

Ellerston Australian MicroCap Fund

ARSN 619 727 356

Financial Report

For the year ended 30 June 2020

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Directors' report

The Directors of Ellerston Capital Limited (ABN 34 110 397 674, AFSL No. 283 000), the Responsible Entity of the Ellerston Australian MicroCap Fund (the "Fund"), present their report together with the financial statements of the Fund for the year ended 30 June 2020.

Directors

The names of the Directors of the Responsible Entity in office during the financial year and up to the date of this report are:

Ashok Jacob (Chairman)
Brian O'Sullivan
Michael Johnston
Guy Jalland
Chris Kourtis

Principal activity

The principal activity of the Fund is to invest funds in accordance with provisions of the Fund's Constitution. There has been no significant changes in the nature of this activity during the year.

Fund information

This Fund is an Australian registered investment scheme. The Fund was constituted and registered with ASIC as a registered managed investment scheme on 23 June 2017 and began operations on 1 May 2017. Ellerston Capital Limited, the Responsible Entity of the Fund, is incorporated and domiciled in Australia. The registered office of the Responsible Entity is located at Level 11, 179 Elizabeth Street, Sydney, NSW 2000.

Results

The performance of the Fund, as represented by the results of its operations, was as follows:

	Year ended	
	30 June 2020	30 June 2019
Operating profit before finance costs attributable to unitholders (\$)	<u>17,806,013</u>	<u>5,380,744</u>
<i>Distributions - Class A units</i>		
Distributions paid and payable (\$)	<u>5,161,374</u>	<u>216,260</u>
Distribution (cents per unit)	<u>10.16</u>	<u>0.45</u>
<i>Distributions - Class B units</i>		
Distributions paid and payable (\$)	<u>11,540,000</u>	<u>192,704</u>
Distribution (cents per unit)	<u>36.43</u>	<u>0.61</u>

Significant changes in the state of affairs

Beginning in January 2020, global financial markets have experienced and may continue to experience significant volatility resulting from the spread of a novel coronavirus known as COVID-19. The outbreak of COVID-19 has resulted in travel and border restrictions, quarantines, supply chain disruptions, lower consumer demand and general market uncertainty. The effects of COVID-19 have and may continue to adversely affect the global economy, the economies of certain nations and individual issuers, all of which may negatively impact the Fund's performance.

In the opinion of the Directors, there were no other significant changes in the state of affairs of the Fund during the year.

Directors' report (continued)

Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2020 that has significantly affected, or may significantly affect:

- (i) the operations of the Fund in future financial years, or
- (ii) the results of those operations in future financial years, or
- (iii) the state of affairs of the Fund in future financial years.

Likely developments and expected results of operations

The Fund will continue to be managed in accordance with the investment objective and strategy as set out in the offer document of the Fund and in accordance with the provisions of the Fund's Constitution.

The results of the Fund's operations will be affected by a number of factors, including the performance of investment markets in which the Fund invests. Investment performance is not guaranteed and future returns may differ from past returns. As investment conditions change over time, past returns should not be used to predict future returns.

Further information on likely developments in the operations of the Fund and the expected results of those operations have not been included in this report because the Responsible Entity believes it would be likely to result in unreasonable prejudice to the Fund.

Environmental regulation

The operations of the Fund are not subject to any particular or significant environmental regulation under a Commonwealth, State or Territory law.

Relevant information

Following is a list of relevant information required under the *Corporations Act 2001*:

- (i) Fees paid to the Responsible Entity – Refer Note 17 to the Financial Statements
- (ii) Unitholdings of related parties of the Responsible Entity in the Fund – Refer Note 17 to the Financial Statements
- (iii) Applications and Redemptions in the Fund during the year – Refer Note 9 to the Financial Statements
- (iv) The value of the Fund's assets and basis of valuation – Refer to Statement of financial position and Note 2 respectively
- (v) The number of interests in the Fund as at 30 June 2020 – Refer Note 9 to the Financial Statements
- (vi) Distributions payable to unitholders as at 30 June 2020 – Refer to Statement of financial position

Indemnification and insurance of Directors and officers

The Constitution of the Responsible Entity requires it to indemnify, to the extent permitted by the law, all current and former officers of the Responsible Entity against a liability incurred:

- (a) In acting as an officer of the Responsible Entity;
- (b) In acting as an officer of a subsidiary at the request of the Responsible Entity;
- (c) For reasonable legal costs in defending an action for liability incurred in acting as an officer of the Responsible Entity or of a subsidiary at the request of the Responsible Entity.

During the financial year, insurance contracts were entered into to insure the Directors and officers against any liability incurred in their capacity as a Director or officer. The terms of the insurance contracts restrict disclosure of the nature of the liability and amount of the premium. Other than the constitutional provision described above, the Responsible Entity has not otherwise, during or since the end of the financial year, indemnified or agreed to indemnify an officer of Ellerston Capital Limited or its related bodies corporate against a liability incurred.

Directors' report (continued)

Indemnification of auditors

To the extent permitted by law, the Fund has agreed to indemnify its auditors, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Ernst & Young during or since the financial year.

Rounding of amounts to the nearest dollar

The Fund is an entity of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 issued by the Australian Securities and Investments Commission (ASIC) relating to the "rounding off" of amounts in the Directors' report. Amounts in the Directors' report have been rounded to the nearest dollar in accordance with that ASIC Corporations Instrument, unless otherwise indicated.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 5.

Signed in accordance with a resolution of the Directors of Ellerston Capital Limited.

On behalf of the Directors



Brian O'Sullivan
Director

Sydney
30 October 2020



**Building a better
working world**

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Auditor's Independence Declaration to the Directors of Ellerston Capital Limited as Responsible Entity for Ellerston Australian MicroCap Fund

As lead auditor for the audit of the financial report of Ellerston Australian MicroCap Fund for the financial year ended 30 June 2020, I declare 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.

A handwritten signature in black ink that reads 'Ernst & Young' in a cursive script.

Ernst & Young

A handwritten signature in black ink that reads 'Rita Da Silva' in a cursive script.

Rita Da Silva
Partner
30 October 2020

Statement of comprehensive income

	Notes	Year ended	
		30 June 2020	30 June 2019
		\$	\$
Investment income			
Interest income		7,945	15,829
Dividend and distribution income		1,785,594	1,811,528
Net changes in fair value of financial assets and liabilities at fair value through profit or loss		23,089,867	5,703,701
Net foreign exchange losses		(3,892)	(560)
Other operating income		116,010	51,500
Total net investment income		24,995,524	7,581,998
Expenses			
Management fees	17	982,065	1,027,831
Performance fees	17	5,430,665	447,875
Transaction costs		745,306	664,197
Other operating expenses	14	31,475	61,351
Operating expenses before finance costs		7,189,511	2,201,254
Operating profit before finance costs		17,806,013	5,380,744
Finance costs attributable to unitholders			
Distributions to unitholders	10	(16,701,374)	(408,964)
Change in net assets attributable to unitholders		1,104,639	4,971,780
Other comprehensive income		-	-
Total comprehensive income for the year		-	-

The accompanying notes to the financial statements should be read in conjunction with this statement.

