

A woman in a Choices Flooring uniform is smiling and showing a tablet to a customer in a carpet store. The store is filled with various carpet samples and promotional signs. The entire image has a red overlay.

retail development



choicesflooring.com.au



contents

company charter	4
on the bus	6
group history	8
group outflows	10
target audiences	11
membership code	14
wholesaling	15
business planning	17
CPA checklist for going into business	19

meet the retail development team



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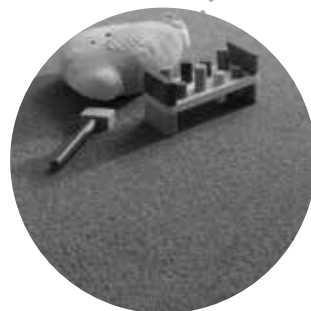
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company charter

Our People

We recognise, above all else, that our success only comes from our members success, which is achieved through co-operative teamwork, holding ourselves accountable, accepting responsibility, leading by example and recognising outstanding performance.



Our Performance

We will always focus on delivering exceptional service and support to members, by setting industry leading standards, which will strengthen the viability, growth and leadership of the group, whilst adapting to new challenges and opportunities.



Our Partners

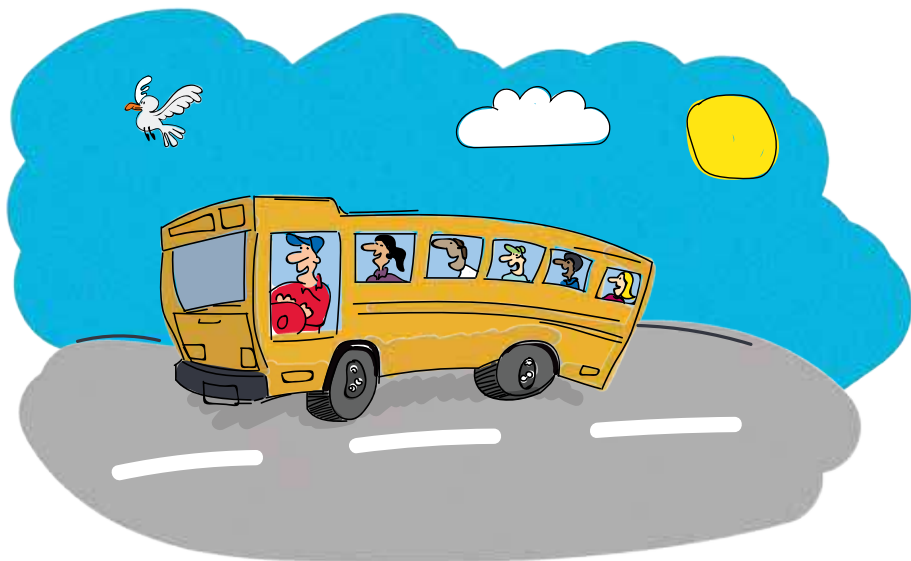
We will foster, sustain and grow our business partnerships for mutual benefit by seeking new, innovative and positive strategies that are best practice, accepting no less of ourselves.

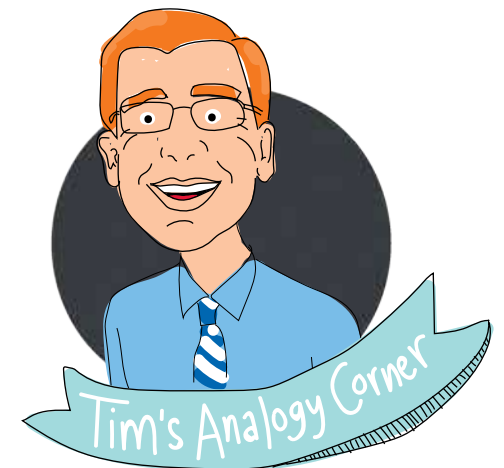
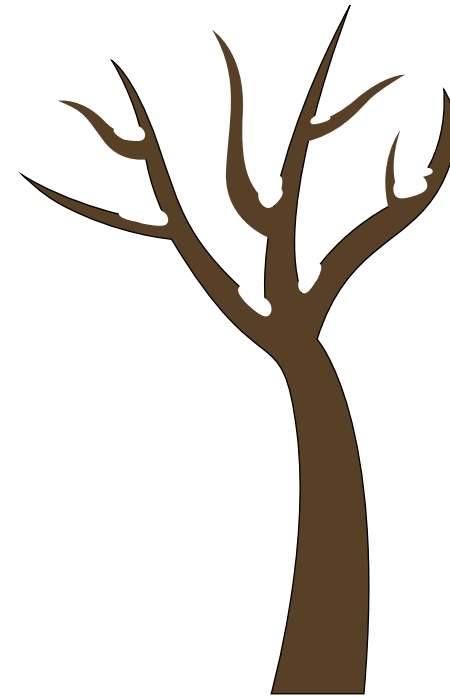
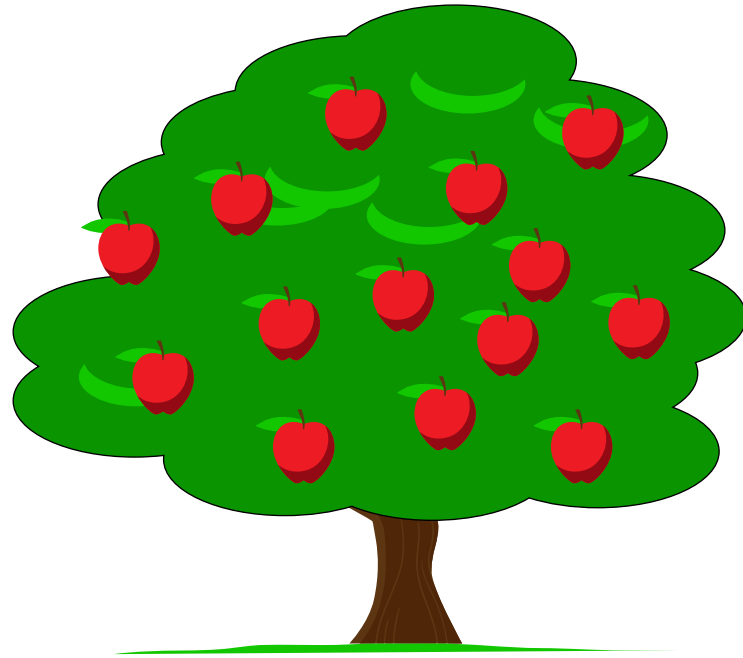


