part of remuneration and were exercised during the year.

D = The value at lapse date of options that were granted as part of remuneration and that lapsed during the year.

2008 NAME	A REMUNERATION CONSISTING OF OPTIONS (%)	B VALUE AT GRANT DATE $	C VALUE AT EXERCISE DATE $	D VALUE AT LAPSE DATE $	E TOTAL OF COLUMNS B-D $
I Singh	14.40%	75,447	-	-	75,447

A = The percentage of the value of remuneration consisting of options, based on the value at grant date set out in column B.

B = The value at grant date calculated in accordance with AASB 2 Share based Payment of options granted during the year as part of remuneration.

C = The value at exercise date of the options that were granted as part of remuneration and were exercised during the year.

D = The value at lapse date of options that were granted as part of remuneration and that lapsed during the year.

(g) Directors' superannuation

Directors have superannuation monies invested in Fiducian Superannuation Service. These monies are invested subject to the normal terms and conditions applying to this superannuation fund.

(h) Loans to directors

No loans were made to directors during the financial year (2008: Nil).

(i) Other transactions with key management personnel

A director, Mr R E Bucknell, is a director and shareholder of Hunter Place Services Pty Ltd, a company which provides his services as a director to the company.

A director, Mr A Koroknay, is a consultant with the legal firm HWL Ebsworth, which provides legal services to the Group during the year on normal commercial terms and conditions.

KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

(i) Other transactions with key management personnel (continued)

A director, Mr F Khouri, is an authorised representative under the Fiducian Financial Services Pty Ltd Australian Financial Services Licence and is a director and shareholder of Hawkesbury Financial Services Pty Ltd, which is a franchisee of Fiducian Financial Services Pty Ltd. Hawkesbury Financial Services Pty Ltd places business with and receives commissions from the company. All transactions are on normal commercial terms and conditions.

Aggregate amounts of each of the above types of other transactions with directors of Fiducian Portfolio Services Limited :

	CONSOLIDATED	
	2009	2008
	$	$
Amounts recognised as an expense		
Directors' fees and committee fees	218,503	240,293
Legal & consulting fees	-	9,858
Commission paid or payable	207,443	590,141
	425,946	840,292

Shares under option

Unissued ordinary shares of Fiducian Portfolio Services Limited under option at the date of this report are disclosed in Note 26 of the Financial Report.

No option holder has any right under the options to participate in any other share issue of the company or any other entity until after the exercise of the option.

Shares issued on the exercise of options

The details of ordinary shares of Fiducian Portfolio Services Limited issued during the year ended 30 June 2009 on the exercise of options granted under the Fiducian Portfolio Services Limited Employee & Director Share Option Plan and the Adviser Share Option Plan are disclosed under Note 26 to the Financial Report.

Indemnification and insurance of officers

The Constitution of Fiducian Portfolio Services Limited provides the following indemnification of officers:

(a) to indemnify officers of the company and related bodies corporate to the maximum extent permitted by law unless a liability arises out of conduct involving a lack of good faith. In the case of a related body corporate, the indemnification of officers does not extend to any proceedings for a liability incurred by the officer based upon events that occurred before that body corporate became a related body corporate.

(b) to allow the company to pay a premium for a contract insuring directors, the secretary and executive officers of Fiducian Portfolio Services Limited and its related bodies corporate. The liabilities insured include costs and expenses that may be incurred in defending civil or criminal proceedings that may be brought against the officers in the capacity as officers of the company or a related body corporate.

No liability has arisen under these indemnities as at the date of this report.

During the year Fiducian Portfolio Services Limited paid a premium under a combined policy of insurance for liability of officers of the company and related bodies corporate, professional indemnity and crime. In accordance with normal commercial practice, disclosure of the total amount of premium payable under, and the nature of the liabilities covered by, the insurance contract is prohibited by a confidentiality clause in the contract.

The officers of the company covered by the insurance policy include the directors: R Bucknell, I Singh, A Koroknay, F Khouri, other officers of Fiducian Portfolio Services Limited and independent members of the external Compliance and Investment Committees, J Evans, P Emery and M Devlin.

KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

Proceedings on behalf of the company

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

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

Non-audit services

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

Details of the amounts paid or payable to the auditor (PricewaterhouseCoopers) for audit and non-audit services provided during the year are set out in Note 27.

The board of directors is satisfied that the provision of non-audit services by the auditor did not compromise the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed by the audit committee to ensure they do not impact the impartiality and objectivity of the auditor.
- none of the services undermine the general principles relating to auditor independence as set out in APES110 *Code of Ethics for Professional Accountants*.

During the year the fees paid or payable for services provided by the auditor (PricewaterhouseCoopers) of the parent entity, its related practices and non-related audit firms, are shown in Note 27 to the consolidated financial report.

Auditors' independence declaration

A copy of the auditors' independence declaration as required under Section 307C of the *Corporations Act 2001* is set out on page 22.

Rounding of amounts

The company is of a kind referred to in Class Order 98/0100, issued by the Australian Securities and Investments Commission, relating to the 'rounding off' of amounts in the directors' report. Amounts in the directors' report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, to the nearest dollar.

Auditor

PricewaterhouseCoopers continues in office in accordance with section 327 of the *Corporations Act 2001*.

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

I Singh
Director
Sydney, 26 August 2009

AUDITORS' INDEPENDENCE DECLARATION

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ABN 52 780 433 757

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SYDNEY NSW 1171
DX 77 Sydney
Australia
Telephone +61 2 8266 0000
Facsimile +61 2 8266 9999

Auditors' Independence Declaration

As lead auditor for the audit of Fiducian Portfolio Services Limited for the year ended 30 June 2009,
I declare that, to the best of my knowledge and belief, there have been:

(a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

(b) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Fiducian Portfolio Services Limited and the entities it controlled during the year.

Darren Ross
Partner
PricewaterhouseCoopers

Sydney
27 August 2009

CORPORATE GOVERNANCE STATEMENT

Fiducian Portfolio Services Limited (the Company) and the Board are committed to achieving and demonstrating the highest standards of corporate governance. The Board continues to review the framework and practices to ensure they meet the interests of shareholders. The company and its controlled entities together are referred to as the Group in this statement.

A description of the company's main corporate governance practices is set out below. All these practices, were in place for the entire year and comply with the August 2007 ASX *Principles of Good Corporate Governance and Best Practice Recommendations*, except where noted.

Principle 1: Lay solid foundations for management and oversight

The relationship between the Board and senior management is critical to the Group's long term success. The directors are responsible to the shareholders for the performance of the Group in both the short and the longer term and seek to balance sometimes competing objectives in the best interests of the Group as a whole. Their focus is to enhance the interests of shareholders and to ensure that the Group is properly managed.

The responsibilities of the Board include:

- providing guidance to the development of and approving corporate strategies and policies.
- reviewing and approving major capital expenditure initiatives
- reviewing and approving business plans, the annual budget and financial plans, including adequacy of resources available to senior management.
- overseeing and monitoring:
    - organisational performance and the achievement of the Group's strategic goals and objectives.
    - compliance with the company's Code of Conduct (see page 26).
    - progress of major capital expenditures and other significant corporate projects, including any acquisitions or divestments.
    - financial performance, including approval of the annual and half-year financial reports and liaison with the company's auditors.
    - the effectiveness of management processes in place and approving major corporate initiatives.
    - the operation of the Group's system for compliance and risk assessment, management and reporting .
- the appointment, performance assessment, remuneration and, if necessary, removal of the Managing Director.
- ratifying the appointment and /or removal of members of the senior management team.
- ensuring that adequate disaster recovery and business continuity plans are regularly monitored, tested and results reported.
- balancing sometimes competing objectives in the best interests of the group
- enhancing and protecting the reputation of the organisation and all matters relating to shareholders.

Day to day management of the Group's affairs and the implementation of the corporate strategies and policy initiatives are formally delegated by the Board to the Managing Director.

Principle 2: Structure the Board to add value

The Board operates in accordance with the broad principles set out in its charter which is also available on the company's website at www.fiducian.com.au. The charter details the Board's composition and responsibilities.

Board members

The following persons are directors of Fiducian Portfolio Services Limited:

Chairman (non-executive)	R Bucknell
Executive Managing Director	I Singh
Non-executive directors	A Koroknay F Khouri

Details of each director's experience, expertise and qualifications are set out each year in the Directors' Report of the Annual Report to Shareholders under the heading 'Information on Directors'.

Principle 2: Structure the Board to add value (continued)

Board composition

The charter includes the requirements that:

- the Board is comprised of both an executive Director and a majority of non-executive directors, with a minimum of four directors.
- the non-executive directors bring independent judgement to the Board's consideration of strategic, risk and performance matters.
- the Chairman is an independent non-executive director elected by the Board and meets regularly with the Managing Director.
- all directors exercise independent judgement and review and constructively challenge the performance of management.
- the company maintains a mix of directors on the Board from different backgrounds with complimentary skills and experience.
- the Board undertakes an annual Board performance review and considers the appropriate mix of skills required by the Board to maximise its effectiveness.
- at any point in time, its membership represents an appropriate balance between directors with experience and knowledge of the Group and directors with an external or fresh perspective.
- the size of the Board is conducive to effective discussion and efficient decision-making.

Chairman and Managing Director

The Board charter specifies that these are separate roles to be undertaken by separate people.

- The Chairman is responsible for leading the Board, ensuring that Board activities are organised and efficiently conducted, directors are properly briefed for meetings.
- The Managing Director is responsible for implementing Group strategies and policies.

Directors' independence

Directors are obliged to be independent in judgement and ensure that all reasonable steps and due care are taken by the Board to arrive at sound decisions.

The Board has adopted specific guidelines in relation to directors' independence. These state that when determining independence, a director must be a non-executive and:

- not be a substantial shareholder of the company or an officer of, or otherwise associated directly with, a substantial shareholder of the company.
- not have been employed in an executive capacity by the Group within three years before commencing to serve on the Board.
- not have been, within the last three years, a principal of a material professional adviser or a material consultant to the Group, or an employee materially associated with the service provided.
- not have been a material supplier or customer of the Group, or an officer of or otherwise associated directly or indirectly with a material supplier or customer.
- not have a material contractual relationship with the Group, other than as a director of Fiducian.
- not have been on the Board for a period which could, or could reasonably be perceived, to materially interfere with the director's independent exercise of their judgement.

Materiality for these purposes is determined on both quantitative and qualitative bases. With good cause, the Board may, at its discretion, determine that a director is independent, or has lost their independence, notwithstanding that all the above criteria are or are not satisfied.

The Board assesses independence each year. To enable this process, the directors must provide all information that may be relevant to the assessment. Matters that could affect the independence of directors are detailed below:

- Mr Bucknell and Mr Singh have both served on the Board since inception of the Group, being for more than ten years. Both bring a depth of experience and independent judgement to their roles as directors and remain vital to the growth of the Group. Mr. Bucknell is deemed by the board to be an independent director.
- Mr Koroknay and Mr Khouri both have business dealings with the Group as disclosed in the Annual Report at the end of each financial year. However, these are not of a value or significance that adversely affect the director's independence. They have declared their interests in those dealings with the company and take no part in decisions relating to them.

Principle 2: Structure the Board to add value (continued)

Independent professional advice

Directors and members of Board committee have the right to obtain independent professional advice at the expense of the Group on matters arising in the course of their Board duties and responsibilities, with prior approval of the Board.

Term of office

The company's Constitution specifies that all non-executive directors must retire from office no later than the third annual general meeting following their last election. A retiring director is eligible to stand for re-election.

Induction

The induction provided to new directors enables them to actively participate in Board decision-making as soon as possible. It ensures that they have a full understanding of the company's financial position, strategies, operations and risk management policies. It also explains the respective rights, duties, responsibilities and roles of the Board.

Performance assessment

The Board undertakes an annual self assessment of its collective performance, the performance of the Chairman and of its committees. The assessment also considers the adequacy of induction and continuing education, access to information and the support provided by the Managing Director. The results and any action plans are documented together with specific performance goals which are agreed for the coming year. An assessment carried out in accordance with this process was undertaken during July, 2009.

Board committees

The board has established a number of committees to assist in the execution of its duties and to allow detailed consideration of important aspects of the business and/or complex issues. Current committees of the board are the Remuneration, Internal Compliance, External Compliance and Risk, Investment and Audit Committees. They are comprised of a mix of executive and non-executives directors, and external specialists, the names and qualifications of whom are detailed in each Annual Report to Shareholders.

Each committee has its own written charter setting out its role and responsibilities, composition, structure, membership requirements and the manner in which the committee is to operate. All of these charters are reviewed as required, but at least every three years. A copy of each charter is available on the company's website.

Minutes of all committee meetings are tabled at the next Board meeting where any significant matters are addressed and resolutions or requests for further information are sent back to the relevant committee. Specific reporting by the committees to the Board are addressed in the charter of the individual committees.

Nomination Committee

The Board has considered recommendation 2.4 of the ASX Corporate Governance Principles and has taken the view that participation by the full board is more effective than a smaller Nomination Committee, particularly given the size of the board. There is therefore no Nomination Committee at present.