Statement of financial position

		As at	
	Notes	30 June 2020 \$	30 June 2019 \$
Assets			
Cash and cash equivalents	11	13,425,125	15,851,863
Due from brokers		623,355	310,665
Dividend and distributions receivable		46,842	160,594
Interest receivable		-	1,575
Other receivables	15	373,135	23,031
Financial assets at fair value through profit or loss	6	<u>72,170,295</u>	<u>85,379,354</u>
Total assets		<u>86,638,752</u>	<u>101,727,082</u>
Liabilities			
Management fees payable	17	77,218	89,575
Performance fees payable	17	4,554,670	433,057
Due to brokers		695,846	26,874
Distribution payable	10	5,161,374	-
Other payables	16	463,753	11,897
Financial liabilities at fair value through profit or loss	7	<u>-</u>	<u>23,890</u>
Total liabilities (excluding net assets attributable to unitholders)		<u>10,952,861</u>	<u>585,293</u>
Net assets attributable to unitholders - liability	9	<u>75,685,891</u>	<u>101,141,789</u>

The accompanying notes to the financial statements should be read in conjunction with this statement.

Statement of changes in net assets attributable to unitholders

	Year ended	
	30 June 2020	30 June 2019
	\$	\$
Net assets attributable to unitholders		
Opening balance	101,141,789	86,918,158
Applications	13,487,037	19,113,770
Redemptions	(40,047,574)	(15,391,776)
Units issued upon reinvestment of distributions	-	5,529,857
Changes in net assets attributable to unitholders	<u>1,104,639</u>	<u>4,971,780</u>
Closing balance	<u>75,685,891</u>	<u>101,141,789</u>

The accompanying notes to the financial statements should be read in conjunction with this statement.

Statement of cash flows

	Notes	Year ended	
		30 June 2020	30 June 2019
		\$	\$
Cash flows from operating activities			
Proceeds from sale of financial instruments at fair value through profit or loss		157,476,491	136,192,459
Purchase of financial instruments at fair value through profit or loss		(160,817,753)	(129,591,362)
Interest received		9,520	15,647
Dividend and distributions received		1,867,870	1,703,172
Management fees paid		(994,422)	(1,024,288)
Performance fees paid		(1,309,052)	(90,404)
Net foreign exchange losses		(3,892)	(560)
Other operating income received		116,009	56,126
Other operating expenses paid		(636,114)	(677,594)
Net cash (outflow)/inflow from operating activities	12(a)	<u>(4,291,343)</u>	<u>6,583,196</u>
Cash flows from financing activities			
Proceeds from applications by unitholders		13,487,037	19,113,770
Payments for redemptions by unitholders		(11,622,432)	(15,408,776)
Distributions paid		-	(3,454,641)
Net cash inflow from financing activities		<u>1,864,605</u>	<u>250,353</u>
Net (decrease)/increase in cash and cash equivalents		(2,426,738)	6,833,549
Cash and cash equivalents at the beginning of the year		<u>15,851,863</u>	<u>9,018,314</u>
Cash and cash equivalents at the end of the year	11	<u>13,425,125</u>	<u>15,851,863</u>
Non-cash financing activities			
Reinvestment of unitholder distributions	12(b)	-	5,529,857
In-specie redemptions	12(b)	28,432,539	-
In-specie distributions	12(b)	11,540,000	-

The accompanying notes to the financial statements should be read in conjunction with this statement.

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1 General information

The Ellerston Australian MicroCap Fund (the "Fund") is an Australian Registered Fund. The Fund was constituted on 16 November 2016, registered with ASIC as a registered managed investment scheme on 23 June 2017 and began operations on 1 May 2017. Ellerston Capital Limited, the Responsible Entity and Manager of the Fund, is incorporated and domiciled in Australia. The registered office of the Responsible Entity is located at Level 11, 179 Elizabeth Street, Sydney, NSW 2000.

The principal activity of the Fund is to invest funds in accordance with the provisions of the Fund's Constitution. There has been no significant change in the nature of this activity during the year.

On 5 May 2016, the Attribution Managed Investment Trust ("AMIT") regime, applying to Managed Investment Trusts was enacted under the Tax Laws Amendment (New Tax System for Managed Investment Trusts) Act 2016. With its introduction, the Responsible Entity made an announcement in June 2017 to unitholders on the Fund's intention to elect into the AMIT regime for the financial year ended 30 June 2018 (and for subsequent financial years). As at 30 June 2020, the Fund continue to operate as an AMIT and net assets attributable to unitholders are classified as financial liability as they do not meet the criteria under AASB 132 to be classified as equity.

The financial report of the Fund has been authorised for issue in accordance with a resolution of the Directors of the Responsible Entity on 30 October 2020.

2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied throughout the years presented, unless otherwise stated in the following text.

(a) Basis of preparation

The financial report is a general purpose financial report, which has been prepared in accordance with the Fund's Constitution, the requirements of the *Corporations Act 2001* and applicable Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board ("AASB").

This financial report has been prepared on a historical cost basis, except for financial assets and financial liabilities at fair value through profit or loss, that have been measured at fair value and all values are rounded to the nearest thousand dollars except where otherwise indicated. Cost is based on the fair value of the consideration given in exchange for assets.

The Statement of financial position is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and are not distinguished between current and non-current. Additional information regarding this is included in the relevant notes.

The financial report is presented in Australian dollars. The Fund is a for-profit entity for the purpose of preparing financial statements. The financial report is prepared on going concern basis.

(b) Statement of compliance

The financial report has been prepared in accordance with the Australian Accounting Standards as issued by the AASB and compliance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board.

(c) Changes in accounting standards

There are no standards, interpretations or amendments to existing standards that are effective for the first time for the financial year beginning 1 July 2019 that have a material impact on the Fund.

2 Summary of significant accounting policies (continued)

(d) Financial Instruments

i) Recognition

The Fund recognises a financial asset or a financial liability when, and only when, it becomes a party to the contractual provisions of the instrument.

Purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the marketplace are recognised on the trade date, i.e., the date that the Fund commits to purchase or sell the asset.

ii) Derecognition

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised where:

- (a) The rights to receive cash flows from the asset have expired; or
- (b) The Fund has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and
- (c) Either (1) the Fund has transferred substantially all the risks and rewards of the asset, or (2) the Fund has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The Fund derecognises a financial liability when the obligation under the liability is discharged, cancelled or expired.

iii) Classification and measurement

The Fund classifies its financial assets and financial liabilities at initial recognition into the categories of financial assets and financial liabilities discussed below.

Financial assets

The Fund classifies its financial assets as subsequently measured at amortised cost or measured at fair value through profit or loss on the basis of both:

- The entity's business model for managing the financial assets
- The contractual cash flow characteristics of the financial asset

Financial assets measured at amortised cost

A debt instrument is measured at amortised cost if it is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Fund includes in this category short-term non-financing receivables.

Financial assets measured at fair value through profit or loss (FVPL)

A financial asset is measured at FVPL if:

- Its contractual terms do not give rise to cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding;
- It is not held within a business model whose objective is either to collect contractual cash flows, or to both collect contractual cash flows and sell; or
- At initial recognition, it is irrevocably designated as measured at FVPL when doing so eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

2 Summary of significant accounting policies (continued)

(d) Financial Instruments (continued)

The equity securities, listed unit trusts, listed hybrid securities and derivatives are mandatorily classified as fair value through profit or loss.