Our Members

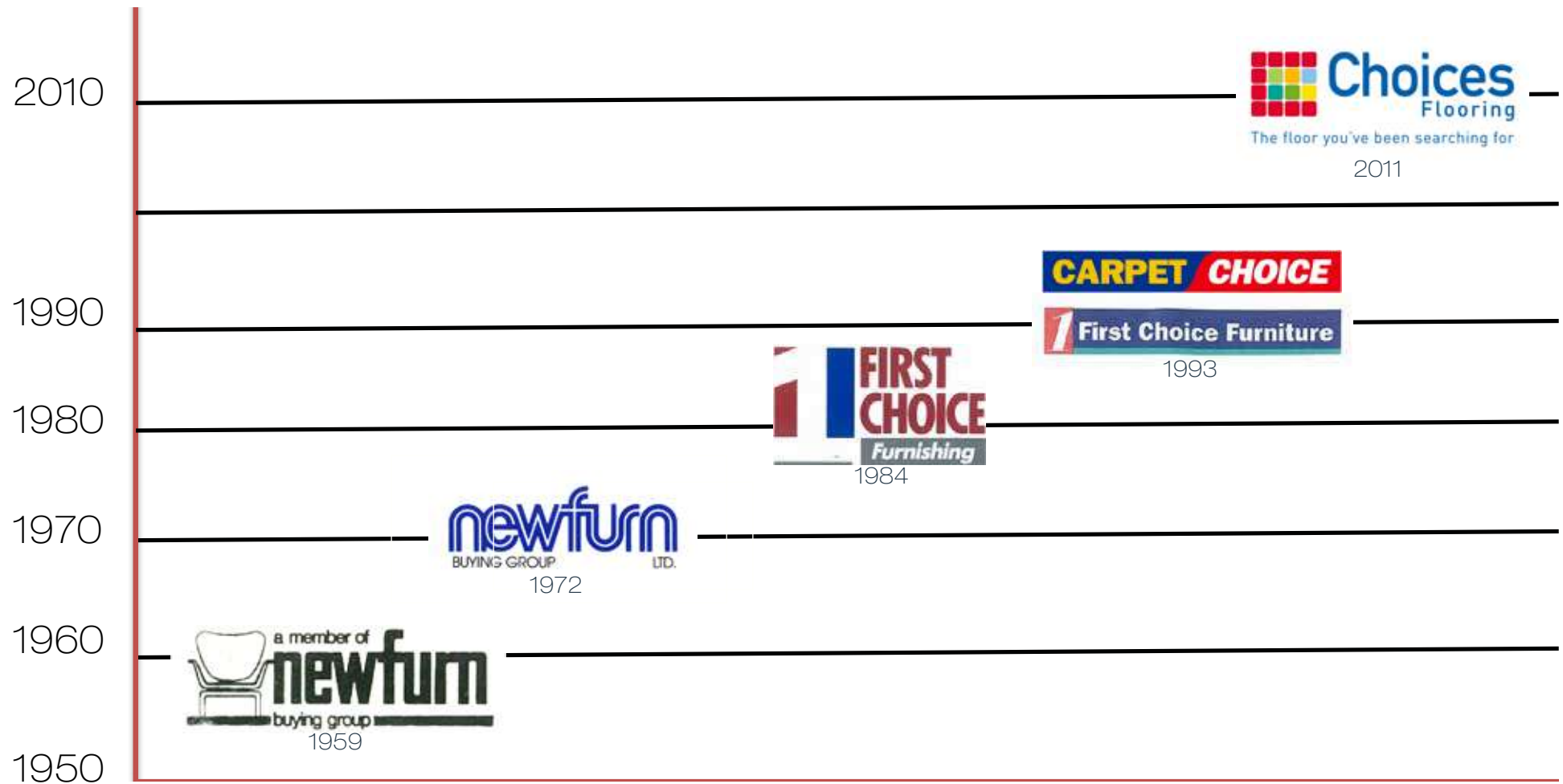
We passionately encourage and stimulate every member to grow their business by providing education, skills and tools; inspiring them to deliver an outstanding customer experience.