Remuneration Committee

The Remuneration Committee is comprised of the non-executive Chairman and one other non-executive director. The committee evaluates the Managing Director's performance, determines bonus's payable to him and establishes the salary package appropriate for each year. External advice is obtained when deemed appropriate, but at least at three yearly intervals.

Compliance committees

(a) An **Internal Compliance Committee** is comprised of the non-executive Chairman, one other non-executive Director, and the Managing Director. The Committee monitors compliance systems, procedures, policies and programs established to ensure disclosure by management to the Board of areas of operating and non-financial risk including disclosure documents required to be given under statute. The compliance manager attends and participates at the meetings.

(b) The **External Compliance and Risk Committee** is comprised of two independent members and the Managing Director. The Committee monitors compliance of systems, procedures, policies and programs established to ensure disclosure and reporting relating to compliance with obligations imposed by the corporations and superannuation laws, and that the interests of fund members are protected. The compliance manager attends and participates at the meetings.

Principle 2: Structure the Board to add value (continued)

Audit committee

The Audit Committee is comprised of the non-executive Chairman, one other non-executive Director and the Managing Director. The financial controller and auditor attend and participate at meetings. The Committee monitors all accounting policies to ensure they comply with accepted accounting standards and practices and is further discussed under Principle 4.

Investment committee

The Investment Committee is comprised of two independent members, the Managing Director and senior staff that form the Investment Management Team. The Committee monitors that procedures are fully carried out by the Investment Management Team, in accordance with the investment guidelines set by the Board.

Managing Director's attendance at Compliance and Audit committees

The Board has ensured that the Compliance and Audit committees have a majority of independent members; but it expects the Managing Director to attend these committees as a member. Attendance by the Managing Director has been beneficial as clarification can be provided promptly and any corrective measures required can be actioned swiftly and efficiently.

Commitment

The Chairman is expected to spend at least 45 days per year preparing for and attending Board meetings and meeting with the Managing Director. Other non-executive directors are expected to spend at least 20 days per year preparing for and attending Board meetings.

All non-executive directors are expected to allow sufficient additional time to attend committee meetings and associated activities.

Prior to appointment or being submitted for re-election, each non-executive director is required to specifically acknowledge that they have and will continue to have the time available to undertake relevant educational development and discharge their responsibilities to the Board and any of its committees, of which they are a member.

The number of Board and Committee meetings attended by each director during each financial year is disclosed in the Directors' Report of each Annual Report of the Group.

The Executive Director has no appointments as a director outside the Group, other than to his own family companies.

Principle 3: Promote ethical and responsible decision making

Code of conduct

The Directors and Management actively promote ethical and responsible decision making in line with the Group's motto of 'Integrity, Trust and Expertise.' Additionally the Board and management believe that shareholder and public confidence is based upon the procedures in place internally which work to promote and ensure the highest standards of ethical behaviour are maintained.

The company has developed a Code of Conduct (the Code) which has been fully endorsed by the Board and applies to all directors and employees. The Code is regularly reviewed and updated, as necessary, to ensure it reflects the highest standards of behaviour, professionalism and practices necessary to maintain confidence in the Group's integrity and to take into account legal obligations and reasonable expectations of the company's stakeholders.

In summary, the Code requires that at all times all company personnel act with the utmost integrity, objectivity and in compliance with the letter and the spirit of the law and company policies. A copy of the Code of Conduct is available on the Company's website.

Share trading policy

The purchase and sale of company securities by directors and employees is detailed in a written policy statement on insider and personal trading. This policy is discussed with and given to each new director or employee as part of the induction process. Each director and employee is required to sign an annual declaration confirming their compliance. Generally, directors and employees are only allowed to buy or sell Fiducian securities during the six weeks immediately after the release to the market of financial information or any other major statement that may affect the share price.
The Compliance Officer advises both directors and staff when such periods commence and conclude.

Principle 3: Promote ethical and responsible decision making (continued)

The Code requires employees who are aware of unethical practices within the group or breaches of the company's trading policy to report these using the company's whistleblower program. This can be done anonymously.

The directors are satisfied that the Group has complied with its policies on trading in securities. A copy of the trading policy is available on the company's website.

Principle 4: Safeguard integrity in financial reporting

Audit committee

The audit committee consists of the following directors:

R Bucknell (Chairman)
I Singh
F Khouri

All members of the audit committee are financially literate and have the appropriate understanding of the industry in which the Group operates. The Chairman, Mr R Bucknell, has relevant qualifications and experience by virtue of being a former partner in a major accounting firm and Mr F Khouri is a partner in a public accounting practice and a registered company auditor.

The audit committee operates in accordance with a charter which is available on the company's website.

The main responsibilities of the audit committee are to:

- review, assess and approve the annual and half-year financial reports and all other financial information published by the company or released to the market.
- assist the Board in reviewing the effectiveness of the organisation's internal financial controls covering:
  - effectiveness and efficiency of operations.
  - reliability of financial reporting, including important judgements and accounting estimates.
  - compliance with applicable laws and regulations
  - areas of financial risk
  - security of computer systems and applications
  - fraud and theft
- recommend to the Board the appointment, removal and remuneration of the external auditors, and review the terms of their engagement, the scope and quality of the audit and assess performance.
- consider the independence and competence of the external auditor on an ongoing basis.
- review and approve the level of non-audit services provided by the external auditors and ensure that it does not adversely impact on auditor independence.
- review and monitor related party transactions and assess their propriety.
- report to the Board on matters relevant to the committee's role and responsibilities.

In fulfilling its responsibilities, the Audit Committee

- receives regular reports from management and the external auditor.
- meets with the external auditor at least twice a year, or more frequently if necessary.
- reviews the processes the Managing Director and senior managers have in place to support their certifications to the Board
- reviews any significant disagreements between the auditors and management, irrespective of whether they have been resolved.
- has the right of access to the external auditors at any time
- provides the external auditor with a clear line of direct communication, at any time, to the Chairman.

The audit committee has authority, within the scope of its responsibilities, to seek any information it requires from any employee or external party.

Principle 4: Safeguard integrity in financial reporting (continued)

External auditors

The company and audit committee policy is to appoint external auditors who clearly demonstrate quality and independence. The performance of the external auditor is reviewed annually and applications for tender of external audit services are requested as deemed appropriate, taking into consideration assessment of performance, existing value and tender costs. PricewaterhouseCoopers has been the appointed external auditor since inception in 1996. It is PricewaterhouseCoopers policy to rotate audit engagement partners on listed companies at least every five years, and in accordance with that policy a new audit engagement partner was introduced for the year ended 30 June 2004. A new audit engagement partner has been introduced in the current financial year ended 30 June 2009.

An analysis of fees paid to the external auditors, including a break-down of fees for non-audit services, is provided in the Directors' Report and in each Annual Report to Shareholders. It is the policy of the external auditors to provide an annual declaration of their independence to the audit committee.

The external auditor normally attends the annual general meeting to be available to answer shareholder questions about the conduct of the audit and the preparation and content of the financial report and audit thereof.

Principles 5 and 6: Make timely and balanced disclosures and respect the rights of Shareholders

Continuous disclosure and shareholder communication

The company has written policies and procedures on information disclosure that focus on continuous disclosure of any information concerning the Group that a reasonable person would expect to have a material effect on the price of the company's shares. In addition, the Company releases quarterly cash flow reports to the ASX.

The Managing Director has been nominated as the person responsible for communications with the Australian Securities Exchange (ASX). This role includes responsibility for ensuring compliance with the continuous disclosure requirements in the ASX Listing Rules and overseeing and co-ordinating information disclosure to the ASX, analysts, brokers, shareholders, the media and the public. Shareholders can receive updates on the Group's information released to the ASX on the ASX's website at www.asx.com.au or on the company's website.

When analysts are briefed on aspects of the Group's operations, the material used in such presentations is that already released to the ASX and posted on the company's website. Primary responsibility for compliance with Group policy on balanced and timely disclosure rests with the Managing Director who is assisted by the Group's General Counsel and the CFO.

Fiducian will commence to provide electronic reports and other communication to shareholders, who provide their email address. Hard copies will be sent to other shareholders.

All shareholders receive a copy of the company's annual and half-yearly reports. In addition, the company provides opportunities for shareholders to participate through electronic means with company announcements, media briefings, details of company meetings, press releases for the last three years and financial reports for the last five years, which are all available on the ASX's website.

Principle 7: Recognise and manage risk

The Board, through the audit, compliance and internal risk committees, is responsible for ensuring that there are adequate policies in relation to risk management, compliance and internal control systems. In summary, the company policies are designed to ensure strategic, operational, legal, reputational and financial risks are identified, assessed effectively and efficiently managed and monitored to achieve the Group's objectives.

A detailed Risk Management Strategy and Plan is formalised which details the policies in place in relation to risk management processes, compliance and internal control systems, procedures, registers and reporting. The head of each business unit reports monthly, by exception, against the Risk Management Plan to the Risk Manager. Further, detailed checklist reports are prepared quarterly by each business unit to confirm compliance with all licensing, corporations and superannuation law requirements to the External Compliance and Risk Committee, which then reports to the Board.

Principle 7: Recognise and manage risk (continued)

In addition, the Board each year approves a strategic plan together with operating objectives and budgets which also encompasses the Group's vision and mission. The Board monitors progress against these objectives and budgets, including the establishment and monitoring of KPIs of both a financial and non-financial nature. Also, regular financial reporting is received by the Board on such matters as the Group's liquidity, funds under management inflows and outflows, funds performances and economic and financial market changes, impacts and forecasts. These measures assist the Board in managing business risk and any necessary mitigation strategies.

The environment, health and safety management systems

The Company recognises the importance of environmental and occupational health and safety (OH&S) issues and is committed to high levels of performance, whilst recognising that the Group's operations expose it to little safety risk or environmental hazards.

Corporate reporting

The Managing Director and Financial Controller have made the following signed certifications to the Board

- that the company's financial reports are complete and present a true and fair view, in all material respects, of the financial condition and operational results of the company and Group and are in accordance with relevant accounting standards; and
- that the above statement is founded on a sound system of risk management and internal compliance and control which implements the policies adopted by the Board, and that the company's risk management and internal compliance and control is operating efficiently and effectively in all material respects in relation to financial reporting risks.

Principle 8: Remunerate fairly and responsibly.

Remuneration committee

The remuneration committee consists of the following non-executive directors (both of whom are independent):

R Bucknell (Chairman)
A Koroknay

The Managing Director has signed a formal employment contract at the time of his appointment covering a range of matters including his duties, rights, responsibilities and any entitlements on termination. Further information on the Managing Director's remuneration, including principles used to determine remuneration, is set out in the Directors' Report under the heading 'Remuneration Report' in each Annual Report issued by the Company. In accordance with Group policy, the Managing Director is not permitted to enter into any transactions that would limit the economic risk of options or other unvested entitlements.

The Committee evaluates the Managing Director using criteria such as business performance, accomplishment of short and long-term strategic objectives and the development of management, taking this documented evaluation into account, and the assessment by external consultants at least every three years, when considering the Managing Director's remuneration package, to ensure that it is reasonable and competitive.

The remuneration committee advises the Board on remuneration and incentive policies and practices generally, and makes specific recommendations on remuneration packages and other terms of employment for the Managing Director.

The Board assumes responsibility for overseeing management succession planning, including the implementation of appropriate executive development programmes and ensuring adequate arrangements are in place, so that an appropriate candidate can be recruited for later promotion to the Managing Director's position.

The Managing Director is responsible for the remuneration of all other senior managers and staff.

SHAREHOLDER INFORMATION

A. DISTRIBUTION OF EQUITY SECURITY HOLDERS BY SIZE OF HOLDING

Analysis of numbers of equity security holders by size of holding, as at 31 July 2009:

DISTRIBUTION :	OPTIONS	ORDINARY SHARES
1 - 1,000	2	92
1,001 - 5,000	21	343
5,001 - 10,000	9	99
10,001 - 50,000	15	91
50,001 - 100,000	4	16
100,001 - and over	1	28
Total holders	52	669

There were 13 holders of a less than marketable parcel of ordinary shares.

B. EQUITY SECURITY HOLDERS

Twenty largest quoted equity security holders.