In applying that classification, a financial asset or financial liability is considered to be held for trading if it is:

- acquired or incurred principally for the purpose of selling or repurchasing it in the near term;
- on initial recognition, it is part of a portfolio of identified financial instruments that are managed together and for which, there is evidence of a recent actual pattern of short-term profit-taking; or
- It is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

Financial liabilities

Financial liabilities measured at amortised cost

This category includes all financial liabilities, other than those measured at fair value through profit or loss. The Fund includes in this category short-term payables.

Financial liabilities measured at FVPL

The Fund makes short sales in which a borrowed security is sold in anticipation of a decline in the market value of that security, or it may use short sales for various arbitrage transactions. Short sales are held for trading and are consequently classified as financial liabilities at fair value through profit or loss.

The derivatives are mandatorily classified as fair value through profit or loss.

iv) Subsequent measurement

After initial measurement, the Fund measures financial instruments which are classified as at fair value through profit or loss at fair value. Subsequent changes in the fair value of those financial instruments are recorded in 'Net changes in fair value of financial assets and liabilities at fair value through profit or loss'.

v) Impairment of Financial assets

The Fund holds only cash and cash equivalents, receivables and due from brokers with no financing component and which have maturities of less than 12 months at amortised cost and, as such, has chosen to apply the simplified approach for expected credit losses (ECL) under AASB 9. Therefore, the Fund does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

(e) Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the Statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the asset and settle the liability simultaneously. This is generally not the case with master netting agreements unless one party to the agreement defaults and the related assets and liabilities are presented gross in the Statement of financial position. Refer to note 4 to the financial statements for further information.

(f) Cash and cash equivalents

For the purpose of Statement of financial position and Statement of cash flows, cash comprises of cash at banks and cash at brokers. Cash at brokers includes margin accounts and cash held as collateral against open derivative positions which are restricted.

2 Summary of significant accounting policies (continued)

(f) Cash and cash equivalents (continued)

Cash equivalents are 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, and are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

(g) Due from/to brokers

Due from/to brokers represents amounts receivable and payable for securities transactions that have not yet settled at the year end and outstanding overdrafts when applicable. The due from brokers balance is held for collection and consequently measured at amortised cost.

(h) Revenue and income recognition

Revenue is recognised and measured at the fair value of the consideration received or receivable to the extent it is probable that the economic benefits will flow to the Fund and the revenue can be reliably measured. The following specific recognition criteria must also be met before income is recognised:

Dividends

Dividends are recognised as income or expense on the date the share is quoted ex-dividend. Income is shown gross of withholding taxes. Withholding taxes are included in the statement of comprehensive income within other operating expenses.

Interest income

Revenue is recognised as the interest accrues (using the effective interest rate method, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument) to the net carrying amount of the financial asset. Interest income earned on cash and cash equivalents is recognised in the Statement of comprehensive income.

Trust distributions income

Trust distributions are recognised as income on an entitlements basis.

Net changes in fair value of financial assets and liabilities at fair value through profit or loss

Net changes in fair value of financial assets and liabilities at fair value through profit or loss are calculated as the difference between the fair value at sale, or at year end, and the fair value at purchase or at the previous reporting date. This includes both realised and unrealised gains and losses, but does not include dividend income.

Other operating income

Other operating income is brought to an account on an accruals basis.

(i) Expenses

All expenses including fees and commissions are recognised on an accrual basis.

(j) Income tax

Under current legislation, the Fund is not subject to income tax provided it attributes the entirety of its taxable income to its unitholders.

2 Summary of significant accounting policies (continued)

(k) Net assets attributable to unitholders

The Fund's units are classified as liability as they did not satisfy the below criteria.

Units are classified as equity when they satisfy the criteria under AASB 132 *Financial Instruments: Presentation* as below:

- the puttable financial instrument entitles the holder to a pro-rata share of net assets in the event of the Fund's liquidation;
- the puttable financial instrument is in the class of instruments that is subordinate to all other classes of instruments and class features are identical;
- the puttable financial instrument does not include any contractual obligations to deliver cash or another financial asset, or to exchange financial instruments with another entity under potentially unfavourable conditions to the Fund, and it is not a contract settled in the Fund's own equity instruments; and
- the total expected cash flows attributable to the puttable financial instrument over the life of the instrument are based substantially on the profit or loss, the change in the recognised net assets or the change in the fair value of the recognised and unrecognised net assets of the Fund over the life of the instrument.

In addition to the puttable financial instrument having all of the above features, the Fund must have no other financial instrument or contract that has:

- total cash flows based substantially on the profit or loss, the change in the recognised net assets or the change in the fair value of the recognised and unrecognised net assets of the Fund; and
- the effect of substantially restricting or fixing the residual return to the redeemable shareholders.

The Fund continually assesses the classification of the units. If the units cease to have all the features, or meet all the conditions set out, to be classified as equity, the Fund will reclassify them as financial liabilities and measure them at fair value at the date of reclassification, with any differences from the previous carrying amount recognised in equity. If the units subsequently have all the features and meet the conditions to be classified as equity, the Fund will reclassify them as equity instruments and measure them at the carrying amount of the liabilities at the date of the reclassification.

The Fund's capital is represented by the units, which are redeemable at the unitholders' option however the Responsible Entity may suspend redemption if it is in the best interest of unitholders.

Quantitative information about the Fund's capital is provided in the Statement of changes in net assets attributable to unitholder funds and in Note 9. The units are entitled to distributions when declared and to payment of a proportionate share of the Fund's net asset value on the redemption date or upon winding up of the Fund.

(l) Foreign currency translation

(i) Functional and presentation currency

Items included in the Fund's financial statements are measured using the currency of the primary economic environment in which it operates (the "functional currency"). The Australian dollar is the Fund's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translations at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of comprehensive income as "Net foreign exchange gains/(losses)".

(m) Goods and services tax (GST)

Revenues, expenses, cash flows, assets and liabilities are recognised net of the amount of goods and services tax (GST) except where:

2 Summary of significant accounting policies (continued)

(m) Goods and services tax (GST) (continued)

- (i) The amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; and
- (ii) For receivables and payables which are recognised inclusive of GST.

Reduced input taxed credits (RITC) recoverable by the Fund from the taxation authority are recognised as receivables in the Statement of financial position.

(n) Other receivables

Receivables are recognised when a right to receive a payment is established. Amounts are generally received within 30 days of being recognised as receivables. Given the short-term nature of most receivables, their nominal amounts approximate their fair value.

(o) Other payables

Payables are recognised when the Fund becomes liable. Payables are measured at their nominal amounts. Amounts are generally paid within 30 days of being recognised as payables. Given the short-term nature of most payables, their nominal amounts approximate their fair value.

(p) Provisions

Provisions are recognised when the Fund has a present obligation, the future sacrifice of economic benefits is probable, and the amount of the provision can be measured reliably. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

(q) Distributions to unitholders

Upon adopting the AMIT regime, the Responsible Entity is no longer contractually obligated to pay distributions. The Responsible Entity will attribute the Fund's income to unitholders on a fair and reasonable basis, however, the Responsible Entity will not have a requirement under the Fund Constitution to distribute Fund income to unitholders.

Distributions to unitholders are recognised in the Statement of comprehensive income as finance costs attributable to unitholders.

