Lead Auditor's Independence Declaration

To the Directors of Australian Institute of Professional Counsellors Pty Ltd

I declare that, to the best of my knowledge and belief, in relation to the audit of the Australian Institute of Professional Counsellors Pty Ltd for the financial year ended 31 December 2025 there have been:

i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

ii. no contraventions of any applicable code of professional conduct in relation to the audit.

KPMG

KPMG

Luke Sullivan

Luke Sullivan

Partner

Melbourne

29 May 2026

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AUSTRALIAN INSTITUTE OF PROFESSIONAL COUNSELLORS PTY LTD
A.B.N. 25 077 738 035

DIRECTORS' DECLARATION

1. In the opinion of the directors of Australian Institute of Professional Counsellors Pty Ltd ('the Company'):

a) the Company is not publicly accountable;

b) the financial statements and notes set out in pages 6 to 21 are in accordance with:
i. presents fairly in all material respects the financial position of the Company as at 31 December 2025 and of its performance for the year ended on that date; and
ii. complying with Australian Accounting Standards – Simplified Disclosure Requirements; and

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

2. There are reasonable grounds to believe that the Company is able to meet any obligations or liabilities to which they are or may become subject to by virtue of the Deed of Cross Guarantee between the Company and those group entities pursuant to *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785.*

Signed in accordance with a resolution of the directors.

C.A. Jones
Director

C.J. Saunders
Director

KPMG

Independent Auditor's Report

To the Australian Government (represented by Tertiary Education Quality and Standards Agency and the Department of Education)

Opinion

We have audited the ***Financial Report*** of Australian Institute of Professional Counsellors Pty Ltd (the Company).

In our opinion, the accompanying Financial Report presents fairly, in all material respects, the financial position of *Australian Institute of Professional Counsellors Pty Ltd* as at 31 December 2025, and of its financial performance and its cash flows for the year then ended, in accordance with *Australian Accounting Standards -Simplified Disclosures.*

The ***Financial Report*** comprises

- Balance Sheet as at 31 December 2025
- Statement of comprehensive income, Statement of changes in equity, and Statement of cash flows for the year then ended
- Notes, including material accounting policies
- Directors' Declaration

Basis for opinion

We conducted our audit in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report.

We are independent of the Company in accordance with the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report Australia. We have fulfilled our other ethical responsibilities in accordance with these requirements.

Restriction on use and distribution

The Financial Report has been prepared to assist the Directors of Australian Institute of Professional Counsellors Pty Ltd

- in meeting the financial reporting requirements of the Tertiary Education Quality and Standards Agency Act 2011 and the Higher Education Support Act 2003

As a result, the Financial Report and this Auditor's Report may not be suitable for another purpose. Our opinion is not modified in respect of this matter.

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Our report is intended solely for the directors of Australian Institute of Professional Counsellors Pty, the Australian Government (represented by the Tertiary Education Quality and Standards Agency and the Department of Education) and should not be used by or distributed to parties other than the Directors of Australian Institute of Professional Counsellors Pty, the Australian Government (represented by the Tertiary Education Quality and Standards Agency and the Department of Education). We disclaim any assumption of responsibility for any reliance on this report, or on the Financial Report to which it relates, to any person other than the Directors of Australian Institute of Professional Counsellors Pty, the Australian Government (represented by the Tertiary Education Quality and Standards Agency and the Department of Education) or for any other purpose than that for which it was prepared.

Other Information

Other Information is financial and non-financial information in Australian Institute of Professional Counsellors Pty Ltd's annual report which is provided in addition to the Financial Report and the Auditor's Report. The Directors are responsible for the Other Information.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon and our related assurance opinion.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we consider whether the Other Information is materially inconsistent with the Financial Report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We are required to report if we conclude that there is a material misstatement of this Other Information, and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report.

Responsibilities of the Directors for the Financial Report

The Directors are responsible for:

- the preparation and fair presentation of the Financial Report in accordance with the financial reporting requirements of the Tertiary Education Quality and Standards Agency Act 2011, VET Student Loans Rules 2016, Higher Education Support Act 2003, Skills First Funding Guidelines, Victorian Registration and Qualifications Authority Guidelines and RTO Standards Guide
- implementing necessary internal control to enable the preparation of Financial Statements that are/a Financial Report that is free from material misstatement, whether due to fraud or error
- assessing the Company's ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objective is:

- to obtain reasonable assurance about whether the Financial Report as a whole is free from material misstatement, whether due to fraud or error; and
- to issue an Auditor's Report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with *Australian Auditing Standards* will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Financial Report.

A further description of our responsibilities for the audit of the Financial Report is located at the *Auditing and Assurance Standards Board* website at:
https://www.auasb.gov.au/auditors_responsibilities/ar4.pdf
This description forms part of our Auditor's Report.

KPMG

KPMG

Luke Siullivan

Partner

Melbourne
29 May 2026