The names of the twenty largest registered shareholders of quoted equity securities as at 11 August 2009 are listed below:

	NAME	NUMBER HELD	PERCENTAGE OF ISSUED SHARES
1	Indyshri Singh Pty Limited	8,898,500	27.47
2	National Nominees Limited	3,979,806	12.29
3	HSBC Custody Nominees (Australia) Limited	2,833,462	8.75
4	ANZ Nominees Limited	2,051,735	6.33
5	JP Morgan Nominees Australia Limited	1,199,102	3.70
6	Hunter Place Services Pty Ltd	1,069,000	3.30
7	Norcad Investments Pty Ltd	977,998	3.02
8	Citigroup Nominees Pty Limited (CFS Developing Cos)	681,358	2.10
9	Mr Inderjit Singh	567,500	1.75
10	D R Smith Holdings Pty Ltd	550,000	1.70
11	Imperial Pacific Fund Managers Pty Ltd	492,402	1.52
12	Mr Erich Gustav Brosell	455,000	1.40
13	Perpetual Trustees Consolidated Limited	391,077	1.21
14	Bond Street Custodians Limited	364,536	1.13
15	Imperial Pacific Fund Managers Pty Ltd	361,000	1.11
16	Citigroup Nominees Pty Limited (Cwlth Small Co Fund No 2)	358,371	1.11
17	Citigroup Nominees Pty Limited (Cwlth Bank Officers Super A/c)	342,029	1.06
18	Cogent Nominees Pty Ltd	245,029	0.76
19	Mr Walter Frederick Holland	218,420	0.67
20	Mr David Colin Archibald	200,000	0.62
		26,236,325	81.00

Unquoted equity securities

As at 30 June 2009:

TYPE OF SECURITY	NUMBER ON ISSUE	NUMBER OF HOLDERS
Options – Managing Director	215,000	1
Options – Employees	583,650	34
Options – Advisers	210,400	17
	1,009,050	52

C. SUBSTANTIAL SHAREHOLDERS

Substantial shareholders and associates as at 11 August 2009 (more than 5% of a class of shares) in the company are set out below:

NAME	NUMBER HELD	PERCENTAGE
Indyshri Singh Pty Limited and associates	9,676,380	29.87%
National Nominees Limited	3,979,806	12.29%
HSBC Custody Nominees (Australia) Limited	2,833,462	8.75%
ANZ Nominees Limited	2,051,735	6.33%

D. VOTING RIGHTS

The voting rights attaching to each class of equity securities are set out below:

Ordinary shares

On a show of hands each holder of ordinary shares has 1 vote and upon a poll 1 vote for each share held.

Options

No voting rights.

FINANCIAL REPORT

This financial report covers both Fiducian Portfolio Services Limited as an individual entity and the consolidated entity consisting of Fiducian Portfolio Services Limited and its controlled entities. The financial report is presented in Australian currency.

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

Fiducian Portfolio Services Limited
Level 4, 1 York Street
Sydney NSW 2000

A description of the nature of the consolidated entity's operations and its principal activities is included in the Joint Report of the Chairman and Managing Director, and in the Director's report on pages 2 – 21, both of which are not part of this financial report.

The financial report was authorised for issue by the directors on 26 August 2009.
The company has the power to amend and reissue the financial report.

Through the use of the internet, we have ensured that our corporate reporting is timely, complete, and available globally at minimum cost to the company. All press releases, financial reports and other information are available on our website: www.fiducian.com.au

INCOME STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2009

	NOTES	CONSOLIDATED		PARENT ENTITY	
		2009 $'000	2008 $'000	2009 $'000	2008 $'000
Revenue from ordinary activities	**4**	21,422	27,768	18,837	25,282
Other Income	**5**	600	828	562	772
Dividend from subsidiary		-	-	200	200
Commissions paid to advisers		(4,978)	(6,898)	(6,024)	(8,109)
Employee benefits expense		(7,956)	(8,362)	(5,655)	(5,820)
Depreciation and amortisation expense	**6(a)**	(208)	(326)	(131)	(284)
Other expenses	**6(b)**	(4,079)	(4,023)	(3,169)	(3,134)
Profit before income tax expense		4,801	8,987	4,620	8,907
Income tax expense	**7**	1,517	2,718	1,403	2,632
Profit for the year		3,284	6,269	3,217	6,275
Profit attributable to members of Fiducian Portfolio Services Limited	**24**	3,284	6,269	3,217	6,275
Earnings per share	**33**				
Earnings per share from profit from continuing operations attributable to the ordinary equity Holders of the company:					
Basic earnings per share		10.09 cents	19.06 cents		
Diluted earnings per share		9.82 cents	18.56 cents		

The above income statements should be read in conjunction with the accompanying notes.

BALANCE SHEETS
AS AT 30 JUNE 2009

	NOTES	CONSOLIDATED		PARENT ENTITY	
		2009 $'000	2008 $'000	2009 $'000	2008 $'000
ASSETS					
Current assets					
Cash and cash equivalents	**9**	7,821	10,912	6,428	9,831
Trade and other receivables	**10**	2,292	2,836	2,867	3,119
Other financial assets at fair value through profit or loss	**11**	506	480	506	480
Total Current Assets		10,619	14,228	9,801	13,430
Non-current assets					
Receivables	**12**	2,342	748	2,342	748
Other financial assets	**13**	-	-	3,875	3,875
Property, plant and equipment	**14**	201	277	166	227
Deferred tax assets	**15**	704	686	553	562
Intangible assets	**16**	4,284	3,604	412	249
Total Non-Current Assets		7,531	5,315	7,348	5,661
Total assets		18,150	19,543	17,149	19,091
LIABILITIES					
Current liabilities					
Payables current	**17**	2,191	2,258	1,679	2,024
Current tax liabilities	**18**	127	850	137	896
Total Current Liabilities		2,318	3,108	1,816	2,920
Non-current liabilities					
Payables non current	**19**	139	-	-	-
Deferred tax liabilities	**20**	12	6	12	4
Provisions	**21**	553	474	424	376
Total Non-Current Liabilities		704	480	436	380
Total liabilities		3,022	3,588	2,252	3,300
Net assets		15,128	15,955	14,897	15,791
EQUITY					
Contributed equity	**22**	8,160	8,982	8,160	8,982
Reserves	**23**	300	259	300	259
Retained profits	**24**	6,668	6,714	6,437	6,550
Total equity		15,128	15,955	14,897	15,791
Contingent liabilities	**28**				
Commitments for expenditure	**29**				

The above balance sheets should be read in conjunction with the accompanying notes.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2009

	NOTES	CONSOLIDATED		PARENT ENTITY	
		2009 $'000	2008 $'000	2009 $'000	2008 $'000
Total equity at the beginning of the financial year		15,955	15,171	15,791	15,001
Profit for the year		3,284	6,269	3,217	6,275
Transactions with equity holders in their capacity as equity holders					
Contributions of equity, net of transaction costs	**22**	48	263	48	263
Buy back of shares, inclusive of transaction costs	**22**	(870)	(1,732)	(870)	(1,732)
Dividends provided for or paid	**8**	(3,330)	(4,127)	(3,330)	(4,127)
Employee share options exercised	**23**	41	111	41	111
Total transactions with equity holders		(4,111)	(5,485)	(4,111)	(5,485)
Total equity at the end of the financial year		15,128	15,955	14,897	15,791

The above statement of changes in equity should be read in conjunction with the accompanying notes.

CASH FLOW STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2009

	NOTES	CONSOLIDATED		PARENT ENTITY	
		2009 $'000	2008 $'000	2009 $'000	2008 $'000
Cash flows from operating activities					
Receipts from customers (inclusive of goods and services tax)		24,152	30,852	21,316	27,994
Payments to suppliers and employees (inclusive of goods and services tax)		(19,297)	(22,334)	(17,300)	(20,054)
		4,855	8,518	4,016	7,940
Interest received		577	777	539	721
Income taxes (paid) / refunded		(2,252)	(3,292)	(2,145)	(3,037)
Net cash inflow / (outflow) from operating activities	**32**	3,180	6,003	2,410	5,624
Cash flows from investing activities					
Payments for computer software		(223)	(12)	(223)	(10)
Loans to related parties (associates, advisers and staff)		(1,819)	(333)	(1,819)	(333)
Investment in subsidiary		-	-	-	(10)
Payments to acquire client portfolios		(256)	(13)	-	-
Dividend from subsidiary		-	-	200	200
Distributions from related trust		29	68	29	68
Repayment of loans by associates & advisers		168	156	168	156
Payments for property, plant and equipment		(11)	(193)	(9)	(162)
Net cash inflow / (outflow) from investing activities		(2,112)	(327)	(1,654)	(91)
Cash flows from financing activities					
Payments for shares bought back		(870)	(1,733)	(870)	(1,733)
Proceeds on exercise of options		41	228	41	228
Dividends paid		(3,330)	(4,127)	(3,330)	(4,127)
Net cash inflow / (outflow) from financing activities		(4,159)	(5,632)	(4,159)	(5,632)
Net increase/decrease in cash held		(3,091)	44	(3,403)	(99)
Cash and cash equivalents at the beginning of the year		10,912	10,868	9,831	9,930
Cash and cash equivalents at the end of year	**9**	7,821	10,912	6,428	9,831

The above cash flow statements should be read in conjunction with the accompanying notes.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2009

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted for the preparation of the financial report are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial report includes separate financial statements for Fiducian Portfolio Services Limited as an individual entity and the Group consisting of Fiducian Portfolio Services Limited and its subsidiaries.

(a) Basis of preparation

This general purpose financial report has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritive pronouncements of the Australian Accounting Standards Board and the *Corporations Act 2001*.

Compliance with IFRS

Australian Accounting Standards include Australian equivalents to International Financial Reporting Standards (AIFRS). Compliance with AIFRS ensures that the financial report of Fiducian Portfolio Services Limited complies with International Financial Reporting Standards (IFRS).

Historical cost convention

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and liabilities at fair value through profit or loss, and certain classes of property, plant and equipment.

Critical accounting estimates

The preparation of financial statements in conformity with AIFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 2.

(b) Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all entities controlled by Fiducian Portfolio Services Limited (company or parent entity) as at 30 June 2009 and the results of all controlled entities for the year then ended. Fiducian Portfolio Services Limited and its subsidiaries together are referred to in this financial report as the Group.

Subsidiaries are all those entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies, generally accompanying a shareholding of more than one-half of the voting rights.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The purchase method of accounting is used to account for the acquisition of subsidiaries by the Group.

Investments in subsidiaries are accounted for at cost in the parent company's financial statements.

Intercompany transactions and balances on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

(c) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns and amounts collected on behalf of third parties.

Revenue is recognised for the major business activities as follows:

(i) Management fees and commissions

Revenues comprising trustee and management fees are recognised on an accruals basis.

(ii) Interest income

Interest income is recognised on a time proportion basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loans is recognised using the original effective interest rate.

(iii) Dividends

Dividends are recognised as revenue when the right to receive payment is established.

(iv) Distributions from related trusts

Distributions from related trusts are recognised as revenue when the right to receive payment is established.

(d) Income tax

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the national income tax rate for Australia adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting or taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax balances attributable to amounts recognised directly in equity are also recognised directly in equity.

Fiducian Portfolio Services Limited and its Australian wholly-owned operating entities have not formed a tax consolidated group.

(e) Operating leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are are classified as operating leases (Note 29). Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the lease.

(f) Trustee company and Responsible Entity

The company acts as a Trustee of Fiducian Superannuation Service and Responsible Entity of Fiducian Funds. The accounting policies adopted by the company in the preparation of the financial statements for the year ended 30 June 2009 reflect the fiduciary nature of the company's responsibility for the assets and liabilities of the trusts. The financial statements do not include the trusts' assets and liabilities as future economic benefits and obligations derived from the trusts' assets and liabilities do not accrue to the company. In accordance with AASB 137 Provisions, Contingent Liabilities and Contingent Assets, the trust assets and liabilities have not been disclosed as the directors consider the probability of the company having to meet the liabilities of the trusts is remote.

(g) Impairment of assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest level for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

(h) Cash and cash equivalents

For cash flow statement presentation purposes, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(i) Trade receivables

Trade receivables are recognised at fair value and subsequently measured at amortised cost, less provision for impairment. Trade receivables are due for settlement no more than 120 days from the date of recognition for trade receivables and financial planning fees, and no more than 30 days for other receivables.

Collectability of trade receivables is reviewed on an ongoing basis. Receivables, which are known to be uncollectible, are written off. An allowance account (provision for impairment of trade receivables) is used when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (outside settlement terms) are considered indicators that the trade receivable is impaired. The amount of the impairment allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

The amount of the impairment loss is recognised in the income statement within other expenses. When a trade receivable for which an impairment allowance had been recognised becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in the income statement.

(j) Investments and other financial assets

The Group classifies its investments in the following categories: financial assets at fair value through profit or loss, loans and receivables, and other financial assets. The classification depends on the purposes for which the investments were acquired. Management determines the classification of its investments at initial recognition and, in the case of assets classified as held-to-maturity, re-evaluates this designation at each reporting date.

(j) Investments and other financial assets (continued)

(i) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are financial assets held for trading which are acquired principally for the purpose of selling in the short term with the intention of making a profit.

(ii) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Group provides money directly to a debtor with no intention of selling the receivable. They are included in current assets, except for those with maturities greater than 12 months after the balance sheet date which are classified as non-current assets. Loans and receivables are included in receivables in the balance sheet in Notes 10 and 12.

(k) Fair value estimation

The carrying value less impairment provision of trade receivables and payables are assumed to approximate their fair values due to their short-term nature. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

(l) Property, plant and equipment

Property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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 Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the income statement during the financial period in which they were incurred.