Distributions are determined by reference to net taxable income. Distributable income includes net gains arising from the disposal of investments less any carried forward realised losses from prior periods. Unrealised gains and losses on investments that are recognised as income are transferred to net assets attributable to unitholders and are not assessable or distributable until realised. Net realised losses are not distributed to unitholders but are retained to be offset against any future realised gain.

(r) Applications and redemptions

Applications received for units in the Fund are recorded net of any entry fees payable prior to the issue of units in the Fund. Redemptions from the Fund, where permitted, are recorded gross of any exit fees payable after the cancellation of units redeemed.

The application and redemption prices are determined as the net asset value of the Fund adjusted for the estimated transaction costs, divided by the number of units on issue on the date of the application or redemption.

2 Summary of significant accounting policies (continued)

(s) Terms and conditions of units on issue

Each unit, within a unit class, confers upon the unitholder an equal interest in a Class, and is of equal value. A unit does not confer an interest in any particular asset or investment of the Fund. Applications received for units in the Fund are recorded net of any entry fees payable prior to the issue of units in the Fund. Redemptions from the Fund are recorded gross of any exit fees payable after the cancellation of units received.

Unitholders have various rights under the Fund Constitution and the Corporations Act 2001, including the right to:

- Have their units redeemed;
- Attend and vote at meetings of unitholders; and
- Participate in the distribution of net proceeds on termination and winding up of the Fund on a pro rata basis.

The rights, obligations and restrictions attached to each unitholder class are identical in all respects other than the minimum investment requirements and/or fee structures applicable to each class.

(t) New standards, amendments and interpretations effective after 1 July 2020 and have not been early adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 July 2020, and have not been early adopted in preparing these financial statements. None of these are expected to have a material effect on the financial statements of the Fund.

(u) Rounding of amounts

The Fund is an entity of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 issued by the Australian Securities and Investments Commission (ASIC) relating to the "rounding off" of amounts in the financial statements. Amounts in the financial statements have been rounded to the nearest dollar in accordance with that ASIC Corporations Instrument, unless otherwise indicated.

3 Financial risk management

Risks arising from holding financial instruments are inherent in the Fund's activities, and are managed through a process of ongoing identification, measurement and monitoring. The Fund is exposed to credit risk, liquidity risk and market risk.

Financial instruments of the Fund comprise of investments in financial assets for the purpose of generating a return on the investment made by unitholders, in addition to derivatives, cash and cash equivalents, net assets attributable to unitholders, and other financial instruments such as trade debtors and creditors, which arise directly from its operations.

The Responsible Entity is responsible for identifying and controlling the risks that arise from these financial instruments.

(a) Market risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market variables such as interest rates, and equity prices. Market risk is managed and monitored using sensitivity analysis, and minimised through ensuring that all investment activities are undertaken in accordance with established mandate limits and investment strategies.

(i) Equity price risk

The Fund is exposed to price risk on equity securities listed or quoted on recognised securities exchanges and equity linked derivatives. Price risk arises from investments held by the Fund for which prices in the future are uncertain. Where non-monetary financial instruments are denominated in currencies other than the Australian dollar, the price in the future will also fluctuate because of changes in foreign exchange rates which are considered a component of price risk.

3 Financial risk management (continued)

(a) Market risk (continued)

(i) Equity price risk (continued)

Equity price risk is managed through ensuring that all investment activities are undertaken in accordance with established mandate limits and investment strategies.

The table at note 3(b) summarises the sensitivity of the Fund's assets and liabilities to price risk. The analysis is based on the assumptions that the equity prices in which the Fund invests moves +/-10% (2019: +/-10%). The impact mainly arises from the possible change in the fair value of listed and unlisted equities and equity derivatives

(ii) Foreign exchange risk

Foreign exchange risk arises as the value of financial assets and financial liabilities denominated in other currencies will fluctuate due to changes in exchange rates.

The table below summarises the Fund's major exposure to assets and liabilities that are denominated in a currency other than the Australian dollar.

The Fund is not exposed to significant risks from movements in foreign exchange rates. There are no foreign currencies to which the Fund's monetary assets and liabilities have a significant exposure as at 30 June 2020.

30 June 2019	NZD \$	Total \$
Monetary assets and liabilities		
Cash and cash equivalents	668	668
Total monetary assets and liabilities	<u>668</u>	<u>668</u>
Non-monetary assets and liabilities		
Financial assets at fair value through profit or loss	2,078,931	2,078,931
Financial liabilities at fair value through profit or loss	<u>(23,890)</u>	<u>(23,890)</u>
Total non-monetary assets and liabilities	<u>2,055,041</u>	<u>2,055,041</u>
Net exposure to foreign currency on monetary and non-monetary assets and liabilities	<u>2,055,709</u>	<u>2,055,709</u>

The table in Note 3(b) summarises the sensitivities of the Fund's monetary and non-monetary assets and liabilities to foreign exchange risk. The analysis is based on the assumption that the Australian dollar weakened/strengthened by 10% (2019: 10%) against other currencies to which the Fund is exposed.

(iii) Interest rate risk

Interest rate risk is the risk that a financial instrument's value will fluctuate as a result of the changes in market interest rates.

A significant proportion of the Fund's assets are held in cash and cash equivalents as at 30 June 2020. The table at Note 3(b) summarises the sensitivity of the Fund's operating profit before finance costs and net assets attributable to unitholders through changes in fair values or changes in future cash flows. The analysis is based on the assumption that interest rates moved by +/-1% (2019: +/-1%) from the year end rates with all other variables held constant.

3 Financial risk management (continued)

(a) Market risk (continued)

(iii) Interest rate risk (continued)

The table below summarises the Fund's direct exposure to interest rate risks.

	Floating interest rate \$	Fixed interest rate \$	Non interest bearing \$	Total \$
30 June 2020				
Assets				
Cash and cash equivalents	13,425,125	-	-	13,425,125
Due from brokers	-	-	623,355	623,355
Dividends and distributions receivable	-	-	46,842	46,842
Other receivables	-	-	373,135	373,135
Financial assets at fair value through profit and loss	-	-	72,170,295	72,170,295
Liabilities				
Management fees payable	-	-	(77,218)	(77,218)
Performance fees payable	-	-	(4,554,670)	(4,554,670)
Due to brokers	-	-	(695,846)	(695,846)
Distribution payable	-	-	(5,161,374)	(5,161,374)
Other payables	-	-	(463,753)	(463,753)
Net total	13,425,125	-	62,260,766	75,685,891
	Floating interest rate \$	Fixed interest rate \$	Non interest bearing \$	Total \$
30 June 2019				
Assets				
Cash and cash equivalents	15,851,863	-	-	15,851,863
Due from brokers	-	-	310,665	310,665
Dividends and distributions receivable	-	-	160,594	160,594
Interest receivable	-	-	1,575	1,575
Other receivables	-	-	23,031	23,031
Financial assets at fair value through profit and loss	-	-	85,379,354	85,379,354
Liabilities				
Management fees payable	-	-	(89,575)	(89,575)
Performance fees payable	-	-	(433,057)	(433,057)
Due to brokers	-	-	(26,874)	(26,874)
Other payables	-	-	(11,897)	(11,897)
Financial liabilities at fair value through profit and loss	-	-	(23,890)	(23,890)
Net total	15,851,863	-	85,289,926	101,141,789

An analysis of financial liabilities by maturities is provided in Note 3(d).

