

## Application for Exclusion from Grouping – Payroll Tax

**Note:**

- This information will assist the SRO in determining if an exclusion from grouping will be granted
- Sufficient evidence showing that the businesses are run independently of each other must be provided with your application
- If your businesses are related corporations under the *Corporations Act 2001*, you are precluded from applying for an exclusion from grouping
- Please attach all supporting information
- Read more about payroll tax at [www.sro.vic.gov.au](http://www.sro.vic.gov.au)

### CURRENT INVESTIGATION DETAILS

Is a current investigation being conducted?

  
YES

If yes, supply IC no.

  
NO

### EMPLOYER DETAILS

Customer ID\*

ABN

ACN

WEN

Name

Nature of the business

\* If you are already registered with SRO for this or any other tax or duty, please enter the customer number previously supplied in the box above.

### EMPLOYER CONTACT DETAILS

Contact name

Daytime phone number

Email address

Building name

Floor number

Unit number

Suite

Street number

Street name

Suburb/Town

State

Postcode

PO Box no.

Suburb

State

Postcode

(All correspondence will be sent to your postal address)

Does the employer pay wages interstate?  
(Outside of Victoria)

  
YES

If yes, in which jurisdictions?

  
NO

Has an application for exclusion from grouping for this matter been lodged in any other State or Territory?

  
YES  
NO

If yes, what is the effective date or period(s) of exclusion?

Interstate reference number

(the date from [or period for] which you are seeking the exclusion)

Provide the following details for all group members in Victoria and interstate.

All questions must be answered (if insufficient space, please set out your answers on a separate sheet of paper). If the question does not apply to your particular circumstance please indicate 'not applicable'.

### Commonly controlled businesses

1. Customer ID(s) (if known)
2. Legal (and trading) name(s) of the business(es) and ABN(s)/ACN(s)
3. Ownership structure of the business(s) (sole trader, partnership, trustee company, trust, company)
4. If any of the business(es) is conducted by a partnership:
  - (a) the names of all the partners
  - (b) the entitlement to profits
  - (c) the capital invested, and
  - (d) copy of the partnership agreement and all amendments to that agreement
5. If any of the business(es) is conducted by a trustee corporation, other corporation or incorporated body:
  - (a) the names of all the shareholders
  - (b) the percentage of shares (including class/type) held by each shareholder
  - (c) the percentage of voting rights held by each shareholder
  - (d) the names of all the directors, nominee directors and shadow directors
  - (e) copy of the constitution or other constituent documents
  - (f) copies of any proxy agreements relating to shares held by any of the shareholders
  - (g) copies of any shareholder agreements, and
  - (h) copies of any powers of attorney or deed polls (including those containing negative covenants) relating to the exercise or non-exercise of powers, voting rights or discretions by shareholders and/or directors
6. If any of the business(es) is conducted by a trust:
  - (a) advice as to whether the trust is a discretionary trust, unit trust or another form of trust
  - (b) unit trust – a list of all unit holders, the number of units held, their relationship (if any) and details of all changes to these holdings between the date from which exclusion is sought and the date of application
  - (c) discretionary trust – a list of all the beneficiaries
  - (d) details of the trustee or trustees of the trust, including changes to who has had this role
  - (e) copies of the trust deed/agreement and all amendments to it, and
  - (f) details of all distributions (whether of income or capital) from the trust for the period from the date from which exclusion is sought to the date of the application
7. A group diagram/chart showing the relationships between the businesses

### Use of employees

8. Is there any use of common employees? If yes, please provide the following (in respect of each common employee):
  - (a) name of the employee and their title and role

- (b) which member of the group is their employer?
  - (c) what services do they perform?
  - (d) for which members in the group do they perform those services?
  - (e) what proportion of their time is spent providing services to the other members of the group?
9. Is there any agreement(s) or arrangement(s) in writing for the provision of the services?
- (a) If yes, a copy of this agreement(s) is required
  - (b) If there is no written agreement(s) or arrangement, on what basis does the common employee relationship arise?
10. Does the business receiving the services pay the employer of the common employee for those services?
- (a) If yes, how is the payment calculated and is it calculated at a commercial basis?
  - (b) If no, is there any other arrangement in place?
11. Where are these services performed?
12. Are invoices required to be submitted for work performed for other businesses?
- (a) If yes, how is payment made?
13. Are the services provided by the common employees, services that are ordinarily required by the other business?
14. Would the other employer's business suffer if those services were not performed?

#### **Nature & degree of ownership**

15. What is the extent of common ownership in each of the businesses?
16. What is the relationship of the owners of each business?
- (a) Are they associated persons under section 73(4) of the *Payroll Tax Act 2007*?

#### **Nature & degree of control**

17. Who makes the day to day management decisions for each business?
18. What sorts of matters are required to be submitted by management to other persons for decisions, and who are those persons?
19. Who do these persons report to?
20. Are there any agreements about who is responsible for day to day management of each business? If so, provide copies.
21. Who makes the strategic and financial decisions for each business?
22. To what extent do the directors/owners/beneficiaries/appointors get involved in the day to day operations of the businesses?
23. Are there any persons who alone or together have management control in more than one member of the group?