Depreciation on assets is calculated using the straight-line method to allocate their cost or revalued amounts, net of their residual values, over their estimated useful lives, as follows:

Furniture, office equipment and computers	2 – 8 years
Leasehold improvements	term of the lease

The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount in Note 1 is greater than its estimated recoverable amount in Note 1(g).

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the income statement. When revalued assets are sold, it is Group policy to transfer the amounts included in other reserves in respect of those assets to retained earnings.

(m) Intangible assets

Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised. Instead, goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains or losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. These units are all within the financial planning segment.

Client portfolios

Consideration payable for the acquisition of client portfolios is deferred and amortised on a straight line basis over a period of 10 years. Client portfolios are also tested for impairment annually, or more frequently if events or changes in circumstances indicate that they may be impaired, and are carried at cost less accumulated amortisation and impairment losses.

(m) Intangible assets (continued)

IT development and software

Costs incurred in developing products or systems and costs incurred in acquiring software and licences that will contribute to future period financial benefits through revenue generation and/or cost reduction are capitalised to software and systems. Costs capitalised include direct costs of materials and service and direct payroll and payroll related costs of employees' time spent on the project. Amortisation is calculated on a straight-line basis over periods generally ranging from 3 to 5 years.

The carrying amounts of all capitalised expenditure are tested for impairment annually to determine whether they exceed their recoverable amount.

(n) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year and which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

(o) Provisions

Provisions for legal claims are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at reporting date. The discount rate used to determine the present value reflects current market assessments of the time value of money and the risks specific to the liability. No such provision is required at year end.

(p) Employee benefits

(i) Wages and salaries, annual leave and sick leave

Liabilities for wages and salaries, and annual leave expected to be settled within 12 months of the reporting date are recognised in other payables in respect of employee services up to the reporting date and are measured at the amount expected to be paid when the liabilities are settled. Sick leave is brought to account as incurred.

(ii) Long service leave

The liability for long service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit cost method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms of maturity and currency that match, as closely as possible, the estimated future cash outflows.

(iii) Share-based payments

Share-based compensation benefits are provided to employees and advisors via the two share option plans. Information relating to these schemes is set out in Note 26.

(p) Employee benefits (continued)

No expense is recognised in respect of options granted before 7 November 2002 and vested before 1 January 2005 issued to employees for nil consideration. Shares issued following the exercise of options are recognised at that time and the proceeds received allocated to share capital.

Subsequent options issued to employees for nil considerations have the fair value of options granted under the Fiducian Employee & Director Share Option Plan is recognised as an employee benefit expense with a corresponding increase in equity. The fair value is measured at grant date and recognised over the period during which the employees become unconditionally entitled to the options.

The fair value at grant date is independently determined using a Binomial option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and the expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

(q) Contributed equity

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

If the entity reacquires its own equity instruments, for example as the result of a share buy-back, those instruments are deducted from equity and the associated shares are cancelled. No gain or loss is recognised in the profit or loss and the consideration paid including any directly attributable incremental costs (net of income taxes) is recognised directly in equity.

(r) Dividends

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

(s) Earnings per share

(i) Basic earnings per share

Basic earnings per share is determined by dividing the net profit after income tax attributable to equity holders of the company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

(t) Goods and services tax

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the Australian Taxation Office (ATO). In this case it is recognised as part of the cost of acquisition of the asset or as part of the expense.

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 payables in the balance sheet.

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 flow.

(u) Rounding of amounts

The company is of a kind referred to in Class Order 98/100 issued by the Australian Securities and Investments Commission, relating to the 'rounding off' of amounts in the financial report. Amounts in the financial report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, to the nearest dollar.

(v) New accounting standards and interpretations

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2009 reporting periods. The Group's and the parent entity's assessment of the impact of these new standards and interpretations is set out below.

(i) AASB 8 Operating Segments and AASB 2007-3 Amendments to Australian Accounting Standards arising from AASB 8 (effective from 1 January 2009)

AASB 8 will result in a significant change in the approach to segment reporting, as it requires adoption of a 'management approach' to reporting on financial performance. The information being reported will be based on what the key decision makers use internally for evaluating segment performance and deciding how to allocate resources to operating segments. The Group has adopted AASB 8 from 1 July 2009. It is not expected to affect any of the amounts recognised in the financial statements.

As goodwill is allocated by management to groups of cash-generating units on a segment level, the change in reportable segment may also require a reallocation of goodwill. However, this is not expected to result in any additional impairment of goodwill.

(ii) Revised AASB 123 Borrowing Costs and AASB 2007-6 Amendments to Australian Accounting Standards arising from AASB 123 (effective from 1 January 2009)

The revised AASB 123 has removed the option to expense all borrowing costs and – when adopted – will require the capitalisation of all borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset. There will be no impact on the financial report of the Group, as the Group already capitalises borrowing costs relating to qualifying assets.

(iii) Revised AASB 101 Presentation of Financial Statements and AASB 2007-8 Amendments to Australian Accounting Standards arising from AASB 101 (effective from 1 January 2009)

The September 2007 revised AASB 101 requires the presentation of a statement of comprehensive income and makes changes to the statement of changes in equity, but will not affect any of the amounts recognised in the financial statements. If an entity has made a prior period adjustment or has reclassified items in the financial statements, it will need to disclose a third balance sheet (statement of financial position), this one being as at the beginning of the comparative period. The Group intends to apply the revised standard from 1 July 2009.

(iv) AASB 2008-1 Amendments to Australian Accounting Standard – Share-based Payments : Vesting Conditions and Cancellations (effective from 1 January 2009)

AASB 2008-1 clarifies that vesting conditions are service conditions and performance conditions only and that other features of a share-based payment are not vesting conditions. It also specifies that all cancellations, whether by the entity or by other parties, should receive the same accounting treatment. The Group will apply the revised standard from 1 July 2009, but is not expected to affect the accounting for the Group's share-based payments.

(v) AASB 2008-8 Amendment to IAS 39 Financial Instruments – Recognition and Measurement (effective 1 July 2009)

AASB 2008-8 amends AASB 139 Financial Instruments: Recognition and Measurement and must be applied retrospectively in accordance with AASB 108 Accounting Policies, Changes in Accounting Estimates and Errors. The amendment makes two significant changes. It prohibits designating inflation as a hedgeable component of a fixed rate debt. It also prohibits including time value in the one-sided hedged risk when designating options as hedges. The Group will apply the amended standard from 1 July 2009. It is not expected to have a material impact on the Group's financial statements.

(vi) AASB 2009-2 Amendments to Australian Accounting Standards – Improving Disclosures about Financial Instruments (effective for annual periods beginning on or after 1 January 2009)

In April 2009, the AASB published amendments to AASB 7 Financial Instruments: Disclosure to improve the information that entities report about their liquidity risk and the fair value of their financial instruments. The amendments require fair value measurement disclosures to be classified into a new three-level hierarchy and additional disclosures for items whose fair value is determined by valuation techniques rather than observable market values. The AASB also clarified and enhanced the existing requirements for the disclosure of liquidity risk of derivatives. The Group has not early adopted the amendments. The amendments are not expected to affect any of the amounts recognised in the financial statements but may affect certain disclosures.

2 CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Estimated impairment of goodwill

The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in Note 1(m) . The recoverable amounts of the cash-generating units have been determined based on earnings multiples requiring the use of sustainable revenue estimates and comparable market transactions.

(ii) Estimated impairment of client portfolios

The Group tests annually whether acquired client portfolios have suffered any impairment, in accordance with the accounting policy stated in Note 1(m). The recoverable amounts of cash-generating units have been determined based on discounted cash flow models which require the use of assumptions on discount rates, recurring revenues and cash flow projections. The key estimates and assumptions do not have a significant risk of causing a material adjustment within the next financial year to the carrying amount of assets and liabilities recognised in these financial statements.

(iii) Deferred expenditure

The Group tests annually whether acquired client portfolios have suffered anu impairment, in accordance with the accounting policy stated in Note 1(m). The cash flows used to determine the value of the cash generating units (CGUs) in the goodwill impairment analysis have been discounted at the Group's approximate weighted average cost of capital, which is 10%.

(iv) Client retention service fee

The Group tests annually whether provision needs to be made for the client retention service fee, described in Note 28. Criteria used include the probability of advisers working until retirement, estimated in the range between 30% and 70%, the increase in operating service costs (if any) at the time of retirement, and the consequent savings in salaries and on-costs upon an adviser's retirement.

3 SEGMENT INFORMATION

(a) Description of segments

Business segments

The Group is organised into the following divisions by product and service type.

Funds Management and Administration

The company operates in a single segment as Trustee for a public offer superannuation fund - Fiducian Superannuation Service, Operator of an Investor Directed Portfolio Service – Fiducian Investment Service and Responsible Entity for managed investment schemes – Fiducian Funds.

Financial Planning

The company continued its specialist financial planning operations through its subsidiaries, Fiducian Financial Services Pty Ltd, Harold Bodinnar & Associates Pty Ltd and Money & Advice Pty Ltd. These all trade under the name of Fiducian Financial Services.

Geographical segments

The Group operates in a single geographical segment, Australia.

(b) Primary reporting – business segments

	FUNDS MANAGEMENT AND ADMINISTRATION	FINANCIAL PLANNING	INTER-SEGMENT ELIMINATIONS	CONSOLIDATED
	$'000	$'000	$'000	$'000
2009				
Sales to external customers	18,837	2,585	-	21,422
Intersegment sales	-	4,565	(4,565)	-
Total sales revenue	18,837	7,150	(4,565)	21,422
Other revenue	562	38	-	600
Total segment revenue	19,399	7,188	(4,565)	22,022
Profit from ordinary activities before income tax expense	4,620	181	-	4,801
Income tax expense				1,517
Profit from ordinary activities after income tax expense				3,284
Segment assets	17,149	2,604	(1,603)	18,150
Segment liabilities	2,252	1,697	(927)	3,022
Acquisitions of plant and equipment, intangibles and other non-current segment assets	232	579	-	811
Depreciation, amortisation and impairment	131	77	-	208
Net cash inflow from operating activities	2,410	770	-	3,180

(b) Primary reporting – business segments (continued)

	FUNDS MANAGEMENT AND ADMINISTRATION	FINANCIAL PLANNING	INTER-SEGMENT ELIMINATIONS	CONSOLIDATED
	$'000	$'000	$'000	$'000
2008				
Sales to external customers	25,282	2,486	-	27,768
Intersegment sales	-	5,680	(5,680)	-
Total sales revenue	25,282	8,166	(5,680)	27,768
Other revenue	772	56	-	828
Total segment revenue	26,054	8,222	(5,680)	28,596
Profit from ordinary activities before income tax expense	8,707	280	-	8,987
Income tax expense				2,718
Profit from ordinary activities after income tax expense				6,269
Segment assets	19,091	1,837	(1,385)	19,543
Segment liabilities	3,300	997	(709)	3,588
Acquisitions of plant and equipment, intangibles and other non-current segment assets	174	31	-	205
Depreciation, amortisation and impairment	284	42	-	326
Net cash inflow from operating activities	5,624	379	-	6,003

4 REVENUE

	NOTES	CONSOLIDATED		PARENT ENTITY	
		2009 $'000	2008 $'000	2009 $'000	2008 $'000
From continuing operations					
Sales revenue					
Fees and commissions received		21,023	27,393	18,798	24,700
Other		399	375	39	582
Revenue from ordinary activities		21,422	27,768	18,837	25,282

5 OTHER INCOME

Interest received/receivable		565	776	527	720
Distributions from related trusts		8	64	8	64
Fair value gains on other financial assets at fair value through profit or loss	**11**	27	(12)	27	(12)
		600	828	562	772

6 EXPENSES

Profit before income tax includes the following specific expenses:

6(a) Depreciation, amortisation and impairment

Depreciation					
Furniture, office equipment and computers		70	67	53	48
Total depreciation		70	67	53	48
Amortisation					
Leasehold improvements		17	12	17	12
Capitalised computer software		20	182	19	182
Client portfolio acquisition costs		101	65	42	42
Total amortisation		138	259	78	236
Impairment					
Goodwill		-	-	-	-
Total depreciation, amortisation and impairment		208	326	131	284

6(b) Other expenses

Other expenses					
Professional services		150	121	132	98
Sales marketing and travel		682	655	583	551
Premises and equipment		808	796	452	429
Communication and computing		812	778	561	541
Printing and stationery		244	234	207	189
Auditors	**27**	360	349	349	331
Administration and other		1,023	1,090	885	995
		4,079	4,023	3,169	3,134
Doubtful debts		(36)	(11)	(16)	-
Rental expense relating to operating leases		684	670	383	356

7 INCOME TAX EXPENSE

	NOTES	CONSOLIDATED		PARENT ENTITY	
		2009 $'000	2008 $'000	2009 $'000	2008 $'000
(a) Income tax expense					
Current tax		1,481	2,731	1,337	2,644
Deferred tax		(12)	(16)	17	(15)
Adjustments for current tax of prior periods		48	3	49	3
Income tax expense		1,517	2,718	1,403	2,632
Deferred income tax (revenue) expense included in income tax expense comprises:					
Decrease (increase) in deferred tax assets	**15**	(18)	34	9	35
(Decrease) increase in deferred tax liabilities	**20**	6	(50)	8	(50)
Deferred tax		(12)	(16)	17	(15)
(b) Numerical reconciliation of income tax expense to prima facie tax payable					
Profit from continuing operations before income tax expense		4,801	8,987	4,620	8,907
Tax at the Australian tax rate of 30%		1,440	2,696	1,386	2,672
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:					
Entertainment		13	13	11	11
Tax offset for franked dividends		-	-	(60)	(60)
Sundry items		16	6	17	6
		1,469	2,715	1,354	2,629
Under provision in prior years		48	3	49	3
Income tax expense		1,517	2,718	1,403	2,632
(c) Amounts recognised directly in equity					
Aggregate current and deferred tax arising in the reporting period and not recognised in net profit or loss but directly debited or credited to equity					
Current tax – credited directly to equity	**22(b)**	-	1	-	1
		-	1	-	1

(d) Tax consolidation legislation

Fiducian Portfolio Services Limited and its Australian wholly-owned operating entities have not formed a tax consolidated group.