3 Financial risk management (continued)

(b) Summarised sensitivity analysis

The following table summarises the sensitivity of the Fund's operating profit before finance costs and net assets attributable to unitholders to market risk. The reasonably possible movements in the risk variables have been determined based on management's best estimate, having regard to a number of factors, including historical correlation of the Fund's investments with the relevant benchmark and market volatility. However, actual movements in the risk variables may be greater or less than anticipated due to a number of factors, including unusually large market shocks resulting from changes in the performances of the economies, markets and securities in which the Fund invests. As a result, historic variations in risk variables are not a definitive indicator of future variations in the risk variables.

	Price risk		Interest rate risk		Foreign exchange risk	
	Impact on operating profit/Net assets attributable to unitholders					
	-10%	+10%	-1%	+1%	-10%	+10%
					NZD	NZD
	\$	\$	\$	\$	\$	\$
30 June 2020	(7,154,469)	7,154,469	(134,251)	134,251	-	-
30 June 2019	(8,537,935)	8,537,935	(158,519)	158,519	(67)	67

(c) Credit risk

Credit risk represents the risk that the counterparty to a financial instrument will fail to discharge an obligation and cause the Fund to incur a financial loss.

With respect to credit risk arising from the financial assets of the Fund, other than derivatives, the Fund's exposure to credit risk arises from default of the counterparty, with the current exposure equal to the fair value of these instruments as disclosed in the Statement of financial position. This does not represent the maximum risk exposure that could arise in the future as a result of changes in values, but best represents the current maximum exposure at year end.

Credit risk arising from derivative financial instruments is, at any time, limited to those with positive fair values.

There are no financial assets that are past due or impaired, or would otherwise be past due or impaired except for the terms having been renegotiated. The Fund minimises its exposure to credit risk on derivatives by only trading with top-tier financial institutions and closely monitors the level of exposure that it holds with each counterparty.

(i) Concentration of credit risk exposure

Concentrations of risk arise when a number of financial instruments or contracts are entered into with the same counterparty, or where a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions.

The Fund monitors its exposure to ensure concentrations of risk remain within acceptable levels. As at the end of the year, a significant proportion of the Fund's assets were held in financial assets and cash and cash equivalents, of which the majority was held with recognised and creditworthy custodian and brokers.

3 Financial risk management (continued)

(d) Liquidity risk

Liquidity risk is the risk that the Fund will encounter difficulty in meeting obligations associated with financial liabilities.

Maturity analysis for financial liabilities

Financial liabilities of the Fund comprise of outstanding settlements payable, distributions payable, other payables and net assets attributable to unitholders. Outstanding settlements payable as settled within 3 days after trade. Distributions payable and other payables have no contractual maturities but are typically settled within 30 days.

The table below analyses the Fund's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at reporting date to the contractual maturity date.

	Less than 1 month	1-6 months	6-12 months	Over 12 months	No stated maturity	Total \$
At 30 June 2020						
Management fees payable	77,218	-	-	-	-	77,218
Performance fee payable	4,554,670	-	-	-	-	4,554,670
Due to brokers	695,846	-	-	-	-	695,846
Distributions payable	5,161,374	-	-	-	-	5,161,374
Other payables	463,753	-	-	-	-	463,753
Net assets attributable to unitholders	<u>75,685,891</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>75,685,891</u>
Total liabilities	<u>86,638,752</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>86,638,752</u>

	Less than 1 month	1-6 months	6-12 months	Over 12 months	No stated maturity	Total \$
At 30 June 2019						
Management fees payable	89,575	-	-	-	-	89,575
Performance fee payable	433,057	-	-	-	-	433,057
Due to brokers	26,874	-	-	-	-	26,874
Other payables	11,897	-	-	-	-	11,897
Net assets attributable to unitholders	<u>101,141,789</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>101,141,789</u>
Total liabilities	<u>101,703,192</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>101,703,192</u>

Net assets attributable to unitholders are payable on demand, however the Responsible Entity has the power under the Fund Constitution to amend the timing of redemption payments.

4 Offsetting financial assets and financial liabilities

Financial assets and liabilities are offset and the net amount is reported in the Statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The gross and net positions of financial assets and liabilities that have been offset in the Statement of financial position are disclosed in the first three columns of the tables below.

Financial assets	Effects of offsetting on the Statement of financial position			Related amounts not offset		
	Gross amount of financial assets	Gross amounts set off in the Statement of financial position	Net amount of financial assets presented in the Statement of financial position	Amounts subject to master netting arrangements	Collateral pledged/received	Net Amount
	\$	\$	\$	\$	\$	\$
30 June 2020						
Derivative financial instruments (i)	-	-	-	-	-	-
Total	-	-	-	-	-	-
30 June 2019						
Derivative financial instruments (i)	77,924	-	77,924	(642)	-	77,282
Total	77,924	-	77,924	(642)	-	77,282
Financial liabilities	Effects of offsetting on the Statement of financial position			Related amounts not offset		
	Gross amount of financial liabilities	Gross amounts set off in the Statement of financial position	Net amount of financial liabilities presented in the Statement of financial position	Amounts subject to master netting arrangements	Collateral pledged/received	Net Amount
	\$	\$	\$	\$	\$	\$
30 June 2020						
Derivative financial instruments (i)	-	-	-	-	-	-
Total	-	-	-	-	-	-
30 June 2019						
Derivative financial instruments (i)	23,890	-	23,890	(642)	-	23,248
Total	23,890	-	23,890	(642)	-	23,248

The Fund presents the fair value of its derivative assets and liabilities on a gross basis. There were no derivative assets or liabilities that have been offset in the Statement of financial position.

4 Offsetting financial assets and financial liabilities (continued)

(i) Master netting arrangement

Agreements with derivative counterparties are based on the ISDA Master Agreement. Under the terms of these arrangements, the net position owing/receivable to a single counterparty in the same currency will be taken as owing/receivable and all the relevant arrangements terminated. These amounts have not been offset in the Statement of financial position, but have been presented separately in the above table.

5 Fair value measurement

The Fund measures and recognises the following assets and liabilities at fair value on a recurring basis:

- Financial assets/liabilities at fair value through profit or loss (see Note 6 and 7)
- Derivative financial instruments (see Note 8)

The Fund has no assets or liabilities measured at fair value on a non-recurring basis in the current year.

AASB 13 *Fair Value Measurement* requires disclosure of fair value measurements by level of the following fair value hierarchy:

- (a) quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1);
- (b) inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly (level 2); and
- (c) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (level 3).

(i) Fair value in an active market (level 1)

The fair value of financial assets and liabilities traded in active markets is based on their quoted market prices at the end of the year. Financial assets and liabilities are priced at last traded prices.

The Fund values its investments in accordance with the accounting policies set out in Note 2 to the financial statements. For the majority of its investments, the Fund relies on information provided by independent pricing services for the valuation of its investments which represents quoted prices in the active market.

A financial instrument is regarded as quoted in an active market if quoted prices for an identical asset are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

(ii) Fair value in an inactive or unquoted market (level 2 and level 3)

The fair value of financial assets and liabilities that are not traded in an active market is determined using valuation techniques. These include the use of recent arm's length market transactions, reference to the current fair value of a substantially similar other instrument, discounted cash flow techniques, option pricing models or any other valuation technique that provides a reliable estimate of prices obtained in actual market transactions.

