

17TH ANNUAL BUSINESS AND PROPERTY TAX CONFERENCE

Division 7A - Now that I've Paid You Back, Can I Borrow it Back Again?

The UPE Chess Game - Whose Move is it?

Dividend Stripping and Wash Sales: Don't Get Hung Out to Dry

Would Your Trust Distribution Resolutions Stand Up to Closer Scrutiny?

Section 100A and Reimbursement Agreements –

What's Attracting the ATO's Attention?

Why Does it Seem that Family Trust Distribution Tax is Suddenly Appearing Out of Nowhere?

Inheriting Client Problems – To Report or Not to Report?

The Small Business CGT Concessions - The Eligibility Pitfalls and Technical Trip-ups

Small Scale Property Developments with Large Scale Tax Issues

Structuring the Ownership of Commercial Property: Tax Pros, Cons and Pitfalls

The Small Business Restructure Rollover - Restructuring Without the Tax Headache

Intergenerational Transfers – Structuring the Family Business for a Smooth Handover

A Two-day Conference

Thursday 12 & Friday 13 March 2026

Sofitel Gold Coast, Broadbeach, Qld

Feedback from last year's conference:

Last year's conference scored an overall satisfaction rate of 4.8 out of 5!

- 👉 Topics were very relevant to me and all the speakers were very knowledgeable.
- 👉 Excellent content and great speakers.
- 👉 Presenters provided relevant and detailed content in an engaging way.
- 👉 This was a great conference with great content. Speakers knew their information and interacted with the delegates well.



Your Trusted CPD Partner for more than 50 Years

DAY 1: THURSDAY 12 MARCH 2026

**CHAIR DAY 1: David Marks KC,
Barrister, Queensland Bar, Brisbane, Qld**

9.00 - 9.15am

Introduction and welcome

MORNING THEME: PAYMENTS, LOANS AND DISTRIBUTIONS

9.15 - 10.00am

Session 1: Division 7A - Now that I've Paid You Back, Can I Borrow it Back Again?

For companies that have a loan arrangement in place to satisfy the requirements for the loan not to be taken to be a Division 7A deemed dividend, the next step is to ensure that the terms of the loan are being complied with. This session explores when this requirement may be breached, even though on face value it has been met, including:

- The requirements for a complying loan and the ongoing repayment obligations to be met to avoid a Division 7A deemed dividend applying
- The situations when loan repayments aren't taken into account (sec. 109R ITAA 1997)
- Implications for payments that would have constituted a potential Division 7A loan issue, however, are repaid:
 - pre 30th June and drawn down again post 30th June
 - pre the company's lodgement date and drawn down again post that date
- Repaying a complying loan by a dividend offset - what to do and what not to do
- What if a loan to repay a company loan is sourced from an interposed entity? (TD 2025/D2)
- Tips and traps with refinancing a complying Division 7A loan, including:
 - how the maximum term rules are impacted
 - when the company guarantees the loan if the refinancing involves another lender
- The tax consequences when loan repayments aren't taken into account as repaying a compliant loan
- Practical examples

Speaker: David Marschke, Principal, DBM Horizons, Brisbane, Qld

10.00 - 10.10am Panel Comments and Questions

10.10 - 10.55am

Session 2: The UPE Chess Game - Whose Move is it?

With the ATO's special leave to the High Court being granted for the decision from the Bendel case (Commissioner of Taxation v Bendel [2025] FCAFC 15), it's not yet time to call "checkmate" on the Full Federal Court's decision. That decision determined that an unpaid present entitlement (UPE) to a company, isn't the provision of "financial accommodation", and therefore isn't a loan for Division 7A purposes. So, where are we at with dealing with the issue in practice? This session takes a look, including:

- An update on where we are currently at when dealing with UPEs to companies in light of the Bendel decision
- How the ATO are dealing with the uncertainty as detailed in its Interim Decision Impact Statement
- What does TD 2022/11 require for the treatment of UPEs to not fall foul of that Determination?
- What is the risk of managing the UPE issue in accordance with the Full Federal Court's decision?
- Are potential amendment requests and objection options being jeopardised by the ongoing uncertainty?
- Tips for ongoing management of the issue prior to the High Court's decision
- Why the High Court's decision won't necessarily be "checkmate", when other pieces of tax legislation are still on the board, including:
 - Subdivisions EA and EB ITAA 1936
 - Section 100A ITAA 1936
- Case study