8 DIVIDENDS

	PARENT ENTITY	
	2009 $'000	2008 $'000
Ordinary shares		
Final ordinary franked dividend for the year ended 30 June 2008 of 6.5 cents (2007: Fully franked 6.0 cents) per share paid on 17 September 2008.	2,115	1,994
Interim ordinary fully franked dividend for the year ended 30 June 2009 of 3.75 cents (2008: Fully franked 6.5 cents) per share paid on 16 March 2009.	1,215	2,133
Total dividends paid in cash	3,330	4,127

The Directors have declared the payment of a final fully franked dividend for the year ended 30 June 2009 in the amount of 3.0 cents per ordinary share to be paid on shares registered on 7 September 2009 and payable on 17 September 2009.

Franked dividends

The franked portions of the final dividends recommended after 30 June 2009 will be franked out of exisiting franking credits or out of franking credits arising from the payment of income tax for the year ending 30 June 2010.

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	2008 $'000	2009 $'000	2008 $'000
Franking credits available for subsequent financial years based on a tax rate of 30%	4,478	3,742	3,902	3,184

The above amounts represent the balances of the franking account as at the end of the financial year, adjusted for:

(a) franking credits that will arise from the payment of the amount of the provision for income tax.

(b) franking debits that will arise from the payment of dividends recognised as a liability at the reporting date.

(c) franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date.

The consolidated amounts include franking credits that would be available to the parent entity if distributable profits from subsidiaries were paid as dividends.

The impact on the franking account of the dividend recommended by the directors since year end, but not recognised as a liability at year end, will be a reduction in the franking account of approximately $416,000 (2008: $842,000).

9 CURRENT ASSETS – CASH AND CASH EQUIVALENTS

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	**2008 $'000**	**2009 $'000**	**2008 $'000**
Cash at bank and in hand	7,672	2,776	6,306	1,721
Bank bills of exchange	-	7,988	-	7,988
Deposits securing bank guarantees	149	148	122	122
	7,821	10,912	6,428	9,831

The Group's and the parent entity's exposure to interest rate risk is discussed in Note 35.

10 CURRENT ASSETS – TRADE AND OTHER RECEIVABLES

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	**2008 $'000**	**2009 $'000**	**2008 $'000**
Amounts receivable from related entities:				
Controlled entities	-	-	673	418
Related trusts	1,752	2,159	1,676	2,093
Business development loans	101	48	101	48
Staff loans	24	36	24	36
Other receivables	100	260	25	182
Prepayments	389	387	377	351
	2,366	2,890	2,876	3,128
Less: Provision for impairment of receivables	(74)	(54)	(9)	(9)
	2,292	2,836	2,867	3,119

** Refer to Note 12 for the non-current portion of these receivables.*

Movements in provision for impairment of receivables

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	**2008 $'000**	**2009 $'000**	**2008 $'000**
Balance at beginning of year	(54)	(46)	(9)	(9)
Written off against provision	-	-	-	-
Movement	(20)	(8)	-	-
Balance at end of year	(74)	(54)	(9)	(9)

At 30 June 2009, a provision for impairment exists for trade receivables outstanding greater than 120 days. There has been no history of default and no material losses are expected.

Information about the Group's and the parent entity's exposure to interest rate risk in relation to trade and other receivables is provided in Note 35.

11 CURRENT ASSETS – OTHER FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	2008 $'000	2009 $'000	2008 $'000
At beginning of year	480	492	480	492
Additions	-	-	-	-
Revaluation – fair value gains/(losses)	26	(12)	26	(12)
At end of year	506	480	506	480
Investment in related trust, at call	506	480	506	480

Changes in fair values of other financial assets at fair value through profit or loss are recorded in Other Income in the income statement. Refer to Note 5.

Risk exposure

Information about the Group's and the parent entity's exposure to credit and price risk is provided in Note 35.

Since the end of the previous financial year, investments in other financial assets have become illiquid. The parent entity continues to receive income and expects to receive a return of capital over the life of the investment. It is valued at current published prices and no impairment charge has been made against the investment.

12 NON-CURRENT ASSETS – RECEIVABLES

Business development loans*	2,147	517	2,147	517
Loans to staff*	211	231	211	231
	2,358	748	2,358	748
Less: Provision for impairment of receivables	(16)	-	(16)	-
	2,342	748	2,342	748

**Refer to Note 10 for the current portion of these receivables.*

Of the total business development loans of $2,236,000 (2008: 565,000)(being both current and non current), business development loans of $379,000 (2008: $261,000) are advanced to entities or their associates in which the parent entity has a 40% equity interest. Refer to Note 30 Related party transactions.

Loans to staff members are granted for a maximum term of 3 years, at commercial interest rates and secured. The board may extend the term.

(a) Impaired receivables and receivables past due

An amount of $16,000 has been provided against one loan. Other than this, none of the non-current receivables are impaired or past due but not impaired.

(b) Fair values

The fair values and carrying values of non-current receivables of the Group and parent entity are as follows:

	2009		2008	
	CARRYING AMOUNT	FAIR VALUE	CARRYING AMOUNT	FAIR VALUE
	$'000	$'000	$'000	$'000
Business development loans	2,131	2,131	517	517
Loans to staff	211	211	231	213
	2,342	2,342	748	748

(c) Risk exposure

Information about the Group's and the parent entity's exposure to credit and interest rate risk is provided in Note 35. The maximum exposure to credit risk at the reporting date is the carrying amount of each class of receivables mentioned above.

13 NON-CURRENT ASSETS – OTHER FINANCIAL ASSETS

NAME OF ENTITY	COUNTRY OF INCORPORATION	CLASS OF SHARES	EQUITY HOLDING		COST OF PARENT ENTITY'S INVESTMENT	
					2009 $'000	2008 $'000
Fiducian Financial Services Pty Ltd	Australia	Ordinary	100		100	100
Harold Bodinnar & Associates Pty Ltd	Australia	Ordinary	100		3,325	3,325
SSP Pty Ltd	Australia	Ordinary	100		-	-
Fiducian Business Services Pty Ltd	Australia	Ordinary	100		10	10
Inheritance Planners Pty Ltd	Australia	Ordinary	100		-	-
Money & Advice Pty Ltd	Australia	Ordinary	100		440	440
Froud Collins Planning Pty Ltd	Australia	Ordinary	40	*	-	-
Total investment by parent entity					3,875	3,875

These financial assets are carried at cost.

* Investments in associates

Froud Collins Planning Pty Ltd, a 40% associate, has not been equity accounted in the consolidated financial statements as there is no director significant influence and the investment was made to protect lending associated with this entity (Note 30). There is no director or management participation in the operation of this associate.

14 NON-CURRENT ASSETS – PROPERTY, PLANT AND EQUIPMENT

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	2008 $'000	2009 $'000	2008 $'000
Plant and equipment				
Furniture, office equipment and computers	1,215	1,204	908	899
Less: Accumulated depreciation	(1,014)	(927)	(742)	(672)
	201	277	166	227

14 NON-CURRENT ASSETS – PROPERTY, PLANT AND EQUIPMENT CONTINUED

Movements

Reconciliation of the carrying amounts of each class of property, plant and equipment are set out below.

	FURNITURE AND OFFICE EQUIPMENT	COMPUTERS	LEASEHOLD IMPROVEMENTS	TOTAL
	$'000	$'000	$'000	$'000
Consolidated				
At 30 June 2007				
Cost or fair value	367	256	388	1,011
Accumulated depreciation	(307)	(159)	(381)	(847)
Net book amount	60	97	7	164
Year ended 30 June 2008				
Opening net book amount	60	97	7	164
Additions	43	73	77	193
Disposals	-	-	-	-
Depreciation / amortisation charge	(23)	(45)	(12)	(80)
Closing net book amount	80	125	72	277
At 30 June 2008				
Cost or fair value	410	329	465	1,204
Accumulated depreciation	(330)	(204)	(393)	(927)
Net book amount	80	125	72	277
Year ended 30 June 2009				
Opening net book amount	80	125	72	277
Additions	2	9	-	11
Disposals	-	-	-	-
Depreciation / amortisation charge	(20)	(50)	(17)	(87)
Closing net book amount	62	84	55	201
At 30 June 2009				
Cost or fair value	412	338	465	1,215
Accumulated depreciation	(350)	(254)	(410)	(1,014)
Net book amount	62	84	55	201

14 NON-CURRENT ASSETS – PROPERTY, PLANT AND EQUIPMENT CONTINUED

	FURNITURE AND OFFICE EQUIPMENT	COMPUTERS	LEASEHOLD IMPROVEMENTS	TOTAL
	$'000	$'000	$'000	$'000
Parent entity				
At 30 June 2007				
Cost or fair value	140	209	388	737
Accumulated depreciation	(100)	(130)	(381)	(611)
Net book amount	40	79	7	126
Year ended 30 June 2008				
Opening net book amount	40	79	7	126
Additions	32	53	77	162
Disposals	-	-	-	-
Depreciation / amortisation charge	(13)	(36)	(12)	(61)
Closing net book amount	59	96	72	227
At 30 June 2008				
Cost or fair value	172	262	465	899
Accumulated depreciation	(113)	(166)	(393)	(672)
Net book amount	59	96	72	227
Year ended 30 June 2009				
Opening net book amount	59	96	72	227
Additions	1	8	-	9
Disposals	-	-	-	-
Depreciation / amortisation charge	(15)	(38)	(17)	(70)
Closing net book amount	45	66	55	166
At 30 June 2009				
Cost or fair value	173	270	465	908
Accumulated depreciation	(128)	(204)	(410)	(742)
Net book amount	45	66	55	166

15 NON-CURRENT ASSETS – DEFERRED TAX ASSETS

	NOTES	CONSOLIDATED		PARENT ENTITY	
		2009 $'000	2008 $'000	2009 $'000	2008 $'000
The balance comprises temporary differences attributable to:					
Doubtful Debts		27	16	7	3
Employee benefits		387	357	303	275
Accrued expenditure		29	43	28	42
Provision for audit and taxation services		50	95	44	90
Provision for depreciation		97	93	97	93
Unrealised gains (losses)		8	6	8	6
Amortisation of client portfolios		106	76	66	53
Net deferred tax assets		704	686	553	562
Movements:					
Opening balance at 1 July		686	720	562	597
Credited to the income statement	**7**	18	(34)	(9)	(35)
Closing balance at 30 June		704	686	553	562
Deferred tax assets likely to be recovered within 12 months		493	511	382	410
Deferred tax assets likely to be recovered after 12 months		211	175	171	152
		704	686	553	562

16 NON-CURRENT ASSETS – INTANGIBLE ASSETS

Deferred expenditure				
Capitalised expenditure – computer software	5,577	5,354	5,575	5,352
Less: Accumulated amortisation	(5,363)	(5,343)	(5,362)	(5,343)
	214	11	213	9
Client portfolios				
Cost of acquisition of client portfolios	1,225	648	418	418
Less: Accumulated amortisation	(354)	(254)	(219)	(178)
	871	394	199	240
Goodwill				
Goodwill on acquisition	3,663	3,663	-	-
Less: Accumulated amortisation and impairment	(464)	(464)	-	-
	3,199	3,199	-	-
	4,284	3,604	412	249

16 NON-CURRENT ASSETS – INTANGIBLE ASSETS CONTINUED

(a) Movements

Movements in each category are set out below:

	CONSOLIDATED			
	ACQUISITION OF CLIENT PORTFOLIOS	GOODWILL ON ACQUISITION	CAPITALISED COMPUTER SOFTWARE*	TOTAL
	$'000	$'000	$'000	$'000
At 1 July 2007				
Cost	648	3,663	5,342	9,653
Accumulated amortisation and impairment	(189)	(464)	(5,161)	(5,814)
Net book amount	459	3,199	181	3,839
Year ended 30 June 2008				
Opening net book amount	459	3,199	181	3,839
Additions	-	-	12	12
Impairment charge	-	-	-	-
Amortisation charge	(65)	-	(182)	(247)
Closing net book amount	394	3,199	11	3,604
At 30 June 2008				
Cost	648	3,663	5,354	9,665
Accumulated amortisation and impairment	(254)	(464)	(5,343)	(6,061)
Net book amount	394	3,199	11	3,604
Year ended 30 June 2009				
Opening net book amount	394	3,199	11	3,604
Additions	577	-	223	800
Impairment charge	-	-	-	-
Amortisation charge**	(100)	-	(20)	(120)
Closing net book amount	871	3,199	214	4,284
At 30 June 2009				
Cost	1,225	3,663	5,577	10,465
Accumulated amortisation and impairment	(354)	(464)	(5,363)	(6,181)
Net book amount	871	3,199	214	4,284

* *Capitalised computer software costs is an internally generated intangible asset. The assets in this category have been amortised on the basis of a 5 year useful life.*

** *Amortisation of $120,000 (2008: $247,000) is included in depreciation, amortisation and impairment expense in the income statement.*

16 NON-CURRENT ASSETS – INTANGIBLE ASSETS CONTINUED

(b) Impairment tests for goodwill

Goodwill is allocated to the Group's cash-generating units (CGUs) identified according to business segment. The recoverable amount of a CGU is determined based on market value calculations. These calculations use recurring income measures consistent with market valuations of similar financial services businesses.