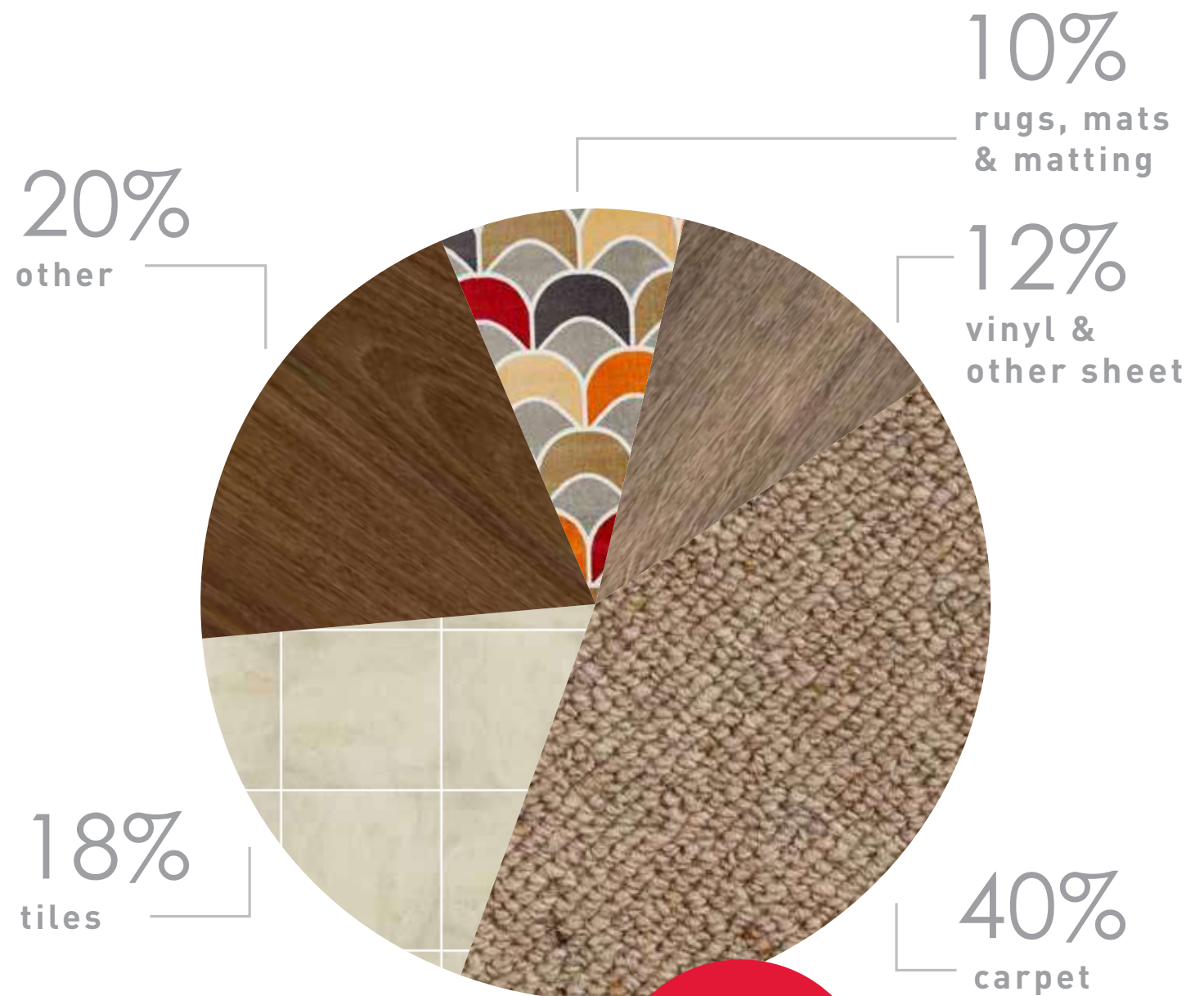




group history



floor covering
retail in
Australia

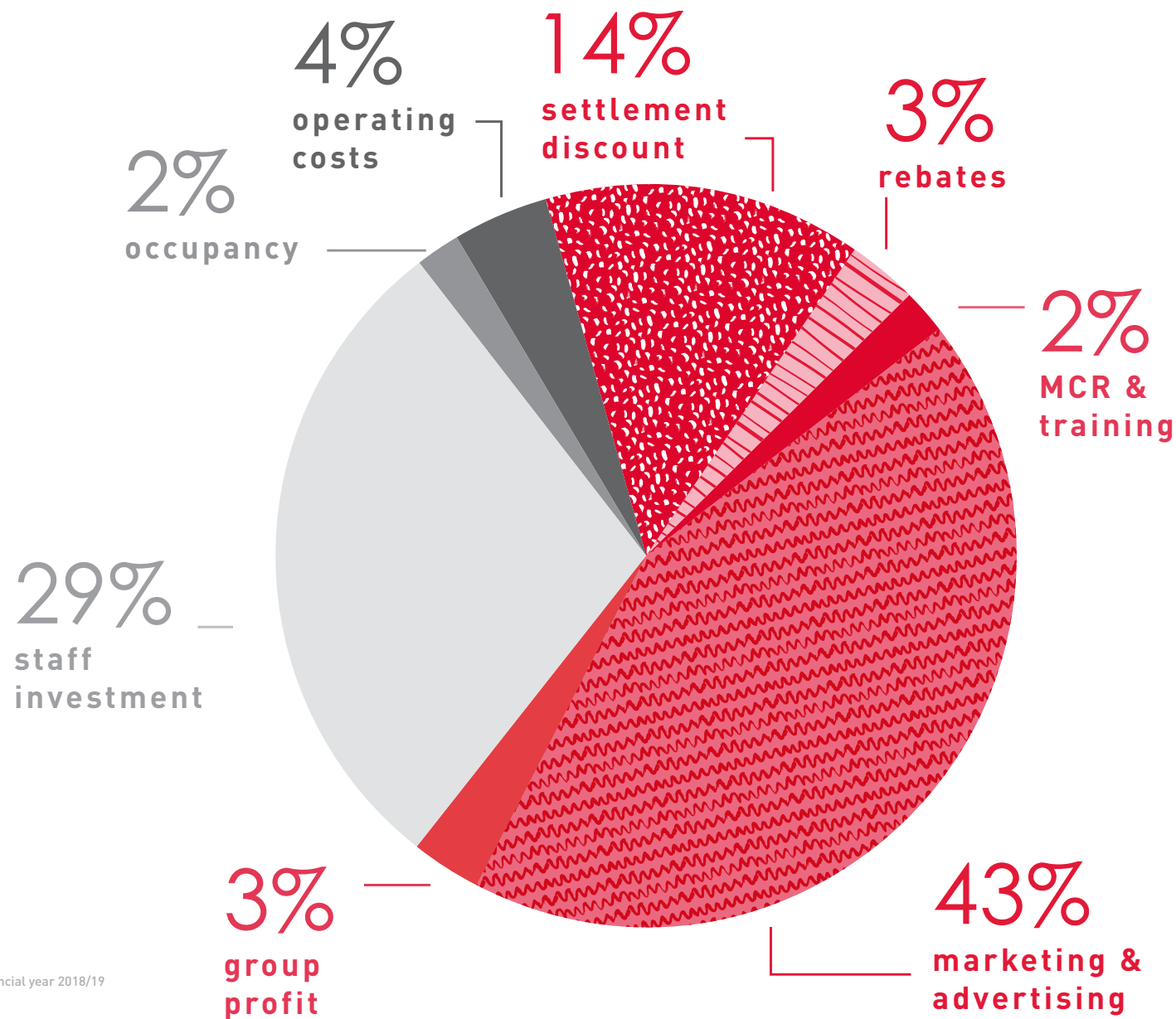


**PRODUCTS & SERVICES
SEGMENTATION**

**Total
\$3.4bn**

SOURCE: IBISWORLD.COM.AU

group
outflows



financial year 2018/19



Chloe



She's in her 30s

Her shifting life stage means she can't always catch up with those near and dear to her.

She is constantly looking for new ways to create balance and enrich her life.

Social media is how she stays informed, shares and connects with her friends.

She is looking for anyone and anything that makes her to-do list that little bit easier.

A closet life admin nerd, she dreams of the perfect excel budget with enough money left over to buy that foil print she saw on Instagram.

She seeks actionable home and holiday inspiration to add to her list.

She loves seeing how the women she admire live and secretly loves to catch up on all the gossip.



Claudia

She's in her 40s

Mum, career woman, netball coach, wife, taxi driver... She loves her full life and is always on the search for products and services that enable her to maximise her time efficiency.

She knows what's happening in the world of news and finance in order to stay on top of her families' finances.

She is constantly looking for and sharing family meal solutions that are both quick and healthy.

She has a Pinterest board for every occasion and every room.

Property obsessed, she has bookmarked every '7 tips when buying/renovating/selling a house' article on the internet.

Whether in a magazine or online, she uses those spare minutes in the day to sneak a peak at the latest interior trends and clothing styles.

Instagram and Facebook are where she stores all her special memories.





Christine



She's 50 'something'

Mixing old with new, she stays up-to-date on the latest news by watching TV and reading the daily news in both print and online formats.

She also likes to stay up-to-date on all things entertainment. She is just as likely to recommend a good movie as she is an insightful documentary.

Experience is everything. She's read countless books and her Facebook feed and Pinterest boards are full of behind the scenes travel pics. In her world, a decent pasta is (almost) as good as a holiday.

Her family and friends are her priority, but she always makes time for herself.

She scours magazines, blogs, and social media for inspiration, but ultimately her style is her own.

She values quality and is looking for inspiration that fits her current life stage, lifestyle and budget.

As a member of Choices Flooring, I agree I will engage only in those business practices which promote the professional standing and goodwill of the group and its individual members. I am particularly conscious of the need to ensure that:

- The quality of my workmanship will be of the highest standard
- In respect to product, I will ensure my customer's expectations are fully met
- I will deliver a level of customer service that enhances the reputation of the group
- In the use of the logo, I will treat it with respect and in accordance with the brand guidelines laid down for its usage

In my dealings with fellow Choices Flooring members, I will protect their interests by:

- Not on-selling group lines to non-Choices Flooring retailers
- Ensuring I will pay for purchases from fellow members within seven days of receipt, unless otherwise agreed
- Assisting fellow members with reasonable stock requests