Where discounted cash flow techniques are used, estimated future cash flows are based on management's best estimates and the discount rate used is a market rate at the end of the year applicable for an instrument with similar terms and conditions.

For other pricing models, inputs are based on market data at the end of the year. Fair values for unquoted equity investments are estimated, if possible, using applicable price/earnings ratios for similar listed companies adjusted to reflect the specific circumstances of the issuer.

The fair value of derivatives that are not exchange traded is estimated at the amount that the Fund would receive or pay to terminate the contract at the end of the year taking into account current market conditions (volatility and appropriate yield curve) and the current creditworthiness of the counterparties. The fair value of a forward currency contract is determined as a net present value of estimated future cash flows, discounted at appropriate market rates as at the valuation date.

5 Fair value measurement (continued)

(ii) Fair value in an inactive or unquoted market (level 2 and level 3) (continued)

Investments in other unlisted unit trusts are recorded at the redemption value per unit as reported by the investment managers of such funds.

Some of the inputs to these models may not be market observable and are therefore estimated based on assumptions.

The output of a model is always an estimate or approximation of a value that cannot be determined with certainty, and valuation techniques employed may not fully reflect all factors relevant to the positions the Fund holds. Valuations are therefore adjusted, where appropriate, to allow for additional factors including liquidity risk and counterparty risk.

In the March 2020, the COVID-19 outbreak was declared a pandemic by the World Health Organization. The outbreak and the response of Governments in dealing with the pandemic has had a significant impact on global and domestic economies and markets to which the Fund is exposed .

The Fund continues to determine net asset values with the frequency as set out in the Information Memorandum, consistently applying valuation policies and reflective of prevailing market conditions.

The Fund invests into unlisted convertible notes and equities. Whilst all valuations contain some element of uncertainty, the impact of COVID-19 on the markets in which the Fund is exposed to is not fully known due to limited transactional evidence since the outbreak of the pandemic. The valuation inputs are estimates based on the circumstances prevailing at balance date and may materially change depending on future economic conditions and other factors specific to the individual investments and consequently the fair value could change significantly over time.

Recognised fair value measurement

The tables below set out the Fund's financial assets and liabilities (by class) measured at fair value according to the fair value hierarchy as at 30 June 2020 and 30 June 2019.

As at 30 June 2020	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
Financial assets at fair value through profit or loss				
Equity securities	70,403,308	-	1,141,383	71,544,691
Unlisted convertible notes	-	-	625,604	625,604
Total	<u>70,403,308</u>	<u>-</u>	<u>1,766,987</u>	<u>72,170,295</u>

As at 30 June 2019	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
Financial assets at fair value through profit or loss				
Derivatives	77,282	642	-	77,924
Equity securities	83,078,648	-	1,496,000	84,574,648
Listed unit trusts	726,782	-	-	726,782
Total	<u>83,882,712</u>	<u>642</u>	<u>1,496,000</u>	<u>85,379,354</u>
Financial liabilities at fair value through profit or loss				
Derivatives	-	23,890	-	23,890
Total	<u>-</u>	<u>23,890</u>	<u>-</u>	<u>23,890</u>

5 Fair value measurement (continued)

Recognised fair value measurement (continued)

The level in which instruments are classified in the hierarchy is based on the lowest input that is significant to the fair value measurement in its entirety. Assessment of the significance of an input requires judgment after considering factors specific to the instrument.

The fair value of listed equity securities and publicly traded derivatives is based on quoted market prices or binding dealer price quotations at the reporting date, without any deduction for transaction costs.

The Fund's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the year.

The Fund uses widely recognised valuation models for determining fair values of over-the-counter derivatives. For these financial instruments, inputs into models are market observable.

The fair values of currency exchange contracts (forwards) are calculated by reference to current exchange rates for contracts with similar maturity and risk profiles.

For all other financial instruments, fair value is determined using valuation techniques. Valuation techniques include net present value techniques, comparison to similar instruments for which market observable prices exist and other relevant valuation models.

Quantitative information of significant unobservable inputs - Level 3:

Description	\$	Valuation techniques	Significant unobservable inputs	Range (weighted average)
As at 30 June 2020				
Unlisted equities	265,882	Earning Multiple	Earning Multiple	3x
Unlisted equities	875,501	Recent transaction*	Recent Transaction	n/a
Unlisted convertible notes	625,604	Recent Transaction*	Recent Transaction	n/a
Description	\$	Valuation techniques	Significant unobservable inputs	Range (weighted average)
As at 30 June 2019				
Unlisted equities	780,000	Earning Multiple	Earning Multiple	3x
Unlisted equities	716,000	Recent transaction*	n/a	n/a

5 Fair value measurement (continued)

Recognised fair value measurement (continued)

Sensitivity analysis to significant changes in unobservable inputs within level 3 hierarchy:

Description	Year	Inputs	Sensitivity used**	Effect on fair value \$
Unlisted equities	2020	Earning Multiple	1x	130,126
Unlisted equities	2020	Recent Transaction*	n/a	n/a
Unlisted convertible notes	2020	Recent Transaction*	n/a	n/a
Unlisted equities	2019	Recent Transaction*	1x	260,000
Unlisted equities	2019	Earning Multiple	n/a	n/a

* The fair value of the unlisted Level 3 financial instruments was based on their most recent purchase values.

** The sensitivity analysis refers to a percentage amount added or deducted from the input and the effect this has on the fair value.

(i) Transfers between levels

One asset was transferred from level 3 to level 1 during the year ended 30 June 2020 valued \$396,000. One asset was transferred from level 1 to level 3 during the year ended 30 June 2019 valued \$1,231,476.

(ii) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the movement in level 3 instruments by class of financial instrument.

	Unlisted equities and convertible notes \$
Opening balance 30 June 2019	1,496,000
Purchases	1,540,587
Sales	(644,601)
Transfers	(396,000)
Gains and losses recognised in profit and loss	<u>(228,999)</u>
Closing balance 30 June 2020	<u>1,766,987</u>

5 Fair value measurement (continued)

Recognised fair value measurement (continued)

(ii) Fair value measurements using significant unobservable inputs (level 3) (continued)

	Unlisted equities \$
Opening balance 30 June 2018	1,300,000
Purchases	1,718,427
Sales	(1,513,581)
Transfers	1,231,476
Gains and losses recognised in profit and loss	<u>(1,240,322)</u>
Closing balance 30 June 2019	<u>1,496,000</u>

(iii) Fair values of other financial instruments

Due to their short-term nature, the carrying amounts of receivables and payables approximate fair value.

6 Financial assets at fair value through profit or loss

	As at	
	30 June 2020	30 June 2019
	\$	\$
Financial assets at fair value through profit or loss		
Derivatives (Note 8)	-	77,924
Equity securities	72,170,295	84,574,648
Listed unit trusts	<u>-</u>	<u>726,782</u>
Total financial assets at fair value through profit or loss	<u>72,170,295</u>	<u>85,379,354</u>

7 Financial liabilities at fair value through profit or loss

	As at	
	30 June 2020	30 June 2019
	\$	\$
Financial liabilities at fair value through profit or loss		
Derivatives (Note 8)	<u>-</u>	<u>23,890</u>
Total financial liabilities at fair value through profit or loss	<u>-</u>	<u>23,890</u>

8 Derivative financial instruments

Typically, derivative contracts serve as components of the Fund's investment strategy and are utilised primarily to structure and hedge investments, to enhance performance and reduce risk to the Fund. The Fund does not designate any derivative as a hedging instrument for hedge accounting purposes. The derivative contracts that the Fund trades include forward currency contracts and warrants.