(c) Impact of possible changes in key assumptions

There are no key assumptions made in the assessment of impairment of goodwill.

(d) Impairment charge

There has been no impairment charge recorded against goodwill during the financial year ended 30 June 2009 (2008: nil).

17 CURRENT LIABILITIES – TRADE AND OTHER PAYABLES

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	2008 $'000	2009 $'000	2008 $'000
Trade payables	761	760	722	736
Other payables	522	809	355	741
Amounts due to related entities	-	-	20	10
Client portfolio deferred settlement	182	-	-	-
Employee entitlements accrued	726	689	582	537
	2,191	2,258	1,679	2,024

Information about the Group's and the parent entity's exposure to credit and interest rate risk is shown in Note 35.

18 CURRENT LIABILITIES – CURRENT TAX LIABILITIES

Income tax	127	850	137	896

19 NON CURRENT LIABILITIES – TRADE AND OTHER PAYABLES

Client portfolio deferred settlement	139	-	-	-

20 NON-CURRENT LIABILITIES – DEFERRED TAX LIABILITIES

	NOTES	CONSOLIDATED		PARENT ENTITY	
		2009 $'000	2008 $'000	2009 $'000	2008 $'000
The balance comprises temporary differences attributable to:					
Amounts recognised in profit and loss					
Income receivable		12	4	12	4
Depreciation and amortisation		-	2	-	-
Net deferred tax liabilities		12	6	12	4
Movements:					
Opening balance 1 July		6	56	4	54
Credited to the income statement	**7**	6	(50)	8	(50)
Closing balance 30 June		12	6	12	4
Deferred tax liabilities likely to be settled within 12 months		12	6	12	4
Deferred tax liabilities likely to be settled after 12 months		-	-	-	-
		12	6	12	4

21 NON-CURRENT LIABILITIES – PROVISIONS

Employee benefits – long service leave	553	474	424	376

The provision for long service leave includes all pro-rata entitlements where employees have not yet completed the required period of service and also those where employees are entitled to pro-rata payments. The entire amount is presented as non-current as no amounts are expected to be settled within the next 12 months.

22 CONTRIBUTED EQUITY

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	2008 $'000	2009 $'000	2008 $'000
(a) Share capital				
Ordinary shares – fully paid	8,160	8,982	8,160	8,982

(b) Movements in ordinary share capital

DATE	DETAILS	NUMBER OF SHARES	AVERAGE PRICE	$'000
1 Jul 2007	Opening Balance	33,032,134		10,451
	Shares bought back on-market and cancelled	(635,359)	$2.72	(1,728)
	Buy-back transaction costs			(5)
	Current tax credit recognised directly in equity			1
	Options exercised	365,510	$0.62	228
	Transfer from share-based payments reserve			35
30 Jun 2008	Balance	32,762,285		8,982
	Shares bought back on-market and cancelled	(428,550)	$2.03	(867)
	Buy-back transaction costs			(3)
	Current tax credit recognised directly in equity			-
	Options exercised	60,302	$0.68	41
	Transfer from share-based payments reserve			7
30 Jun 2009	Balance	32,394,037		8,160

(c) Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the company in proportion to the number of and amounts paid on the shares held.

On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

(d) Share buy-back

Between July 2008 and June 2009 the company purchased and cancelled ordinary shares on-market in order to reduce the company's capital and surplus liquidity, as originally announced in 2005 and last extended on 31 March 2008. During the financial year the shares were acquired at an average price of $2.03 per share, with prices ranging from $0.96 to $2.40. The net cost of $867,000, and $3,000 of transaction costs, was deducted from equity.

At 30 June 2009, 42,450 shares remained available to be repurchased under the most recently announced buy back.

(e) Options

Information relating to Fiducian Portfolio Services Employee & Director and Adviser Option Plans and options issued, exercised and lapsed during the year is set out in Note 26.

(f) Capital risk management

The Group's and the parent entity's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to minimise the cost of capital. This is balanced against the need to maintain a minimum level of capital as required under the Group's AFS licences, and the Group has operated well in excess of these minimums.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, or issue new shares upon exercise of outstanding options. There has been no borrowing to maintain capital adequacy.

23 RESERVES

	NOTES	CONSOLIDATED		PARENT ENTITY	
		2009 $'000	2008 $'000	2009 $'000	2008 $'000
Movements					
Share based payments reserve					
Balance 1 July		259	148	259	148
Option expense		48	146	48	146
Transfer to share capital (options exercised)		(7)	(35)	(7)	(35)
Balance 30 June		300	259	300	259

The share based payments reserve is used to recognise the fair value of options issued but not exercised.

24 RETAINED PROFITS

Movements in retained profits were as follows:

	Notes	Consolidated 2009	Consolidated 2008	Parent 2009	Parent 2008
Balance 1 July		6,714	4,572	6,550	4,402
Net profit for the year		3,284	6,269	3,017	6,075
Dividend from subsidiary		-	-	200	200
Dividends paid	8	(3,330)	(4,127)	(3,330)	(4,127)
Balance 30 June		6,668	6,714	6,437	6,550

25 KEY MANAGEMENT PERSONNEL DISCLOSURES

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	2008 $'000	2009 $'000	2008 $'000
(a) Key mangement personnel compensation				
Short-term employee benefits	650,078	670,516	650,078	670,516
Post employment benefits	20,103	19,777	20,103	19,777
Share-based payments	1,635	75,447	1,635	75,447
	671,816	765,740	671,816	765,740

Detailed remuneration disclosures are provided in sections A-E of the Remuneration Report contained in the Directors Report.

(b) Equity instrument disclosures relating to key management personnel

(i) Options provided as remuneration and shares issued on exercise of such options

Details of options provided as remuneration and shares issued on the exercise of such options, together with terms and conditions of the options, can be found in section D of the Remuneration Report.

(ii) Option holdings

The numbers of options over ordinary shares in the company held during the financial year by each director of Fiducian Portfolio Services Limited, including their personally related and associated entities, are set out below. No shares were granted during the period as compensation.

25 KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

(b) Equity instrument disclosures relating to key management personnel (continued)

2009 NAME	BALANCE AT THE START OF THE YEAR	EXERCISED	GRANTED DURING THE YEAR AS REMUNERATION	LAPSED DURING THE YEAR	BALANCE AT THE END OF THE YEAR	VESTED AND EXERCISABLE
I Singh*	200,000	-	15,000	-	215,000	200,000
F Khouri**	-	-	-	-	-	-

** No options are proposed to be issued in accordance with Mr Singh's employment contract after the end of the year.*
*** 10,682 Adviser options are held by an entity in which F Khouri has an interest.*

2008 NAME	BALANCE AT THE START OF THE YEAR	EXERCISED	GRANTED DURING THE YEAR AS REMUNERATION	LAPSED DURING THE YEAR	BALANCE AT THE END OF THE YEAR	VESTED AND EXERCISABLE
I Singh	100,000	-	100,000	-	200,000	200,000
F Khouri*	-	-	-	-	-	-

** 7,182 Adviser options are held by an entity in which F Khouri has an interest.*

Note: The assessed fair value at grant date of options granted to the individuals is detailed in Note 26.

(iii) Shareholdings

The numbers of shares in the company held during the financial year by each director of Fiducian Portfolio Services Limited, including their personally related and associated entities, are set out below. There were no shares granted during the period as compensation.

2009 NAME	BALANCE AT THE START OF THE YEAR	RECEIVED DURING THE YEAR ON THE EXERCISE OF ADVISER OPTIONS	OTHER CHANGES DURING THE YEAR	BALANCE AT THE END OF THE YEAR
I Singh	9,599,307	-	77,073	9,676,380
R E Bucknell	1,050,000	-	19,000	1,069,000
A Koroknay	-	-	-	-
F Khouri	107,373	-	27,000	134,373

2008 NAME	BALANCE AT THE START OF THE YEAR	RECEIVED DURING THE YEAR ON THE EXERCISE OF ADVISER OPTIONS	OTHER CHANGES DURING THE YEAR	BALANCE AT THE END OF THE YEAR
I Singh	9,486,500	-	112,807	9,599,307
R E Bucknell	1,050,000	-	-	1,050,000
A Koroknay	-	-	-	-
F Khouri	-	-	107,373	107,373

Shares provided on exercise of options

No ordinary shares in the company were provided as a result of the exercise of remuneration options to any director of Fiducian Portfolio Services Limited and other key management personnel of the Group during the period (2008: nil). Entities with which a director has an interest exercised no adviser options during the year (2008: 107,373 options). No amounts are unpaid on any shares issued on the exercise of options.

25 KEY MANAGEMENT PERSONNEL DISCLOSURES CONTINUED

(c) Loans to directors

No loans were made to directors during the financial year (2008: Nil).

(d) Other transactions with key management personnel

A director, Mr R E Bucknell, is a director and shareholder of Hunter Place Services Pty Ltd, a company which provides his services as a director to the company.

A director, Mr A Koroknay, is a consultant with the legal firm HWL Ebsworth, which provides legal services to the Group during the year on normal commercial terms and conditions.

A director, Mr F Khouri, is an authorised representative under the Fiducian Financial Services Pty Ltd Australian Financial Services Licence and is a director and shareholder of Hawkesbury Financial Services Pty Ltd, which is a franchisee of Fiducian Financial Services Pty Ltd. Hawkesbury Financial Services Pty Ltd places business with and receives commissions from the company. All transactions are on normal commercial terms and conditions.

Aggregate amounts of each of the above types of other transactions with directors of Fiducian Portfolio Services Limited:

	CONSOLIDATED	
	2009	2008
	$	$
Amounts recognised as an expense		
Directors' fees and committee fees	218,503	240,293
Legal & consulting fees	-	9,858
Commission paid or payable	207,443	590,141
	425,946	840,292

Shares under option

Unissued ordinary shares of Fiducian Portfolio Services Limited under option at the date of this report are disclosed in Note 26 of the Financial Report.

No option holder has any right under the options to participate in any other share issue of the company or any other entity until after the exercise of the option.

Shares issued on the exercise of options

The details of ordinary shares of Fiducian Portfolio Services Limited issued during the year ended 30 June 2009 on the exercise of options granted under the Fiducian Portfolio Services Limited Employee & Director Share Option Plan and the Adviser Share Option Plan are disclosed under Note 26 to the Financial Report.

26 SHARE BASED PAYMENTS

(a) Employee and director share option plan (ESOP)

The establishment of the Fiducian Portfolio Services Limited ESOP was approved by shareholders at the 2000 annual general meeting. The ESOP is designed to provide long-term incentives for senior managers and directors to deliver long-term shareholder returns. Under the plan, participants are granted options which only vest if certain performance standards are met. Participation in the plan is at the Board's discretion and no individual has a contractual right to participate in the plan or receive any guaranteed benefits.

The parent entity has established the ESOP, which is designed to provide incentives to employees and directors. All grants of options under the ESOP are subject to compliance with the Corporations Act 2001 and ASX Listing Rules.

The directors may, from time to time, determine which employees and directors may participate in the ESOP, and the number of options that may be issued to them. The directors have an absolute discretion to determine who will participate and the number of options that may be issued. The ESOP provides for an upper limit on the number of options that may be outstanding, the exercise price, exercise period and expiry, and adjustments in the event of capital restructuring. The directors have resolved that the ESOP no longer applies to non-executive directors.

Options are granted under the plan for no consideration. Employee options are granted for a five year period, where 35% after one year, a further 45% vest after two years and the remaining 15% vest after three years. Director options vest after one year. Options granted under the plan carry no dividend or voting rights. When exercisable, each option is converted into one ordinary share on payment of the exercise price.

The exercise price of options is based on the volume weighted average price at which the company's share are traded on the Australian Securities Exchange during the month preceding the date the options are granted. The directors determined to issue 260,000 options (2008:150,000) options to staff during the year at an exercise price of $2.30 (2008: $2.65), and 500 options expired (2008: 41,050).