- Subject to the requirements of the *Trade Practices Act*, my dealings with fellow members will always be conducted in a spirit of mutual co-operation

As a Choices Flooring member, and in the marketing of my business, I will always endeavour to:

- Present a retail store of a high standard
- Ensure all local advertising strongly features the correct Choices Flooring branding and that such advertising presents a credible, positive image and in no way damages the standing of Choices Flooring

I recognise that suppliers are my partners and, in my dealings with them, will always be honest and ethical and expect the same standards of them. I will also strongly support preferred suppliers, particularly those that support the group's co-operative advertising campaigns.

My relationship with Central Office will be maintained on a professional basis by promptly responding to requests for information and settling accounts within the group's trading terms.

I will always endeavour to attend group meetings and will fully support group activities.



membership
code

Under the current Membership Agreement, and the Choices Flooring *Code of Conduct*, wholesaling by members is, depending on the nature of the wholesaling, either prohibited or in certain circumstances, permitted if you satisfy certain requirements.

what is wholesaling?

Wholesaling can be defined as *selling product to another person or business that will not be the end user*. Therefore if you sell product to another retailer, installer or other party who will on-sell it to another person, you have undertaken a wholesaling transaction, even if you have added a margin.

**It makes no difference if you add a margin.
The test is whether or not the person you
are selling it to will on-sell it.**

If you sell another person product, how can you be sure that they will not on-sell it?



is it wrong to participate in wholesaling?

Not necessarily, but we strongly discourage it.

The Membership Agreement stipulates that it is not acceptable to wholesale unless it is to:

- Another Choices Flooring member, or
- A person or business (including another flooring retailer that is not a Choices Flooring member) that allows you to satisfy Clause 4.2(g).

the clauses in the agreement

There are two clauses in the Membership Agreement that you should be aware of. The first of these covers Exclusive Products:

Clause 4.2(f)

Not to offer for sale, consignment or otherwise deal with or sell any of the Exclusive Choices Flooring Products other than for retail sale to the public from the Member's Licensed Outlets. Without limiting the generality of the above, the member agrees not to sell or make available (whether on consignment or any other basis) any of the Exclusive Choices Flooring Products to any other floor covering retailer or to any person who it is reasonable to suspect may on sell the Exclusive Choices Flooring Products.

This clause clearly stipulates that wholesaling of exclusive group products is not allowable if there is any possibility that the product will be on-sold. Strictly speaking, the clause also prohibits the sale of exclusive products to another Choices Flooring member. However common sense tells us this should not be an issue. If you were to sell such products to your installers, you would need to satisfy yourself what they intend to do with the product. Maybe if they are installing it in their own home or that of their immediate family, you might be prepared to do it. However our advice is not to sell exclusive product to them.