Speaker: Andrea Carrick, Director, SMSF Specialist Advisor, AG Tax Lawyers, Melbourne, Vic

10.55 - 11.05am Panel Comments and Questions

11.05 - 11.30am Networking Break and Morning Tea

DAY 1: THURSDAY 12 MARCH 2026

11.30am - 12.15pm

Session 3: Dividend Stripping and Wash Sales: Don't Get Hung Out to Dry

The ATO is taking a keen interest in arrangements that it considers could involve “dividend stripping” and “wash sales”. So, what arrangements can fall into those categories, and what are the tax consequences if they do? This session explores the topic, including:

- A review of what constitutes “dividend stripping” and “wash sale” arrangements
- Arrangements that may fall foul of the dividend stripping rules (incl. TA 2023/1)
- How the 45-day holding period rule fits into the picture
- Red flags the ATO are looking out for when arrangements are intermingled with:
 - restructuring
 - the issuing of dividend access shares
 - forgiving loans
- Review of cases involving dividend stripping and wash sales (incl. Commissioner of Taxation v Michael John Hayes trading Pty Ltd as trustee of the MJH Trading Trust [2024] FCAFC 80; Merchant v Commissioner of Taxation [2025] FCAFC 56 - special leave application to the High Court pending)
- The tax consequences if the ATO consider that dividend stripping and wash sales have occurred
- What to do and what not to do when dividend stripping and wash sale arrangements could be in play
- Case study

Speaker: Fletch Heinemann, Principal, HLS Tax Law, Brisbane, Qld

12.15 - 12.25pm Panel Comments and Questions

12.25 - 1.10pm

Session 4: Would Your Trust Distribution Resolutions Stand Up to Closer Scrutiny?

You don't need to be told that the taxing of trusts is a hot topic in the tax profession at the moment, and that the ATO is increasingly active with reviews and audits in this space. And the one document that can have such a major bearing on the outcome of any such review or audit, is the content included in the trustee distribution resolution. This session looks into the consequences this document can trigger if it is subject to closer scrutiny, including:

- Why care needs to be taken to ensure the trustee distribution resolution isn't prepared in an off-the-shelf pro forma manner
- Tax consequences if:
 - deadlines for making trustee distribution resolutions are not met
 - ATO reviews and audits find fault with the resolutions
- Why the 31st August deadline for “specifically entitled” capital gains may not apply if part of the gains form part of “income of the trust estate”
- Issues that can arise if the decision making behind the distribution is solely based on the marginal tax rates of the potential beneficiaries
- Issues to consider if beneficiaries presently entitled to the distribution of trust income don't receive the distribution
- How trustee distribution resolutions can cause adverse tax consequences when family trust and interposed entity elections have been made
- Practical examples of trustee distribution resolutions that may or may not stand up to closer ATO scrutiny, including:
 - distributing capital gains that include 50% discount and 50% active asset reductions
 - the streaming of franked dividends
 - wording used in the resolution regarding income and capital distributions when compared to a trust deed's requirements

Speaker: George Kolliou, Director, AG Tax Lawyers, Melbourne Vic

1.10 - 1.20pm Panel Comments and Questions

1.20 - 2.15pm Luncheon

DAY 1: THURSDAY 12 MARCH 2026

AFTERNOON THEME: TRUSTS IN THE CROSSHAIRS

2.15 - 3.00pm

Session 5: Section 100A and Reimbursement Agreements – What’s Attracting the ATO’s Attention?

It’s now been a number of years since the ATO issued guidance material on its interpretation of how section 100A, relating to reimbursement agreements, applies, along with its compliance approach on how it would tackle arrangements that they consider could pose a risk. This session takes a look at how the section 100A issue is now being handled by practitioners and the ATO, including:

- The type of arrangements the ATO:
 - are taking a closer look at
 - consider fall foul of section 100A
- The records that could be kept to defend a potential section 100A attack by the ATO
- Tips and traps if presently entitled beneficiaries:
 - haven’t been paid their distributions within certain timeframes
 - are paid their distributions, however the audit trail of how the funds were used isn’t explainable
- If the ATO apply section 100A, how does this impact on assessments relating to the presently entitled beneficiaries of the distribution?
- Lessons to learn from the ATO’s “Next 5,000 tax performance program” for section 100A issues uncovered
- Practical examples

Speaker: David Hughes, Partner, McCullough Robertson, Brisbane, Qld

3.00 - 3.10pm Panel Comments and Questions

3.10 - 3.55pm

Session 6: Why Does it Seem that Family Trust Distribution Tax is Suddenly Appearing Out of Nowhere?