Subject to prior approval by shareholders, the company may issue each year a maximum of 100,000 options to the executive director for each year of service, subject to performance criteria. The Directors have resolved to issue no options (2008: 15,000 options at $2.30) to the executive director in respect of the year ended 30 June 2009.

(b) Adviser share option plan (ASOP)

The parent entity has established the ASOP, which is designed to provide incentives to adviser groups to reflect their ongoing commitment by way of contributions of income to the parent entity. All grants of options under the ASOP are subject to compliance with the Corporations Act 2001 and ASX Listing Rules. Options granted under the plan carry no dividend or voting rights. When exercisable, each option is converted into one ordinary share on payment of the exercise price.

The board may invite an adviser group to participate in the ASOP. Where the adviser group has accepted this invitation, the adviser group will be eligible to participate in the ASOP in a particular year. No consideration is payable in respect of acceptance of an invitation to participate nor for the grant of options. Each option allows the holder to acquire one ordinary share on exercise of the option provided income to the Group is maintained in the three years after issue, or the options lapse in whole or in part. The number of options to be issued in respect of an adviser group for a financial year is determined (by a formula) at the date of announcement of Fiducian's audited annual results to the ASX following the financial year.

The ASOP provides for an upper limit on the number of options that may be outstanding, the exercise price, exercise period and expiry, and adjustments in the event of capital restructuring. The ASOP was extended to 2011 or when 17,347,000 options and preference shares have been issued. Options are granted for no consideration. The total adviser options and preference shares issued since inception total only 6,847,517.

26 SHARE BASED PAYMENTS CONTINUED

Set out below are summaries of options granted under various option plans:

GRANT DATE	EXPIRY DATE	EXERCISE PRICE	BALANCE AT START OF THE YEAR NUMBER	GRANTED DURING THE YEAR NUMBER	EXERCISED DURING THE YEAR NUMBER	FORFEITED DURING THE YEAR NUMBER	BALANCE AT END OF THE YEAR NUMBER	VESTED AND EXERCISABLE AT END OF THE YEAR NUMBER
Consolidated and parent entity – 2009								
ESOP – Managing Director – Note 26(a)								
26 Oct 2006	26 Oct 2011	$1.29	100,000	-	-	-	100,000	100,000
30 Oct 2007	30 Oct 2012	$2.65	100,000	-	-	-	100,000	100,000
29 Oct 2009	29 Oct 2013	$2.30	-	15,000	-	-	15,000	-
			200,000	15,000	-	-	215,000	200,000
ESOP – Staff – Note 26(a)								
24 Aug 2004	24 Aug 2009	$0.55	29,000	-	(2,000)	-	27,000	27,000
22 Feb 2005	22 Feb 2010	$0.73	38,400	-	(5,000)	-	33,400	33,400
3 Jul 2006	3 Jul 2011	$1.29	138,875	-	(5,125)	(500)	133,250	106,600
31 Jul 2007	31 Jul 2012	$2.65	130,000	-	-	-	130,000	45,500
27 Aug 2008	27 Aug 2013	$2.30	-	260,000	-	-	260,000	-
			336,275	260,000	(12,125)	(500)	583,650	212,500
ASOP – Advisers – Note 26(b)								
3 Sep 2003	3 Sep 2008	$0.48	78,501	-	(14,941)	(63,560)	-	-
24 Aug 2004	24 Aug 2009	$0.55	19,637	-	(19,637)	-	-	-
23 Aug 2005	23 Aug 2010	$0.87	122,806	-	(13,599)	(14,604)	94,603	94,603
29 Aug 2006	29 Aug 2011	$1.68	70,382	-	-	(11,815)	58,567	-
30 Sept 2007	30 Sept 2012	$3.45	31,480	-	-	(6,150)	25,330	-
30 Sept 2008	30 Sept 2013	$2.70	-	31,900	-	-	31,900	-
			322,806	31,900	(48,177)	(96,129)	210,400	94,603
Total			859,081	306,900	(60,302)	(96,629)	1,009,050	507,103
Weighted average exercise price			$1.56	$2.34	$0.68	$0.88	$1.92	$1.51

The weighted average share price at the date of exercise of options exercised during the year ended 30 June 2009 was $2.03 (2008 – $2.74).

The volume weighted average remaining contractual life of share options outstanding at the end of the period was 2.85 years (2008 – 2.81 years).

26 SHARE BASED PAYMENTS CONTINUED

GRANT DATE	EXPIRY DATE	EXERCISE PRICE	BALANCE AT START OF THE YEAR NUMBER	GRANTED DURING THE YEAR NUMBER	EXERCISED DURING THE YEAR NUMBER	FORFEITED DURING THE YEAR NUMBER	BALANCE AT END OF THE YEAR NUMBER	VESTED AND EXERCISABLE AT END OF THE YEAR NUMBER
Consolidated and parent entity – 2008								
ESOP – Managing Director – Note 26(a)								
26 Oct 2006	26 Oct 2011	$1.29	100,000	-	-	-	100,000	100,000
30 Oct 2007	30 Oct 2012	$2.65	-	100,000	-	-	100,000	-
			100,00	100,000	-	-	200,000	100,000
ESOP – Staff – Note 26(a)								
24 Aug 2004	24 Aug 2009	$0.55	107,500	-	(76,500)	(2,000)	29,000	29,000
22 Feb 2005	22 Feb 2010	$0.73	65,750	-	(25,550)	(1,800)	38,400	38,400
3 Jul 2006	3 Jul 2011	$1.29	167,500	-	(11,375)	(17,250)	138,875	111,100
31 Jul 2007	3 Jul 2012	$2.65	-	150,000	-	(20,000)	130,000	-
			340,750	150,000	(113,425)	(41,050)	336,275	178,500
ASOP – Advisers – Note 26(b)								
5 Sep 2002	5 Sep 2007	$0.91	104,341	-	(57,586)	(46,755)	-	-
3 Sep 2003	3 Sep 2008	$0.48	176,931	-	(98,430)	-	78,501	78,501
24 Aug 2004	24 Aug 2009	$0.55	139,650	-	(96,069)	(23,944)	19,637	19,637
23 Aug 2005	23 Aug 2010	$0.87	157,120	-	-	(34,314)	122,806	-
29 Aug 2006	29 Aug 2011	$1.68	70,382	-	-	-	70,382	-
30 Sept 2007	30 Sept 2012	$3.45	-	32,970	-	(1,490)	31,480	-
			648,424	32,970	(252,085)	(106,503)	322,806	98,138
Total			1,089,174	282,970	(365,510)	(147,553)	859,081	376,638
Weighted average exercise price			$0.88	$2.74	$0.62	$1.14	$1.56	$0.97

26 SHARE BASED PAYMENTS CONTINUED

Fair value of options granted

The assessed fair value at grant date of options granted during the year ended 30 June 2009 was 11 cents per option for executive director, 39 cents per option for staff and 17 cents per share for advisers (2008 – 75 cents per share for executive director, 53 cents for staff and 36 cents per share for advisers). The fair value at grant date is independently determined using a Binomial option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and the expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

The model inputs for options granted during the year ended 30 June 2009 included:

	ESOP – DIRECTOR		ESOP – EMPLOYEES		ESOP – ADVISERS	
	2009	2008	2009	2008	2009	2008
(a) options are granted for no consideration, have a five year life, and each tranche vests and is exercisable progressively after 1 year.						
(b) exercise price	$2.30	$2.65	$2.30	$2.65	$2.70	$3.45
(c) grant date:	29 Oct 2008	30 Oct 2007	27 Aug 2008	31 July 2007	30 Sep 2008	31 July 2007
(d) expiry date:	29 Oct 2013	30 Oct 2012	27 Aug 2013	31 July 2012	30 Sep 2013	31 July 2012
(e) share price at grant date:	$1.80	$2.90	$2.30	$2.85	$2.10	$2.85
(f) expected price volatility of the company's shares:	56%	55%	56%	55%	56%	55%
(g) expected dividend yield:	4.4%	4.0%	4.4%	4.0%	4.4%	4.0%
(h) risk-free interest rate:	6.00%	6.55%	7.25%	6.30%	7.00%	6.30%
(I) lapse (exit) rate	0%	0%	25%	25%	46%	35%

The expected price volatility is based on the historic volatility at grant date (based on the remaining life of the options), adjusted for any expected changes to future volatility due to publicly available information.

(c) Expenses arising from share-based payment transactions

Total expenses arising from share-based payment transactions recognised during the period as part of employee benefit expense were as follows:

	CONSOLIDATED		PARENT ENTITY	
	2009 $	2008 $	2009 $	2008 $
Options issued under ESOP	56,377	155,553	56,377	155,553

27 REMUNERATION OF AUDITORS

During the year the following fees were paid or payable for services provided by the auditor of the parent entity, its related practices and non-related audit firms:

	CONSOLIDATED		PARENT ENTITY	
	2009 $	2008 $	2009 $	2008 $
(a) Audit services				
PricewaterhouseCoopers Australian firm:				
Audit and review of financial reports	108,300	108,500	102,800	90,500
Other audit related work, including audit of entities for which the parent entity is trustee, manager or responsible entity	252,000	240,050	246,500	240,550
(b) Non-audit services				
Audit-related services				
PricewaterhouseCoopers Australian firm:				
Audit of regulatory returns	-	-	-	-
Total remuneration	360,300	349,050	349,300	331,050

It is the Group's policy to employ PricewaterhouseCoopers on assignments additional to their statutory audit duties where PricewaterhouseCoopers' expertise and experience with the Group are important.

28 CONTINGENT LIABILITIES

The parent entity and Group had contingent liabilities at 30 June 2009 in respect of:

(a) bank guarantees for property leases of parent and group entities amounting to $579,000. (2008: $567,000).

(b) bank guarantee for AFS licence of a subsidiary amounting to $20,000. (2008: $20,000).

Client retention service fee

Under the terms of salary agreements made by Harold Bodinnar & Associates Pty Ltd with certain long serving salaried financial advisers, those advisers are entitled to a service fee subsequent to their retirement from the company, under conditions designed to protect the company's client base. Eligibility to this service fee is based on service period and certain income criteria that may increase or decrease prior to retirement date and in the subsequent two years. Payment of this fee is subject to further ongoing conditions, including client retention, the provision of support services to the entity to achieve this aim, and is payable in arrears out of income earned from the retained client base over a period of two years. The benefit is personal to the adviser, is not transferable, can be stopped by or repaid to Harold Bodinnar & Associates Pty Ltd should there be a breach of conditions, and will be reduced if the adviser purchases some or all of their client base at or after retirement.

No material losses are anticipated in respect of the above contingent liabilities, as the expected reduction in servicing cost post retirement is estimated to offset the benefit payment. Further details of the estimate is in Note 2 (iv).

29 COMMITMENTS FOR EXPENDITURE

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	2008 $'000	2009 $'000	2008 $'000
(a) Capital expenditure				
Commitments in relation to systems development payable within one year		137		137
(b) Operating leases				
The Group leases various offices under non-cancellable operating leases expiring within 12 months to five years. The leases have varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated.				
Within one year	284	267	284	255
Later than one year but not later than 5 years	952	435	946	429
	1,236	702	1,230	684

30 RELATED PARTY TRANSACTIONS

(a) Parent entity

The parent entity within the Group is Fiducian Portfolio Services Limited.

(b) Subsidiaries

Interests in subsidiaries are set out in Note 13.

The consolidated financial statements incorporate the assets, liabilities and results of Fiducian Financial Services Pty Ltd, Harold Bodinnar & Associates Pty Ltd, Money & Advice Pty Ltd and Fiducian Business Services Pty Ltd in accordance with the accounting policy described in Note 1(b).

(c) Key management personnel

Disclosures relating to key management personnel are set out in Note 25.

(d) Transactions with related parties

Transactions between Fiducian Portfolio Services Limited and other entities in the wholly-owned group during the years ended 30 June 2009 and 2008 consisted of:

a. Commission paid by Fiducian Portfolio Services Limited
b. Provision of software by Fiducian Portfolio Services Limited
c. Recovery of group costs, such as insurance, by Fiducian Portfolio Services Limited
d. Interest free working capital advanced by and repaid to Fiducian Portfolio Services Limited
e. Collection of fees and commission by AFS licensed companies on behalf of other members of the group.

The above transactions were on normal commercial terms and conditions and at market rates.