What products fall into this category? It is all Exclusive Products, and privately labelled product, such as Windsor Wool, Temuka, Serenity, Plantino etc.

The second clause covers Preferred Product Lines...

Clause 4.2 (g)

Not to sell or make available any Preferred Product Line to:

- (i) any floor covering retailer; or

- (ii) any other person, who, it is reasonable to suspect, may on sell the Preferred Product Line such as to disadvantageously affect any other member.

The key point here is – if you wholesale the product, is it likely that the person buying it may prevent another member from securing a sale? Before wholesaling the product, you need to ask the right questions, however, will you get the right answers? Therefore, if there is the slightest doubt, our advice is not to wholesale the product.

What are Preferred Product Lines?

They are all products we sell from preferred suppliers except for Exclusive Products, that feature a Choices Flooring label.

Why did we include the Wholesaling Clauses in the Agreement?

There was a general and strong feeling amongst the membership that we should take the position we have in the agreement to impose a discipline that would create trust and support amongst members. A very significant investment has gone into securing Exclusive and Preferred Product Lines. They are designed to protect margins. Therefore we would be foolish to wholesale them if there is a risk that members will come under price pressure and/or risk losing that sale because the customer can obtain the product from a source that is not a Choices Flooring store. If wholesaling persists or spreads the consequence could be a breakdown in the relationship between members, and at worse, the decline or disintegration of the group.

Any agreement that prevents the practice of wholesaling is generally not legal. However in a submission to the ACCC we successfully argued that it was essential that we include the above clauses, and they granted us permission to include the clauses.

Choices Flooring is a more professional and effective group than any other in the marketplace. We have set the standards that others never thought were necessary until we became a powerful force in the industry just a few years ago. Let's focus on maintaining those standards, have respect for each other, and approach business in an ethical and honest way, rather than dropping down to the lowest levels of the industry.

wholesaling guidelines

It is vital that you adopt the following guidelines in your store to ensure you do not disadvantage fellow members, and thus protect the integrity and reputation of the group.

1. Never sell Exclusive Product Lines to anyone other than the general public (end user) or a fellow Choices Flooring member
2. Avoid selling anything to your Installers at less than your normal retail price. You can never be sure whom they are dealing with.
3. If you must wholesale a Preferred Product Line, ask yourself why the buyer wants it. Is there another Choices Flooring store within reasonable shopping distance, and is there a risk that you may affect that store? If so, refuse to sell the product.
4. Make sure your staff understand and abide by the group's wholesaling policies

Remember... it is up to you to protect the interests of your fellow members, not make life easier for our competition. The safest policy is – NEVER WHOLESALE

A thick red square border frames the text.

business planning

The background of the right side of the slide is a solid red color with a wood grain texture.

As part of the application process for Choices Flooring membership we would like you to prepare a business plan for your store. The reason for preparing a plan is to ensure that you have considered the important elements of starting a new, or acquiring an existing business.

A business plan should at least cover the following elements.

1. Overview of plan (a brief one page summary of the entire plan)
2. Background of the business (if you are acquiring an existing business)
3. Background of your own experience, particularly as it relates to running a flooring store
4. Your business objectives or goals
5. Proposed staff structure and training that will be required
6. Local competitor analysis
7. Sales growth plan (how you will grow the business' sales)
8. Financial projections*
 - a. Profit and loss projection for at least the first 12 months
 - b. Cash flow projection for the first 12 months
 - c. Balance sheet showing your assets & liabilities when you start
 - d. Startup funds required (purchase of business, capital expenditure, working capital)
 - e. Two profit and loss scenarios based on 10% and 20% fewer sales than initially projected.
 - f. One profit and loss scenario based on 5% less Gross Profit than initially projected.

* When preparing the financial projections for an established business the best guide as to what is realistic is the businesses previous results. If the business is new the following benchmarks can be used as a guide. These are based on the range of results from stores in our existing network.

Choices Flooring 2009 Benchmark study based on a percentage of sales

Sales	100%
Gross Profit Range	25% - 33% (based on Choices Flooring's RRP's)
Total Operating Costs** Range	20% - 25%

** Operating costs are the fixed cost of running the business. The two main fixed costs

are rent and wages. As a guide these are:

Rent Range	3% - 7%
Wages Range	11% - 14%

Sales can vary a great deal based on many variables such as the business has been established and market conditions. If you are an existing business you should use the store's past sales performance as a guide for the future. If you are planning a new store then sales will start lower and increase over time.

Please note these benchmarks are a guide only and you should seek independent financial advice when preparing your financial projections.

To assist in creating a business plan there are state based Small Business Offices that can be very helpful:

Victoria – Business Victoria

New South Wales – Small Business New South Wales

Queensland – Business Queensland

South Australia – Department Trade & Economic Development

Western Australia – Small Business Development Corp.

business.vic.gov.au
smallbiz.nsw.gov.au
business.qld.gov.au
southaustralia.biz
smallbusiness.wa.gov.au



checklist

for going into business



Before making the decision to go into business it is essential to do your homework properly.

The checklist for going into business is a great starting point. It covers a comprehensive range of issues to be considered and can be supplemented by professional advice.

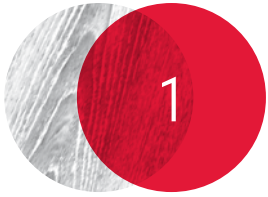
In addition to ongoing accounting and taxation matters, there are many legal, physical, financial, marketing, personnel, insurance and government requirements which must be addressed.

Starting a small business is not easy. There are many factors to take into account. Considering all of the issues raised in the checklist will assist you to achieve a smooth start. There is a positive correlation between planning and success.

In the interests of maximising your chances of success, seek advice before committing yourself.