Derivatives often reflect at their inception only a mutual exchange of promises with little or no transfer of tangible consideration. However, these instruments frequently involve a high degree of leverage and are very volatile. A relatively small movement in the underlying security of a derivative contract may have a significant impact on the profit or loss of the Fund.

Derivatives do not qualify for hedge accounting and are classified as held for trading, with gains or losses arising from changes in fair value taken directly to net profit or loss for the year. The Fund holds the following derivative instruments:

(a) Forward currency contracts

Forward currency contracts are primarily used by the Fund to economically hedge against foreign currency exchange rate risks on its non-Australian dollar denominated trading securities. The Fund agrees to receive or deliver a fixed quantity of foreign currency for an agreed upon price on an agreed future date. Forward currency contracts are valued at the prevailing bid price at the end of each reporting period. The Fund recognises a gain or loss equal to the change in fair value at the end of each reporting period.

(b) Warrants

Warrants are an option to purchase additional securities from the issuer at a specified price during a specified period. Warrants are valued at the prevailing market price at the end of each reporting period. The Fund recognises a gain or loss equal to the change in fair value at the end of each reporting period.

There are no derivatives held by the Fund as at 30 June 2020. The table below summarised the Fund's derivatives held as at 30 June 2019.

	Contract/ Notional \$	Fair Values	
		Assets \$	Liabilities \$
30 June 2019			
Warrants	25,760,548	77,282	-
Forward currency contracts	<u>2,170,138</u>	<u>642</u>	<u>23,890</u>
	<u>27,930,686</u>	<u>77,924</u>	<u>23,890</u>

Risk exposures and fair value measurements

Information about the Fund's exposure to equity price risk, credit risk, foreign exchange risk, interest rate risk, liquidity risk and about the methods and assumptions used in determining fair values is provided in Note 3 to the financial statements. The maximum exposure to credit risk at the end of the year is the carrying amount of each class of derivative financial instruments disclosed above.

9 Net assets attributable to unitholders

The terms and conditions attached to the units are stated in Note 2(q), 2(r) and 2(s).

The movement in units of the Fund during the years ended are as follows:

	Year ended			
	30 June 2020 Units	30 June 2020 \$	30 June 2019 Units	30 June 2019 \$
Class A units				
Opening balance	48,515,691	63,378,681	47,522,719	59,313,038
Applications	9,116,755	13,487,037	11,765,231	14,113,770
Redemptions	(6,817,014)	(9,171,407)	(12,876,989)	(15,352,070)
Units issued upon reinvestment of distributions	-	-	2,104,730	2,616,466
Increase/(decrease) in net assets attributable to unitholders	-	7,991,580	-	2,687,477
Closing balance	<u>50,815,432</u>	<u>75,685,891</u>	<u>48,515,691</u>	<u>63,378,681</u>
Class B units				
Opening balance	31,685,417	37,763,108	24,389,628	27,605,120
Applications	-	-	4,733,504	5,000,000
Redemptions	(31,685,417)	(30,876,167)	(36,028)	(39,706)
Units issued upon reinvestment of distributions	-	-	2,598,313	2,913,391
Increase/(decrease) in net assets attributable to unitholders	-	(6,886,941)	-	2,284,303
Closing balance	<u>-</u>	<u>-</u>	<u>31,685,417</u>	<u>37,763,108</u>
Closing Balance	<u>50,815,432</u>	<u>75,685,891</u>	<u>80,201,108</u>	<u>101,141,789</u>

Class B Units rank equally with Class A Units with respect to redemptions, distributions and on winding up. Class B has different arrangements with respect to fees.

Capital management

As a result of the ability to issue and redeem units, the capital of the Fund can vary depending on the demand for subscriptions to and redemptions from the Fund. The Fund is not subject to externally imposed capital requirements and has no restrictions on the issue or redemption of units.

The Fund's objectives for managing capital are:

- To invest capital in accordance with the provisions of the Fund's Constitution and the current offer document.
- To pursue its investment objective which is consistent with the Constitution and offer document.

The policies and processes applied by the Fund in managing its capital are outlined in Note 2.

10 Distributions to unitholders

The distributions for the year were as follows:

	30 June 2020		As at	
	\$	CPU	30 June 2019	30 June 2019
			\$	CPU
Distributions - Class A units				
Distributions paid	-	-	216,260	0.45
Distributions payable	<u>5,161,374</u>	<u>10.16</u>	-	-
Total - Class A units	<u>5,161,374</u>	<u>10.16</u>	<u>216,260</u>	<u>0.45</u>
Distributions - Class B units				
1 October	11,540,000	36.43	-	-
Distributions paid	-	-	<u>192,704</u>	<u>0.61</u>
Total - Class B units	<u>11,540,000</u>	<u>36.43</u>	<u>192,704</u>	<u>0.61</u>
Total	<u>16,701,374</u>	<u>46.59</u>	<u>408,964</u>	<u>1.06</u>

The Fund settled the distributions for Class B of \$11,540,000 by way of in-specie asset transfer.

11 Cash and cash equivalents

For the purpose of the Statement of cash flows, cash and cash equivalents comprise:

	As at	
	30 June 2020	30 June 2019
	\$	\$
Cash at custodian	<u>13,425,125</u>	<u>15,851,863</u>
Total	<u>13,425,125</u>	<u>15,851,863</u>

Cash at custodian earns interest at floating rates based on negotiated deposit rates.

12 Reconciliation of profit/(loss) to net cash inflow/(outflow) from operating activities

	Year ended	
	30 June 2020	30 June 2019
	\$	\$
(a) Reconciliation of profit/(loss) to net cash inflow/(outflow) from operating activities		
Change in net assets attributable to unitholders	1,104,639	4,971,780
Distributions to unitholders	16,701,374	408,964
Proceeds from sale of financial instruments at fair value through profit or loss	157,476,491	136,192,459
Purchase of financial instruments at fair value through profit or loss	(160,817,753)	(129,591,362)
Net changes in fair value of financial assets and liabilities at fair value through profit or loss	(23,089,867)	(5,703,701)
Net change in receivables	(234,777)	(45,037)
Net change in payables	4,568,550	350,093
Net cash (outflow)/inflow from operating activities	(4,291,343)	6,583,196
(b) Non-cash financing activities		
Reinvestment of unitholder distributions	-	5,529,857
In-specie redemptions	28,432,539	-
In-specie distributions	11,540,000	-

13 Auditor's remuneration

During the year, the following fees were paid or payable for services provided by the auditor of the Fund.

	Year ended	
	30 June 2020	30 June 2019
	\$	\$
Fees to Ernst & Young		
Fees for auditing the statutory financial report	15,564	14,564
Fees for auditing the compliance plan	4,533	4,533
Fees for other services		
- Tax compliance	4,500	4,500
Total fees to Ernst & Young	24,597	23,597

The auditor's remuneration was borne by the Responsible Entity, Ellerston Capital Limited.