30 RELATED PARTY TRANSACTIONS CONTINUED

(d) Transactions with related parties (continued)

The following transactions occurred with related parties:

		CONSOLIDATED		PARENT ENTITY	
	OWNERSHIP INTEREST*	2009 $	2008 $	2009 $	2008 $
Wholly owned group					
Fiducian Financial Services Pty Ltd	100%				
Dividend paid to parent entity		-	-	200,000	200,000
Commission paid		-	-	2,612,676	3,394,091
Expenses paid and systems costs recovered		-	-	381,855	382,352
Harold Bodinnar & Associates Pty Ltd	100%				
Commissions paid		-	-	1,875,439	2,177,138
Management fees and marketing incentive		-	-	169,091	305,870
Money & Advice Pty Ltd	100%				
Commissions paid		-	-	76,413	110,994
Expenses paid and systems costs recovered		-	-	334,075	176,365
Fiducian Business Services Pty Ltd	100%	-	-	-	-
Other related parties					
Froud Collins Planning Pty Ltd	40%				
Commissions paid		475,106	379,567	-	-
Business development loans to associates		378,872	260,915	378,872	260,915
Related trusts					
Fiducian Investment Service	Nil				
Operator fees income		4,025,874	5,710,231	4,025,874	5,710,231
Fiducian Superannuation Service	Nil				
Trustee fees income		11,766,421	15,042,707	11,766,421	15,042,707
Fiducian Funds	Nil				
Responsible entity fees income		3,091,198	4,216,033	3,091,198	4,216,033
Director associated entities					
Hawkesbury Financial Services Pty Ltd					
Commissions paid		207,443	260,318	-	-
Provident Financial Planning Pty Ltd					
Commissions paid		-	329,823	-	-

** 'Ownership Interest' means the percentage of capital of the company held directly and/or indirectly through another entity by Fiducian Portfolio Services Limited.*

30 RELATED PARTY TRANSACTIONS CONTINUED

e) Outstanding balances arising from sales/purchases of services provided

The following balances are outstanding at the reporting date in relation to transactions with related parties:

	PARENT ENTITY	
	2009	**2008**
	$	**$**
Current receivables (sales of goods and services)	673,951	417,678
Current payables (purchases of goods and services)	20,467	9,599

No provisions for doubtful receivables have been raised in relation to any outstanding balances, and no expense has been recognised in respect of bad and doubtful receivables due from related parties.

31 ECONOMIC DEPENDENCY

The trading activity of the entity depends upon remaining as Operator of the Fiducian Investment Service, Trustee of Fiducian Superannuation Service and Responsible Entity of Fiducian Funds.

32 RECONCILIATION OF PROFIT OR LOSS AFTER INCOME TAX TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	CONSOLIDATED		PARENT ENTITY	
	2009	**2008**	**2009**	**2008**
	$'000	**$'000**	**$'000**	**$'000**
Profit for the year	3,284	6,269	3,217	6,275
Non-cash employee benefit expense	200	200	157	149
Dividend and investment income	(8)	(64)	(208)	(264)
Depreciation and amortisation	208	326	131	284
Net (gain) loss on sale of non-current assets	-	1	-	1
Changes in operating assets and liabilities:				
Decrease/(increase) in accounts receivable	544	216	527	166
Increase/(decrease) in income tax payable	(723)	(558)	(759)	(390)
Decrease/(increase) in other assets at fair value	(27)	12	(27)	12
Increase/(decrease) in trade creditors	1	(146)	(14)	(90)
Increase/(decrease) in other creditors	(287)	(237)	(386)	(121)
Increase/(decrease) in related entities balance	-	-	(245)	(383)
Decrease/(increase) in future income tax benefit	(18)	34	9	35
Increase/(decrease) in provision for deferred income tax	6	(50)	8	(50)
Net cash inflow from operating activities	3,180	6,003	2,410	5,624

33 EARNINGS PER SHARE

	CONSOLIDATED	
	2009	2008
Earnings per share using weighted average number of ordinary shares outstanding during the period:		
(a) Basic earnings per share		
Profit from continuing operations attributable to the ordinary equity of the company	10.09 cents	19.06 cents
(b) Diluted earnings per share		
Profit from continuing operations attributable to the ordinary equity and potential ordinary equity of the company	9.82 cents	18.56 cents

(c) Weighted average number of shares used as the denominator

	CONSOLIDATED	
	2009 NUMBER	2008 NUMBER
Weighted average number of shares used as the denominator:		
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	32,537,946	32,897,744
Adjustments for calculation of diluted earnings per share: Options:	914,124	873,825
Weighted average number of ordinary shares and potential ordinary shares used as the denominator in calculating diluted earnings per share	33,452,070	33,771,569

(d) Reconciliation of earnings used in calculating basic and diluted earnings per share

	CONSOLIDATED	
	2009 $'000	2008 $'000
Net profit and earnings used calculating basic and diluted earnings per share	3,284	6,269

(e) Information concerning the classification of securities

Options granted to employees under the Fiducian Portfolio Services Limited Employee Share Option Plan (ESOP) and Adviser Share Option Plan (ASOP) are considered to be potential ordinary shares and have been included in the determination of diluted earnings per share to the extent that they are dilutive. The options have not been included in the determination of basic earnings per share. Details relating to the options are set out in Note 26.

34 EVENTS OCCURRING AFTER BALANCE DATE

Under the Rules of the Adviser Share Option Plan, the Directors are required to grant options to advisers within three months of the announcement of the Group's results to the Australian Securities Exchange. No options are being issued this year (2008: 31,900 at an exercise price of $2.70).

Under the same Rules 49,988 adviser options (2008: 63,560) are expected to be cancelled subsequent to the end of the financial year. To the date of this report 13,200 Adviser options have been exercised. The above is subject to any regulatory approvals if required.

Under the Rules of the Employee and Director Share Option Plan, the Directors have not granted options to employees after year end (2008: 260,000 at $2.30). No options have been granted to the Managing Director (2008: 15,000 at $2.30).
To the date of this report, 28,000 options have been exercised by employees.

35 FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks: market risk (including interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group.

The Group uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate and other price risks, and aging analysis for credit risk.

The Board sets policies which are implemented by management, reviewed monthly for interest rate risk, credit risk and the investment of excess liquidity.

The Group and parent entity hold the following financial instruments:

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	2008 $'000	2009 $'000	2008 $'000
Financial Assets				
Cash and cash equivalents	7,821	10,912	6,428	9,831
Trade and other receivables	4,634	3,584	5,209	3,867
Financial assets at fair value through profit or loss	506	480	506	480
	12,961	14,976	12,143	14,178
Financial Liabilities				
Trade and other payables	2,330	2,258	1,679	2,024

35 FINANCIAL RISK MANAGEMENT CONTINUED

(a) Market risk

(i) Foreign exchange risk

The Group operates only in Australia and is not exposed to foreign exchange risk.

(ii) Price risk

The Group and parent entity are exposed to equity securities and other investment price risk. This arises from (a) unlisted investments held by the Group and classified on the balance sheet at fair value through profit or loss, and (b) from the derivation of fees for the management of investment and superannuation funds.

To minimise its price risk the Group and parent entity offer a range of investment funds in a variety of domestic and international equities, property and fixed interest securities, and across a number of investment managers. Exposure to these funds is driven by clients and their financial advisers, and is not managed by the Group. Not all of the funds are publicly traded or invest in publicly traded securities. Sensitivity analysis is therefore based on the assumption that all funds under advice, administration and management had increased or decreased by 10% (2008 - 10%) against actual market movements, with all other variables held constant other than commission that is paid out of such income.

	IMPACT ON POST-TAX PROFIT		IMPACT ON EQUITY	
	2009 $'000	**2008 $'000**	**2009 $'000**	**2008 $'000**
Overall market movement on management fees	1,581	2,023	1,581	2,023

The price risk for the unlisted securities directly held is immaterial in terms of the possible impact on profit or loss or total equity. It has therefore not been included in the sensitivity analysis.

(iii) Interest rate risk

The Group's main interest rate risk arises from deposits in Australian Dollars, and short term loans to staff and advisers. The group has no borrowings.

	30 JUNE 2009		30 JUNE 2008	
	Weighted average interest rate %	**Balance $'000**	**Weighted average interest rate %**	**Balance $'000**
Cash at bank and on deposit	2.0%	7,821	6.0%	2,924
Bank bills of exchange	-	-	7.9%	7,988
Staff & adviser loans	5.4%	2,467	9.6%	832
		10,288		11,744

Bank bills of exchange mature in less than 30 days and staff and adviser loans have terms extending between 2 and 9 years, and may be repayable sooner in certain circumstances.

The Group's main interest rate risk arises from cash and cash equivalents with variable interest rates. At 30 June 2009 if interest rates had change by +/- 100 basis points from the year end rates with all other variables held constant, post-tax profit would have been $72,000 higher or lower (2008: $66,000 at 80 basis points).

35 FINANCIAL RISK MANAGEMENT CONTINUED

(b) Credit risk

The Group and parent entity have negligible credit risk from receivables, as management fee and commission income is received within one month of it falling due, and commissions are only paid following the receipt of this income.

The credit quality of other financial assets can be assessed against external credit ratings as follows:

	CONSOLIDATED		PARENT ENTITY	
	2009 $'000	2008 $'000	2009 $'000	2008 $'000
Cash and cash equivalents				
AA	7,821	2,924	6,428	1,843
BBB+	-	7,988	-	7,988
	7,821	10,912	6,428	9,8310
Investment in related trust				
Unrated	506	480	506	480
Loans to staff and advisers				
Unrated	2,342	748	2,342	748

The maximum exposure to credit risk at the reporting date is the carrying amount of the financial assets as summarised on page 74.

(c) Liquidity risk

The Group and parent entity maintain sufficient liquid reserves to meet all foreseeable working capital, investment and regulatory licensing requirements. The group has no undrawn credit or other borrowing facilities in place.

Due in less than 1 year	2,191	2,258	1,679	2,024
Due between 1 and 2 years	139	-	-	-
	2,330	2,258	1,679	2,024

(d) Fair value estimation

The fair value of financial assets and liabilities must be estimated for recognition and measurement, or for disclosure purposes. The carrying value less impairment provision for receivables and payables are assumed to approximate their fair values due to their short term nature. The carrying value of financial assets at fair value through profit or loss is assumed to approximate its fair value since it is revalued daily against the fund's net asset value. The carrying value of bank bills of exchange are assumed to approximate their fair values as they are discounted at current earnings rates from the face value payable at maturity.

DIRECTORS' DECLARATION

In the directors' opinion:

(a) the financial statements and notes set out on pages 34 to 75 are in accordance with the *Corporations Act 2001*, including

  (i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and

  (ii) giving a true and fair view of the company's and consolidated entity's financial position as at 30 June 2009 and of their performance for the financial year ended on that date; and

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

The directors have been given the declarations by the Managing Director and Financial Controller required by section 295A of the *Corporations Act 2001*.

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

I Singh
Director

Sydney, 26 August 2009

INDEPENDENT AUDIT REPORT TO THE MEMBERS OF FIDUCIAN PORTFOLIO SERVICES LIMITED

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Independant auditor's report to the members of Fiducian Portfolio Services Limited

Report on the financial report

We have audited the accompanying financial report of Fiducian Portfolio Services Limited (the company), which comprises the balance sheet as at 30 June 2009, and the income statement, statement of changes in equity and cash flow statement for the year ended on that date, a summary of significant accounting policies, other explanatory notes and the directors' declaration for both Fiducian Portfolio Services Limited and Fiducian Portfolio Services Group (the consolidated entity). The consolidated entity comprises both Fiducian Portfolio Services Limited and the entities it controlled at the year's end or from time to time during the financial year.

Directors' responsibility for the financial report

The directors of the company are responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001*. This responsibility includes establishing and maintaining internal controls 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 Standard AASB 101 *Presentation of Financial Statements*, that compliance with the Australian equivalents to International Financial Reporting Standards ensures that the financial report, comprising the financial statements and notes, complies with International Financial Reporting Standards.

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 judgement, 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.

Our procedures include reading the other information in the Annual Report to determine whether it contains any material inconsistencies with the financial report.

Our audit did not involve an analysis of the prudence of business decisions made by directors or management.

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

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*.

Auditor's opinion

In our opinion:

(a) the financial report of Fiducian Portfolio Services Limited and Fiducian Portfolio Services Group is in accordance with the *Corporations Act 2001*, including:

  (i) giving a true and fair view of the company and consolidated entity's financial position as at 30 June 2009 and of their 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.

Report on the Remuneration Report

We have audited the Remuneration Report included in page 13 of the directors' report and Note 25 in the financial report for the year ended 30 June 2009. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's opinion

In our opinion, the Remuneration Report of Fiducian Portfolio Services Limited for the year ended 30 June 2009, complies with section 300A of the *Corporations Act 2001*.

Matters relating to the electronic presentation of the audited financial report

This auditor's report relates to the financial report and remuneration report of Fiducian Portfolio Services Limited (the company) for the year ended 30 June 2009 included on Fiducian Portfolio Services Limited's web site. The consolidated entity's directors are responsible for the integrity of the Fiducian Portfolio Services Limited's web site. We have not been engaged to report on the integrity of this web site. The auditor's report refers only to the financial report and remuneration report named above. It does not provide an opinion on any other information which may have been hyperlinked to/from these statements or the remuneration report. If users of this report are concerned with the inherent risks arising from electronic data communications they are advised to refer to the hard copy of the audited financial report and remuneration report to confirm the information included in the audited financial report and remuneration report presented on this web site.

PricewaterhouseCoopers

PricewaterhouseCoopers

Darren Ross
Partner

Sydney
27 August 2009

Liability Limited by a scheme approved under Professional Standards Legislation.

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