The Society of CPAs is a valued source of advice on ways to improve the operating environment for small businesses.

preliminary	24
market research	25
legal structure decision	25
legal structure implementation	26
physical requirements	27
plan funding needs	28
source of funds	29
particular industry requirements	29
marketing	30
staffing	31
insurance	32
local government requirements	32
record keeping	33
registrations	34
buying an existing business	34
other sources of information	35
final review	36
small business & accounting	37
CPA contacts	39



why do you want to go into business?

Are you unhappy in your present position?

Have you been retrenched and want to buy a job?

Have you seen an opportunity of which you can take advantage?

You need to be convinced that by going into business you will be better off than staying in employment.

are you the right type to run a business?

Can you deal with the demands – long hours, staff problems, customer complaints?

Can you persevere when things get tough? Can you exercise self-discipline?

do you understand the business you are going into?

Do you have the necessary experience and/or qualifications?

what are your chances for success?

Other than enthusiasm, what do you have that will make the business successful?

can you afford the financial risk?

Do you have the financial resources to commence or acquire the business and to continue to operate it?

do you have the support of your family or others dependent upon you?

Are the people closest to you in agreement with your plans?

have you undertaken any business training?

Have you attended any small business intenders' courses or done any other preparation?

market research

2

feasibility study

You should thoroughly research the industry you are entering, your product or service, the potential market, competitors, sources of supply, staffing requirements, etc.

sensitivity analysis

The likely outcomes of changes in turnover, in prices and in costs should be explored.

business plan

It is strongly recommended that a business plan be prepared (see page 20) which will incorporate the above two items as well as a range of other information that will help you to plan ahead. If finance is required, potential lenders will demand to see a business plan.

legal structure decision

3

Under which of the following legal structures will the business be operated? You may need the advice of an accountant or solicitor to help you choose.

- Sole trader
- Partnership
- Company
- Trust



4

legal structure implementation

partnership agreement

This may be a simple written memorandum of understanding between the partners setting out their respective rights, obligation and duties or it may be a more formalised agreement prepared by a solicitor.

company formation or purchase

A solicitor can form a company for you or you may purchase one that has already been created. Shelf companies that have not previously traded may be acquired through an accountant, a solicitor or from a company that markets them.

business name registration

If using a business name it must be registered in each of the states and territories in which you propose to trade.

trademark or patent registration

To ensure that no-one else can take advantage of your trading name, product name or design it may be necessary to apply for a trademark or patent. It may be advisable to seek the assistance of a patent attorney.

franchise agreement

If operating under a franchise it is advisable to consult an accountant and/or solicitor before signing any agreement.

contracts

Legal advice should be sought before signing any contract, purchase agreement or other legal document.

physical requirements

5

location

Are the business premises situated in a location which suit the market you are targeting? Have you done a study of all the available plans for the future of the areas to ensure there are no potential problems (e.g. restricted access)?

space requirements

Do you have enough space for your immediate needs and for the foreseeable future? Is there an adequate loading bay if one is needed? Is parking available for customers and staff?

services

Are electricity, water and gas services available? Are they reliable? Does the building meet your requirements for computers, telephone connections and cabling? Is there enough light?

major equipment

Do you have, or can you acquire at the right price, the plant and equipment your business will need? How will the equipment be acquired – by purchase, lease, hire purchase? Has a lease/buy analysis been done? Is finance required and is it available? What security does

the lender require?

Has a feasibility study been done indicating that the use of the equipment will fully justify operating costs, including servicing and maintenance, insurance and safety requirements?

How dependent will the business be on the equipment? Is there a disaster plan including alternative facilities in the case of a major breakdown?

support equipment

What are your requirements of office furniture, telephone, fax, answering machine, computers, photocopier, etc?

Has lease/buy analysis been done?

Is the necessary expertise available to install and operate computer systems, etc?

Is outside assistance necessary to choose the most suitable hardware and software?

motor vehicles

What vehicles are available or need to be acquired? Select on the basis of suitability and affordability.

Has lease/buy analysis been done?





inventories

If stocks of goods are to be acquired from a vendor, has a valuation been arranged?

Does inventory include any slow-moving or obsolete stock? Are the right levels of stock maintained?

Will good stock control procedures be put into place to ensure optimum levels are maintained?

consumables

What aids to manufacturer or other consumables are required?



plan funding needs

capital and recurrent budgets

Have budgets been prepared estimating what funds will be needed to commence or purchase the business, to acquire necessary assets and to provide working capital to operate the business?

cash flow forecasts

Have cash flow forecasts been prepared on a monthly basis for at least the next 12 months?

profit projections

Have profit and loss budgets been prepared on a monthly basis for at least the next 12 months?

source of funds

7

personal contributions

How much cash is available from personal resources and how much can be raised by the sales of assets, etc?

family involvement

If funds or physical assistance are to be provided by family members, then duties, responsibilities and rights of each person involved should be agreed in writing.

external investor

Can an external party be induced to introduce equity by way of partnership, joint venture, share subscription, etc?

bank or other lender

If monies have to be borrowed, what security is available? Have likely interest charges been included in the cash forecast and profit budget?

Has an application for business finance been prepared for submission to prospective lenders? Has your accountant been consulted before any approach is made to lenders?

lease / purchase alternatives

Has a lease/buy analysis been done to see whether leasing, hire purchase or direct purchase is the best way to acquire assets?

particular industry requirements

8

trust accounts

Is your industry required by a law or by your professional association to maintain trust accounts and to have them audited? What requirements cover the earning of interest on trust accounts?

insurance compensation funds

Are you required by government or professional association regulation to carry professional indemnity or public liability insurance or to contribute to any industry compensation fund?

>>



labelling

What information is required by law to be shown on labels attached to your products?

contracts

Are there legal or ethical rules that require a standard form of contract to be used within the industry?

professional associations

Is it necessary or advisable to belong to an industry association?



9 marketing

analysis

Have you identified any advantages you may have over your competitors? Has your target market been specified – who are your potential customers, where are they?