The ATO is finding that there are a lot of situations out there that are ripe for the picking to have family trust distribution tax (FTDT) assessments issued. Why is it that this is now occurring, and what situations are on the ATO’s radar? This session takes a closer look, including:

- Can other tax assessments previously issued be unwound or amended if FTDT applies?
- Practical examples where FTDT is being inadvertently triggered
- How the ATO is dealing with FTDT being assessed when it comes to:
 - applying discretion
 - time limits, penalties and settlements
 - retrospectively revoking family trust and interposed entity elections
- A heads up on how future FTDT implications can arise if family trust or interposed entity elections are being considered
- Tips:
 - if FTDT assessments could be a potential issue within your client base
 - when engaging new clients with trusts and associated entities and unaddressed potential FTDT issues

Speaker: Linda Tapiolas, Partner, Cooper Grace Ward, Brisbane, Qld

3.55 - 4.05pm Panel Comments and Questions

4.05 - 4.25pm Networking Break and Afternoon Tea

DAY 1: THURSDAY 12 MARCH 2026

THEME: ETHICS AND PROFESSIONAL RESPONSIBILITY

4.25 - 5.10pm

Session 7: Inheriting Client Problems – To Report or Not to Report?

The first meeting with a new client should be about fresh opportunities. But what happens when you uncover skeletons in the closet — errors, omissions, or questionable judgement calls by their previous adviser? The recent changes to the Tax Agent Services Act 2009 mean those problems may quickly become yours, with breach reporting obligations putting accountants squarely on the frontline. This opening keynote tackles the uncomfortable but unavoidable question: when do you have to report another practitioner's mistakes? It examines:

- A practical review of the new breach reporting requirements under the Tax Agent Services Act 2009
- Common inherited issues that trigger difficult questions: unaddressed Div 7A loans, problematic trust resolutions, ignored s100A or s99B exposures, family trust elections gone wrong
- Distinguishing poor judgement from a reportable breach — where the line is drawn
- The risks of failing to report when the TPB believes you should have
- Due diligence processes when onboarding new clients — frameworks, documentation, and who in the firm makes the call
- How breach reporting interacts with broader professional obligations:
 - The TPB Code of Professional Conduct and its overlap with APES 110 (Ethics).
 - When independence, integrity and professional behaviour go hand-in-hand with reporting obligations
- The practice management dimension: protecting your firm's reputation and PI risk while meeting reporting obligations

Speaker: Arthur Athanasiou, Principal – AGA Legal, Melbourne, Vic

5.10 - 5.20pm Panel Comments and Questions

DAY 2: FRIDAY 13 MARCH 2026

CHAIR DAY 2- AM: David Hughes, Partner, McCullough Robertson Lawyers, Brisbane, Qld

MORNING THEME: WHEN ASSETS MOVE – CGT CONCESSIONS AND PROPERTY PITFALLS

9.00 - 9.05am

Introduction and welcome

9.05 - 9.50am

Session 8: The Small Business CGT Concessions - The Eligibility Pitfalls and Technical Trip-ups

Options available to minimise the impact that capital gains tax can have when operating a business, don't come much better than the small business CGT concessions, if your situation is fortunate enough to satisfy eligibility. However, not all claims to benefit from the concessions are surviving closer scrutiny. This session is designed to look at some of the trickier aspects of the concessions, along with some that are being claimed that are coming back to bite, including:

- What is required to satisfy the “small business entity test” and how claims for eligibility are coming unstuck
- What is required to satisfy the “maximum net asset value test” and how claims for eligibility are being denied
- Practical examples highlighting where the active asset test is tripping up advisors (rental properties, mixed-use assets, and entity interests failing the 80% test)
- How to correctly identify “significant individuals” and “CGT concession stakeholders” and why it matters
- Situations where entities restructuring to enable access to the small business CGT concessions are attracting the ATO's attention
- How CGT event J5 is slipping through the cracks

