

# **Pendal Australian Share Fund**

ARSN 089 935 964

**Annual report - for the year ended  
30 June 2020**

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## Annual report - for the year ended 30 June 2020

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These financial statements cover Pendal Australian Share Fund as an individual entity.

The Responsible Entity of Pendal Australian Share Fund is Pendal Fund Services Limited (ABN 13 161 249 332).  
The Responsible Entity's registered office is Level 14, The Chifley Tower, 2 Chifley Square, Sydney, NSW 2000.

## Directors' report

The directors of Pendal Fund Services Limited, the Responsible Entity of the Pendal Australian Share Fund ("the Fund"), present their report together with the Fund's financial statements for the year ended 30 June 2020.

### Principal activities

During the year, the Fund continued to invest into the Pendal Australian Share Trust in accordance with the provisions of the governing documents. Through this investment, the Fund was exposed to Australian equities.

The Fund did not have any employees during the year.

There were no significant changes in the nature of the Fund's activities during the year.

### Directors

The following persons held office as directors of Pendal Fund Services Limited during the year or since the end of the year and up to the date of this report:

Richard Brandweiner (appointed 6 March 2019)  
 Justin Howell (appointed 7 May 2018)  
 Anthony Serhan (appointed 6 December 2019)  
 Cameron Williamson (appointed 15 November 2012)

### Review and results of operations

The directors and management continue to assess the potential financial and other impacts to the Fund of the actions taken to address the coronavirus (COVID-19) outbreak. The current high-level of uncertainty regarding the severity and length of the outbreak and the depth and duration of the associated effects on economic and business activity and on investment markets has impacted investment outcomes and increased volatility in investment performance during the year.

There have been no other significant changes to the Fund's operations since the previous financial year. The Fund continued to invest in accordance with the investment objectives and guidelines as set out in the governing documents of the Fund and the provisions of the Fund's Constitution.

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

	<b>Year ended</b>	
	<b>30 June 2020</b>	30 June 2019
Operating profit/(loss) (\$'000)	<b>(84,107)</b>	63,657
<i>Distributions</i>		
Distributions paid and payable (\$'000)	<b>48,182</b>	30,937
Distributions (cents per unit)	<b>10.235</b>	8.727

## Directors' report (continued)

The key differences, if any, between net assets for unit pricing purposes and net assets as reported in the financial statements prepared under Australian Accounting Standards have been outlined below:

	As at	
	30 June 2020	30 June 2019
	\$'000	\$'000
Redemption value of outstanding units	995,069	977,013
Adjustment for differences in valuation inputs	-	-
Net assets attributable to unitholders	995,069	977,013

### Significant changes in the state of affairs

In the opinion of the directors, there were no significant changes in the state of affairs of the Fund that occurred during the financial year.

### 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 objectives and guidelines as set out in the governing documents 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.

At the date of signing there is a high level of uncertainty regarding the depth and duration of the impacts on global and domestic economies, business activity and investment market indices from actions taken to address the COVID-19 outbreak. The directors and management will continue to manage and monitor this situation.

### Indemnity and insurance of officers

No insurance premiums are paid for out of the assets of the Fund for insurance cover provided to the officers of the Responsible Entity.

### Indemnity of auditors

The auditors of the Fund are in no way indemnified out of the assets of the Fund.

### Fees paid to and interests held in the Fund by the Responsible Entity or its associates

Fees paid to the Responsible Entity and its associates out of Fund property during the year are disclosed in note 10 to the financial statements.

No fees were paid out of Fund property directly to the directors of the Responsible Entity during the year.

The number of interests in the Fund held by the Responsible Entity or its associates as at the end of the financial year are disclosed in note 10 to the financial statements.

## Directors' report (continued)

### Interests in the Fund

The movement in units on issue in the Fund during the year is disclosed in note 6 to the financial statements.

The value of the Fund's assets and liabilities is disclosed in the balance sheet and derived using the basis set out in note 2 to the financial statements.

### Environmental regulation

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

### Rounding of amounts to the nearest thousand dollars

Amounts in the Directors' report have been rounded to the nearest thousand dollars in accordance with *Australian Securities & Investments Commission ("ASIC") Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191*, 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.

This report is made in accordance with a resolution of the directors.



Director



Director

Sydney  
10 September 2020



## *Auditor's Independence Declaration*

As lead auditor for the audit of Pental Australian Share Fund for the year ended 30 June 2020, I declare that 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, appearing to read 'S Cuthbert', written in a cursive style.