Is it advisable to seek marketing advice?

advertising

To what extent is advertising necessary in your industry? Has an advertising budget been worked out? Has the target audience been identified?

pricing policy

Has a break-even analysis been done? Has a price been set and compared with that of competitors?

personnel

How many staff will be required and at what levels of experience? How will they be recruited? Are apprenticeships to be offered and if so, through what scheme? Can government incentives to employ staff be utilised? What training will be necessary?

working hours

What hours are staff required to work? Will overtime be paid? How many full-time, part-time and casual staff will be needed?

remuneration

Will employees be paid on time or piece-work basis?

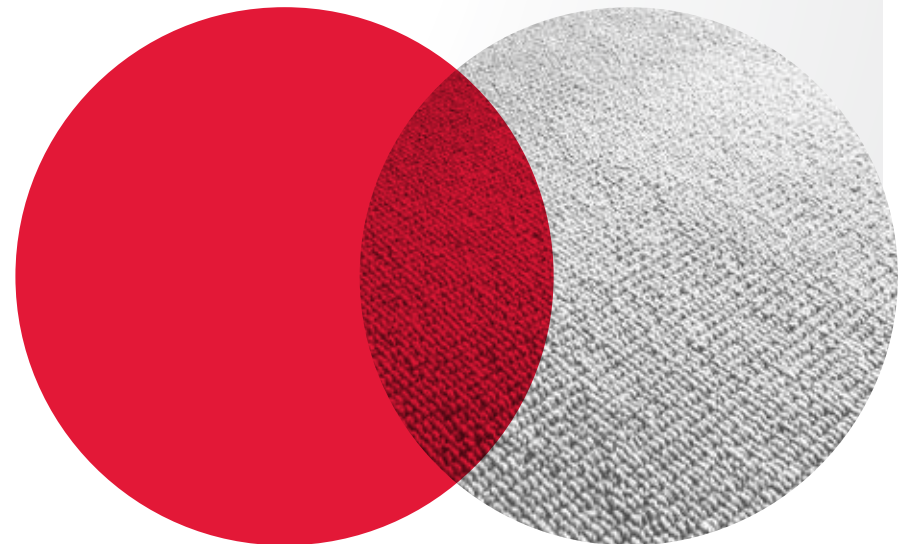
Will commission be paid? What incentives will be offered? Will salary packages be negotiated and, if so, has fringe benefits tax been included in calculations? Has the cost of the packages, including purchase and maintenance of motor vehicles, etc. been carefully estimated?

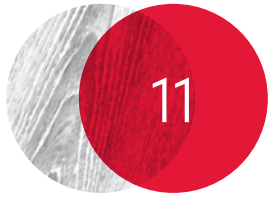
award requirements

Has reference been made to all appropriate industrial awards or relevant advice otherwise obtained so that all conditions of employment are fully understood?

other legislation

Are the requirements of the Superannuation Guarantee Levy Act, Training Guarantee Act, Occupational Health & Safety Act, Payroll Tax Act, Workman's Compensation Act and the group tax provisions of the Income Tax Assessment Act fully understood, or has appropriate advice been received from an accountant or solicitor?





11

insurance

The following insurances should be considered. It may be necessary to consult an insurance broker.

- Building
- Contents
- Commercial (theft, fire, cash, plate glass, etc)
- Loss of profits
- Fidelity
- Public liability
- Product liability
- Professional indemnity
- Motor vehicle
- Personal disability
- Workers compensation
- Keyman
- Superannuation
- Retirement planning
- Buy/sell agreements



12

local government requirements

lease purpose clause

Will the proposed activity at the proposed location be permitted under local government regulations?

zoning requirements

What requirements need to be satisfied in order to commence business at the proposed address? Has the local government authority been consulted concerning future re-zoning plans?

health/environment regulations

What regulations cover health and environmental aspects of the proposed activity?

business licences

Has the Business Licence Information Service been interrogated to determine what regulations cover the proposed activity and what permits/approvals are required?

government charges

Have all relevant charges been considered such as stamp duties on purchase of business and on transfer of assets, rates and taxes, landed taxes, etc?

Transfer of title of assets, including motor vehicles?

What procedures are necessary to transfer titles? It may be necessary to consult a solicitor.



13

record keeping

accounting system

What accounting system needs to be put into place? Will it be computerised or handwritten? What sort of information will it produce and is that information relevant and sufficient for your needs? What training is necessary to understand the system? Will qualified staff need to be employed? Has advice been sought from your accountant?

secretarial

If you are operating under a company, who will maintain the secretarial records and comply with the reporting requirements of the Corporations Law?

registrations

14

Are registrations required in respect to any of the following:

- Company formation or acquisition
- Business names
- Tax File Number
- Group employer
- Prescribed Payments System
- Fringe Benefits
- Payroll Tax
- Sales Tax

15

buying an existing business

purchase price

Financial statements for the previous three years and, if possible, income tax returns should be obtained from the vendor and checked by your accountant who will suggest a reasonable purchase price. This may include an element of goodwill. Stamp duties and other acquisition costs should be considered.

assets

Assets to be acquired should be specified in writing and their values checked by reference to their importance to the business. It may be advisable to have a professional stock-taker value inventories. If purchasing shares in a company rather than its assets, legal and accounting advice is essential.

contract of sale

A solicitor experience in commercial matters should be retained to advise on the terms of the contract.

small business development corporations

Each State government operated a service providing advice to small business and those intending to commence business. They also act as a referral centre to courses in small business management, publications and professional advisers, and can provide access to the Business Licence Information Service.

accountants

An accountant profession provides much more than just preparation of income tax returns. Your accountant is able to help you at every stage, from commencement of the business through to ongoing involvement in management. You should ensure your accountant is a member of one of the major accounting bodies.

solicitors

A solicitor experienced in commercial matters should be consulted before signing any contract or legal agreement.

courses

A number of educational institutions offer courses in various aspects of small business management. A listing should be available from your State government's small business centre (see page 21).

publications

Your local library's catalogue should include titles on small business. Some banks and other institutions publish handy guides for small business.