Speaker: Edward Hennebry, Special Counsel, Sladen Legal, Melbourne, Vic

9.50 - 10.00am Panel Comments and Questions

10.00 - 10.45am

Session 9: Small Scale Property Developments with Large Scale Tax Issues

If you regularly drive through established suburbia, you no doubt have experienced the house that was there one day and gone the next, with the knockdown resulting in a rebuild of two or more new dwellings. Or, it may be that the original house remains, however, at the rear of the yard, you notice the construction of a new dwelling. So, what are the tax consequences that attach to those small scale property ventures? This session seeks to find out, including:

- Tackling the revenue vs capital divide in small-scale developments – where the ATO is drawing the line
- The tax consequences of subdividing and selling the rear yard behind a main residence:
 - as a vacant block
 - as a vacant block with plans and permits for a new dwelling
 - after constructing a new dwelling on the subdivided land
- Do the tax principles change if the property development involves farmland? (Morton v C of T [2025] FCA 336 subject to appeal)
- The impact a knockdown rebuild can have on the future CGT consequences for a main residence
- The factors that need to be considered to determine if GST will be part of the tax consequences of the development
- How state and territory taxes and duties can impact on the small scale property development
- Practical examples

Speaker: Prudence Barker, Barrister, Greens List, Melbourne, Vic

10.45 - 10.55am Panel Comments and Questions

10.55 - 11.15am Networking Break and Morning Tea

DAY 2: FRIDAY 13 MARCH 2026

11.15am - 12.00pm

Session 10: Structuring the Ownership of Commercial Property: Tax Pros, Cons and Pitfalls

There are numerous options available to structure the ownership of commercial property. This session delves into the tax aspects that can apply to each option, including:

- The distinction between “commercial property” and “business real property” and why it can matter
- Comparing ownership options (individual, company, trust, SMSF, mixed) – key tax pros/cons at a high level
- Can residential premises be classified as business real property?
- If the property isn't currently in the ideal tax structure, are there any strategies available to tax effectively change the structure?
- The state and territory tax and duty considerations when comparing the various ownership structures for commercial property
- Practical examples

Speaker: Darius Hii, Director, Chat Legal, Underwood, Qld

12.00 - 12.10pm Panel Comments and Questions

12.10 - 1.10pm Lunch

CHAIR DAY 2 - PM: Linda Tapiolas, Partner, Cooper Grace Ward, Brisbane, Qld

AFTERNOON THEME: RESTRUCTURES AND EXITS

1.10 - 1.55pm

Session 11: The Small Business Restructure Rollover - Restructuring Without the Tax Headache

One of the main issues with restructuring into a preferred structure is the CGT liability that can be triggered in the process. The small business restructure rollover (SBRR) is one option available that can overcome that obstacle. This session delves into the conditions behind using the SBRR and the situations where it may prove beneficial, including:

- What can be achieved by using the SBRR?
- Who is eligible to use the SBRR?
- How does the SBRR apply to restructure rollovers that involve restructures to and from discretionary trusts?
- How to determine if a restructure is “genuine” and the “safe harbour” rule that can assist
- The mechanics of the consequences of using the SBRR
- If shares in a company or interests in a trust are used in exchange for the transferred assets:
 - should market value be used for accounting purposes, and if so
 - how should the restructure be accounted for in the financial statements of the new entity?
- How other taxes are impacted by the SBRR, including:
 - GST
 - state and territory taxes and duties
- Case studies involving restructuring a discretionary trust to a company and vice versa (LCR 2016/2; LCR 2016/3)

Speaker: Raffi Tenenbaum, Partner, William Buck, Sydney, NSW

1.55 - 2.05pm Panel Comments and Questions

DAY 2: FRIDAY 13 MARCH 2026

2.05 - 2.50pm

Session 12: Intergenerational Transfers – Structuring the Family Business for a Smooth Handover

The ATO is keeping a keen eye on the intergenerational transfer of business ownership. And with the parties to the transaction being family members, supporting that an arm's length approach was used, or being aware of the tax consequences if it wasn't, are of extreme importance. This session explores the tax issues when it comes to intergenerational transfers of the family business, including:

- How to approach the intergenerational transfer in a way that minimises the risk of adverse tax consequences
- What not to do when it comes to the transfer of the family business to the next generation
- How the ownership structure of the business impacts on the transfer process
- Tidy up strategies and the tax implications for entities with unpaid present entitlements and outstanding loans with related entities
- Importance of understanding a trust's prior family trust election or an associated entity's prior interposed entity election implications
- When a new entity for the next generation may be a preferred option for taking control of the parents existing entity, including:
 - how to tax effectively manage the change
 - whether the small business CGT concessions can be a useful option
- The requirements to support a market valuation for goodwill and other business assets if applicable
- Case studies:
 - Transfer of business in company to child number 1 with children 2 and 3 having no business involvement or interest
 - Transfer of business as above, with the business conducted in a discretionary trust

Speaker: Andy Milidoni, Partner ffl Tax & Private Advisory, Mills Oakley, Sydney, NSW

2.50 - 3.00pm Panel Comments and Questions

3.00pm Conference Close

GENERAL INFORMATION

Conference Registration Fee

The registration fee includes attendance at the conference and conference papers. Refreshment breaks and lunch on both conference days are included for delegates attending the face to face event.

Conference Papers

TEN will not provide printed copies of the conference papers or Powerpoints. Access to the papers & Powerpoints will be available online to all delegates in the lead-up to the conference (as they become available).

CPD

Accountants: 11 CPD hours

Lawyers: 11 CPD units/points (substantive law)

CPD Certificate

All delegates attending the conference will receive a CPD Certificate confirming attendance.

The Conference Venue

Sofitel Gold Coast

81 Surf Parade, Broadbeach, Qld

Discount Delegate Accommodation at Sofitel

Delegates will receive 10% off the best available rate and an additional 5% if you sign up to become an ALL member, you can book accommodation via the link below.

[17th Annual B&P Tax](#)

Travelling to the Conference Venue

Delegates are advised to make their own travel arrangements.

Conference Dress

Smart casual attire is suitable (note: the temperature in the conference rooms can vary depending on where you are sitting. Short sleeves/summer tops are generally OK, but it is advisable that you bring a jacket/long sleeved top just in case you need it).

TERMS AND CONDITIONS

1. In these terms,
 - a. "TEN" means Television Education Network Pty Ltd
 - b. "you" means the person who has registered to attend or the person or persons who attend[s] the conference (if different from the person registered)
 - c. "conference" means the live face to face or live or recorded online educational event or which you have registered (by whatever name called and includes conferences, masterclasses, webinars and webinar series).
 - d. "live conference" means a conference other than a recorded conference.
 - e. "recorded conference" means a recording of a presentation or a series of presentations which you can view at a time of your choosing
 - f. "online" in relation to a conference means a conference you attend by viewing the conference over the Internet
 - g. "face to face" in relation to a conference means a conference held in an external venue where you view the conference in the conference room

General – all conferences

2. TEN may change the program for a live conference as described in the brochure you have downloaded or in the TEN website without notice to you in any manner and at any time.
3. The information and opinions of presenters at the conference are not necessarily those of TEN and are in the nature of general information and not professional advice and you rely on these at their own risk. TEN is not responsible for the accuracy of the information or the correctness of the opinions offered by presenters at the conference.
4. TEN is not responsible for any financial or other losses incurred by you or for injury or damage to persons or property which occur at or in connection with the conference.

Copyright

5. The copyright in materials prepared by presenters at a conference and made available to you by TEN is and remains the property of each presenter.
6. You are entitled to use those materials for private study and research only.
7. The copyright in the live stream and in any recording of a conference offered online is the property of TEN.
8. You are entitled to watch a conference for private study and research only.

Conference cancellation by TEN – all conferences

12. TEN reserves the right to cancel a conference for any reason.
13. If TEN cancels the conference, you will be entitled either to a refund of the registration fee you have paid or to a credit equal to that fee which you can use to purchase another TEN product within 12 months of the first day of the cancelled conference.

Cancellation by You – all conferences

14. Refunds for registration cancellation by you other than under Clause 6(b):
 - a. If notice of cancellation is actually received by TEN more than 10 days before the first day on which the conference is to be held, 85% of the registration fee you have paid
 - b. Otherwise, no refund.

Governing Law – all conferences

15. The agreement between TEN and you is governed by the laws in force in the State of Victoria and the courts and tribunals of that State have sole jurisdiction to determine disputes arising in relation to it.