#### **Nature of business**

24. What is the history and reason for the set up/acquisition of each business?
25. What are the principal activities of each business?
- (a) Are these activities the same or complementary and/or supplementary to each other?
26. Are there common customers of the businesses?

27. Do the businesses compete with one another?
28. Does any business in the group exist solely or predominantly to provide services or goods to the other group members (including the business or businesses seeking exclusion)?

#### **Conducting business together**

29. What is the extent, if any, of any trade between members (per cent of sales/purchases)?
30. Are there any agency or management agreements, restrictive trade agreements, franchise arrangements, leases or licenses between any members of the group?
31. What is the nature and extent of any group purchasing or supply arrangements?
32. Do the businesses have common suppliers?
33. Do the businesses have a group insurance/WorkCover policy?

#### **Sharing of resources**

34. Are there any shared resources, equipment, facilities or services (including one member using resources owned/leased by another)? For example: premises, plant and equipment, vehicles, computer systems, telephones, faxes, website, mailing address etc. If yes, please provide the following:
- (a) What are they and how are they shared?
  - (b) What is the percentage of shared resources, equipment etc supplied compared to the total requirement of the recipient?
35. Are there any formal arrangements or agreements in place to outline any shared or common resources?
- (a) Is there a market payment for the use of the shared or common resources?
36. Who owns the intellectual property used by each business? Intellectual property includes logos, letterheads, trademarks, patents, copyright, licences etc. Is any fee paid for this usage and is it commercial?
37. Do the businesses utilise/share a statutory licence?
- (a) If yes, what legislation is the licence under and who is the licensee/nominee, where applicable?

#### **Financial relationships/dependencies**

38. What are the banking arrangements of each business?
- (a) Do they have common or separate facilities?
  - (b) Which bank and branch?
  - (c) Who are the cheque signatories of the accounts and/or authorises EFT payments?
39. Are there any or has there been any intra group loans or financing arrangements between members of the group. If yes, provide the following:
- (a) Documentation relating to these loans?
  - (b) The purpose of the loan(s)
  - (c) What securities are against them?
  - (d) What interest is charged? For example: none/commercial rates/other.
  - (e) Details of repayment terms? For example: repayable on demand/defined schedules.
  - (f) The amount of the loan compared to total assets and liabilities.
40. Is there a reason why it was decided not to obtain finance via conventional commercial lending sources?
41. What is the extent of cross guarantees, mortgages, letters of comfort etc between the entities, including at a shareholder and director level?

42. Who is the ultimate guarantor for loans to each business?
43. Have any personal guarantees in respect of trade accounts been given? If yes, who has given them?
44. If any property, plant or equipment is leased, who is it the lessor?
45. If leased from a member of the group, are lease payments being made at commercial rates?
46. Has anyone given any security or guarantee in relation to lease payments? If yes, what is their relationship with the applicant?
47. Do the members of the group prepare consolidated accounts?
48. Do the members of the group use the same financial adviser/accountant/lawyer?
49. Do the members of the group advertise/market themselves as members of one group?
50. Provide a copy of the financial statements for each member of the group covering the period(s) from the date from which exclusion is sought to and including the date on which the application for exclusion has been made.

**Taxation Administration Act 1997 declaration**

I declare that:

- All the information I have given in this application, including any attachments, is true and correct;
- I have disclosed all matters that are relevant to the Commissioner's consideration of the applicant's eligibility for this exclusion from the payroll tax grouping provisions, and
- I understand that the Victorian taxation law imposes criminal penalties for giving false or misleading information.

Full name (please print your name including all middle names)

Position of declarant (relationship to the applicant)

(For example: director, public officer or authorised person)

Signature

Date

**Office use only**

Reason codes

Approved

Rejected

**Privacy statement**

The information you are providing the SRO is used to establish your eligibility for exclusion from the grouping provisions in section 79 of the *Payroll Tax Act 2007*.

If you do not provide the information requested, the SRO may not be able to process your application for exclusion from the payroll tax grouping provisions. Your information may also be used for the purposes of other legislation administered by us. Your information may be disclosed, as authorised by law, to regulatory agencies such as Federal and State revenue authorities and the police. All information collected by this form is protected by the secrecy provisions in Acts administered by the SRO as well as the *Information Privacy Act 2000*.

You have the right to access your information. Requests for access can be made to the SRO Privacy Officer. For more information on how we use and protect your information or to find out how to contact the SRO Privacy Officer please call 13 21 61. You may also wish to refer to the SRO Privacy Policy available on our website at [www.sro.vic.gov.au](http://www.sro.vic.gov.au)

**Correspondence**

State Revenue Office, GPO Box 1641, MELBOURNE VIC 3001 or DX 260090 MELBOURNE

**In person**

State Revenue Office, Level 2, 121 Exhibition Street, Melbourne

Hours of operation: Mon, Tues, Thurs, Fri – 8.30am to 4.30pm **Wed – 8.30am to 1.00pm**

**Internet** [www.sro.vic.gov.au](http://www.sro.vic.gov.au)

**Email** [sro@sro.vic.gov.au](mailto:sro@sro.vic.gov.au)

**Phone** 13 21 61 (local call cost)

**Fax** 03 9628 6700