14 Other operating expenses

	Year ended	
	30 June 2020	30 June 2019
	\$	\$
Withholding tax expenses	31,475	61,188
Other expenses	-	163
Total	31,475	61,351

15 Other receivables

	As at	
	30 June 2020	30 June 2019
	\$	\$
GST refund receivable	373,135	23,031
Total	373,135	23,031

16 Other payables

	As at	
	30 June 2020	30 June 2019
	\$	\$
Redemption payable	561	8,000
Other payables	463,192	3,897
Total	463,753	11,897

17 Related party transactions

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party including financial or operational decisions.

Details of Key Management Personnel

(i) Directors

The Responsible Entity and the Directors of the Responsible Entity are considered to be key management personnel of the Fund.

The names of the Directors of the Responsible Entity in office during the year and until the date of this report are:

Ashok Jacob (Chairman)
Brian O'Sullivan
Michael Johnston
Guy Jalland
Chris Kourtis

17 Related party transactions (continued)

Details of Key Management Personnel (continued)

(ii) Compensation of key management personnel

No amount is paid by the Fund directly to the Directors of the Responsible Entity. Consequently, no compensation as defined in AASB 124 *Related Party Disclosures* is paid by the Fund to the Directors as Key Management Personnel.

Compensation is paid to the Responsible Entity in the form of fees as disclosed below.

Unitholding of Key Management Personnel

30 June 2020

Unitholder	Number of units held opening (Units)	Number of units held closing (Units)	Fair value of investment (\$)	Interest held (%)	Number of units acquired (Units)	Number of units disposed (Units)	Distributions paid/payable by the Fund (\$)
Alexandra Clarke	260,568	260,568	388,090	0.51%	-	-	26,466

30 June 2019

Unitholder	Number of units held opening (Units)	Number of units held closing (Units)	Fair value of investment (\$)	Interest held (%)	Number of units acquired (Units)	Number of units disposed (Units)	Distributions paid/payable by the Fund (\$)
Chris Kourtis	167,348	-	-	-	17,272	184,620	822
Alexandra Clarke	200,198	260,568	339,546	0.34%	60,370	-	1,159

Unitholding of Related Parties

30 June 2020

Unitholder	Number of units held opening (Units)	Number of units held closing (Units)	Fair value of investment (\$)	Interest held (%)	Number of units acquired (Units)	Number of units disposed (Units)	Distributions paid/payable by the Fund (\$)
QPIPO Trust	31,685,417	-	-	-	-	(31,685,417)	-
Ellerston Global Equity Managers Fund	5,515,439	3,716,068	5,534,712	7.31%	-	(1,799,371)	377,445

17 Related party transactions (continued)

Unitholding of Related Parties (continued)

30 June 2019

Unitholder	Number of units held opening (Units)	Number of units held closing (Units)	Fair value of investment (\$)	Interest held (%)	Number of units acquired (Units)	Number of units disposed (Units)	Distributions paid/payable by the Fund (\$)
QPIPO Trust	24,389,628	31,685,417	37,763,133	37.34%	7,331,816	36,027	-
Ellerston Global Equity Managers Fund	4,999,425	5,515,439	7,187,168	7.12%	516,014	-	-

Transactions with the Responsible Entity

The Responsible Entity receives from Class A a management fee of 1.2% per annum (2019: 1.2%) per annum (inclusive of the net effect of GST) of the gross asset value of the units. The Responsible Entity receives from Class B a management fee in the range of 1% per annum (2019: 1%) (inclusive of the net effect of GST) of the gross asset value of the units.

The Responsible Entity receives a performance fee of 20% per annum (30 June 2019: 20%) (inclusive of the net effect of GST) of the investment return over the return of the ASX Small Ordinaries Accumulation Index for Class A and ASX Small Industrials Accumulation Index for Class B, after recovering any underperformance in past periods, calculated and accrued daily and deducted from the assets after 30 June in each year in arrears. If the Fund underperforms against the benchmark during a calculation period, a performance fee will not be paid. Any underperformance will be carried forward to the following calculation period and must be recouped before any performance fees can commence to accrue or be paid.

Management fees and performance fees and performance fees paid and payable for the year are shown in the table below:

	30 June 2020 \$	30 June 2019 \$
Management fees expense	982,065	1,027,831
Performance fees expense	5,430,665	447,875
Management fees payable	77,218	89,575
Performance fees payable	4,554,670	433,057

18 Contingent assets, liabilities and commitments

The Fund did not have any contingent assets, liabilities or commitments as at 30 June 2020 and 30 June 2019.

19 Events occurring after the reporting period

There were no significant matters or circumstances that have arisen since the end of the year that have significantly affected, or may affect, the Fund's operations in future years, the results of those operations or the Fund's state of affairs in future years.

Directors' declaration

In accordance with a resolution of the Directors of Ellerston Capital Limited, I state that:

In the opinion of the Directors:

- (a) The financial statements and notes of the Fund are in accordance with the *Corporations Act 2001*, including:
 - (i) Giving a true and fair view of the Fund's financial position as at 30 June 2020 and of its performance for the year ended on that date; and
 - (ii) Complying with Australian Accounting Standards and *Corporations Regulations 2001*; and
- (b) The financial statements and notes also comply with International Financial Reporting Standards as disclosed in Note 2(b); and
- (c) There are reasonable grounds to believe that the Fund will be able to pay its debts as and when they become due and payable; and
- (d) The financial statements are in accordance with the provisions of the Fund's Constitution.

On behalf of the board



Brian O'Sullivan
Director

Sydney
30 October 2020



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Independent Auditor's Report to the Unitholders of Ellerston Australian MicroCap Fund

Opinion

We have audited the financial report of Ellerston Australian MicroCap Fund (the Fund), which comprises the statement of financial position as at 30 June 2020, the statement of comprehensive income, statement of changes in net assets attributable to unitholders and statement of cash flows for the year then ended, notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Fund is in accordance with the *Corporations Act 2001*, including:

- a) giving a true and fair view of the Fund's financial position as at 30 June 2020 and of its financial performance for the year ended on that date; and
- b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. 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 Fund in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and 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 in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Emphasis of Matter - Impact of Coronavirus (COVID-19) Outbreak on Valuation of Unlisted Investments

We draw attention to Note 5 of the financial report which describes the impact of the COVID-19 pandemic on the determination of fair value of unlisted investments and how this has been considered by the Directors in the preparation of the financial report. Due to the heightened degree of valuation uncertainty, fair values may change significantly and unexpectedly over a relatively short period of time. Our opinion is not modified in respect of this matter.



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Information Other than the Financial Report and Auditor's Report Thereon

The directors of Ellerston Capital Limited (the Responsible Entity) are responsible for the other information. The other information is the directors' report accompanying the financial report.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, 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.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

The directors of the Responsible Entity are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Fund or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are 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 the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and 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 this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



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- Obtain an understanding of internal control relevant to the audit 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 Fund's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

A handwritten signature in black ink that reads 'Ernst & Young' in a cursive script.

Ernst & Young

A handwritten signature in black ink that reads 'Rita Da Silva' in a cursive script.

Rita Da Silva
Partner
Sydney
30 October 2020