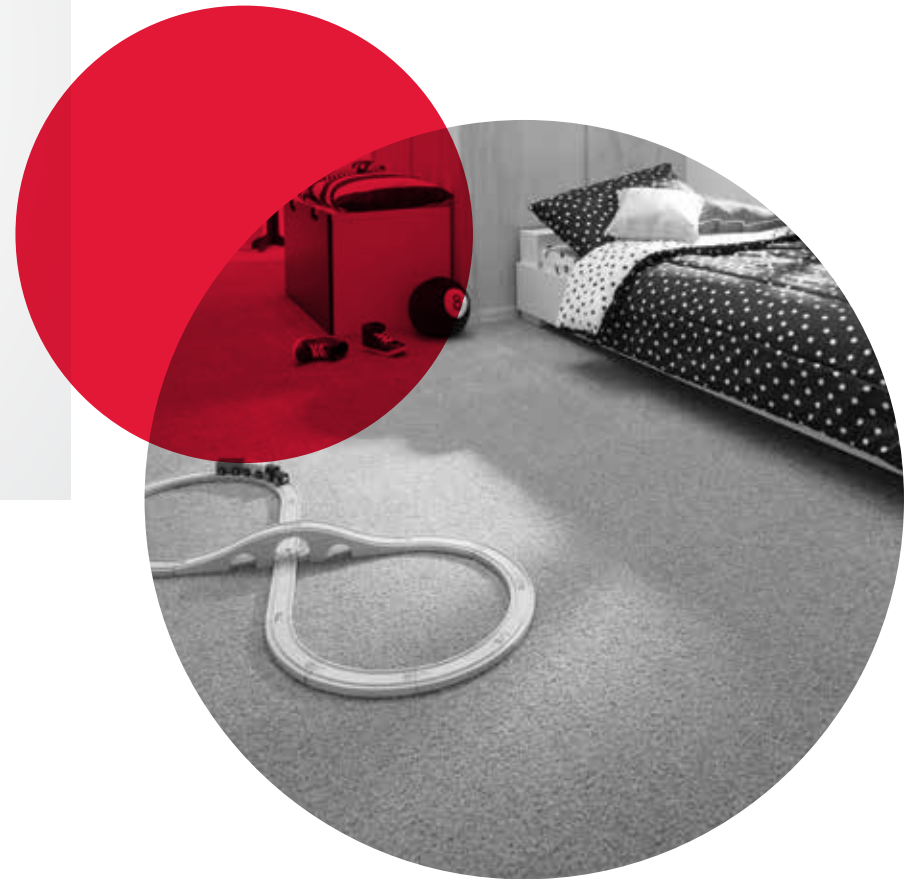
Do you understand that things could go wrong and the business could fail?

Are you aware of the factors that could contribute to business failure:

- Undercapitalisation – not having sufficient funds to continue operating
- Too much debt – inability to service debt capital
- Inadequate cash flow
- Insufficient range of products, customers or suppliers
- Poor record-keeping and inadequate management information
- Poor management skills, including inexperience
- Lack of planning and inability to adapt to changing circumstances
- Poor credit control and inadequate debt collection methods
- Stock levels too high or slow-moving
- Ill health of principals or key employees, loss of key managers

Have you considered all the possible consequences of business failure?

Do you understand that, in the worst case, you might lose most of your possessions, including the family home?



small business & accounting

stage one - planning

business plan preparation

The process of planning your success and documenting your proposals in the key areas of finance, marketing and of course producing and delivering your products or service to customers. Your bank will certainly be impressed if you can show that you know where you are headed.

budget

Quite simply, a road map for your business is an essential part of your strategic planning.

cash flow

Forecasting and management – the most critical area of all for your business. Ask your accountant to set up a system to enable regular reviews and to facilitate your decision making process.

stage two – operating your business

keeping the records

Bookkeeping, certainly! There are the basic records needed to prepare Profit and Loss Accounts and Balance Sheets for taxation and other authorities. Using professional qualifications and experience, your CPA will show you how basic bookkeeping procedures can be used to easily and economically develop management reports that will tell you the financial health of your business, and even how it is performing compared to others.

how the CPA can help you

taxation

As well as personal don't forget other taxes such as sales tax, payroll tax, fringe benefits tax, capital gains tax and stamp duties among others. Your CPA has the expertise you need for this area.

computers

A CPA can help by determining your needs and recommending the best software and hardware solutions.

auditing

An independent assurance on your figures can be given as a basis for decision making by business owners and lenders.

stage three – investing for the future

financial planning

Helping you make the most of your money.

superannuation

Advice on providing funds for your retirement and enjoying income tax advantages along the way. Your CPA will also help you to comply with Occupational Superannuation Standards for your staff.

insolvency and financial difficulties

Your accountant is a valuable source of assistance. Don't delay, make contact as early as possible.

To find the names of CPAs in your area, please contact the nearest office:

Australian Capital Territory

5/10 Rudd Street
Canberra ACT 2601
P: 1300 73 73 73
E: act@cpaaustralia.com.au

Queensland

Level 29, Eagle Street
Brisbane City QLD 4000
P: 1300 73 73 73
E: qld@cpaaustralia.com.au

Victoria

28 Freshwater Place
Southbank VIC 3006
P: 03 9606 9606
E: memberservice@cpaaustralia.com.au

New South Wales

3/111 Harrington Street,
Sydney NSW 2000
P: 1300 73 73 73
E: nsw@cpaaustralia.com.au

South Australia

10/420 King William Street
Adelaide SA 5000
P: 1300 73 73 73
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Western Australia

17/58 Mounts Bay Road
Perth WA 6000
P: 1300 73 73 73
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Northern Territory

3/62 Cavenagh Street
Darwin NT 0800

*Locations correct as of May 2017

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