S Cuthbert  
Partner  
PricewaterhouseCoopers

Sydney  
10 September 2020

**PricewaterhouseCoopers, ABN 52 780 433 757**

*One International Towers Sydney, Watermans Quay, Barangaroo, GPO BOX 2650, SYDNEY NSW 2001*

*T: +61 2 8266 0000, F: +61 2 8266 9999, [www.pwc.com.au](http://www.pwc.com.au)*

*Level 11, 1PSQ, 169 Macquarie Street, Parramatta NSW 2150, PO Box 1155 Parramatta NSW 2124*

*T: +61 2 9659 2476, F: +61 2 8266 9999, [www.pwc.com.au](http://www.pwc.com.au)*

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**Pendal Australian Share Fund**  
**Statement of comprehensive income**  
**For the year ended 30 June 2020**

**Statement of comprehensive income**

	Notes	Year ended	
		30 June 2020 \$'000	30 June 2019 \$'000
<b>Income</b>			
Interest income		-	4
Distribution income		<b>64,881</b>	38,931
Net gains/(losses) on financial instruments held at fair value through profit or loss		<b>(141,151)</b>	30,116
<b>Total income/(loss)</b>		<b>(76,270)</b>	69,051
<b>Expenses</b>			
Responsible Entity's fees	10(d)	<b>7,836</b>	5,394
Other operating expenses		<b>1</b>	-
<b>Total operating expenses</b>		<b>7,837</b>	5,394
<b>Operating profit/(loss)</b>		<b>(84,107)</b>	63,657
<b>Profit/(loss) for the year</b>		<b>(84,107)</b>	63,657
Other comprehensive income		-	-
<b>Total comprehensive income for the year</b>		<b>(84,107)</b>	63,657

*The above statement of comprehensive income should be read in conjunction with the accompanying notes.*

**Pendal Australian Share Fund**  
**Balance sheet**  
**As at 30 June 2020**

**Balance sheet**

	Notes	As at	
		30 June 2020	30 June 2019
		\$'000	\$'000
<b>Assets</b>			
Cash and cash equivalents	8	5	5
Unsettled sales		746	-
Accrued income		14,456	17,424
Receivables		36	31
Financial assets held at fair value through profit or loss	9	985,393	973,587
<b>Total assets</b>		<b>1,000,636</b>	991,047
<b>Liabilities</b>			
Distribution payable	7	3,971	13,171
Payables		1,596	863
<b>Total liabilities</b>		<b>5,567</b>	14,034
<b>Net assets attributable to unitholders - equity</b>	6	<b>995,069</b>	977,013

*The above balance sheet should be read in conjunction with the accompanying notes.*



**Pendal Australian Share Fund  
Statement of changes in equity  
For the year ended 30 June 2020**

**Statement of changes in equity**

	Notes	Year ended	
		30 June 2020 \$'000	30 June 2019 \$'000
<b>Total equity at the beginning of the financial year</b>		<b>977,013</b>	-
Reclassification due to Attribution Managed Investment Trust ("AMIT") tax regime implementation*	6	-	568,365
<b>Comprehensive income for the year</b>			
Profit/(loss) for the year		<b>(84,107)</b>	63,657
Other comprehensive income		-	-
<b>Total comprehensive income for the year</b>		<b>(84,107)</b>	63,657
<b>Transactions with unitholders</b>			
Applications	6	<b>224,586</b>	407,745
Redemptions	6	<b>(119,293)</b>	(77,451)
Units issued upon reinvestment of distributions	6	<b>45,052</b>	45,634
Distributions paid and payable	7	<b>(48,182)</b>	(30,937)
<b>Total transactions with unitholders</b>		<b>102,163</b>	344,991
<b>Total equity at the end of the financial year</b>		<b>995,069</b>	977,013

\* Effective from 1 July 2018, the Fund's units were reclassified from financial liability to equity.

*The above statement of changes in equity should be read in conjunction with the accompanying notes.*

**Pendal Australian Share Fund**  
**Statement of cash flows**  
**For the year ended 30 June 2020**

**Statement of cash flows**

	Year ended	
	30 June 2020	30 June 2019
	Notes \$'000	\$'000
<b>Cash flows from operating activities</b>		
Proceeds from sale of financial instruments held at fair value through profit or loss	104,194	58,161
Purchase of financial instruments held at fair value through profit or loss	(35,156)	(38,555)
Interest received	-	4
Distributions received	2,787	19,319
Responsible Entity's fees received/(paid)	(7,846)	(5,151)
Payment of other expenses	(7)	(9)
<b>Net cash inflow/(outflow) from operating activities</b>	<b>63,972</b>	<b>33,769</b>
	13(a)	
<b>Cash flows from financing activities</b>		
Proceeds from applications by unitholders	66,908	68,927
Payments for redemptions by unitholders	(118,550)	(77,393)
Distributions paid	(12,330)	(25,317)
<b>Net cash inflow/(outflow) from financing activities</b>	<b>(63,972)</b>	<b>(33,783)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>-</b>	<b>(14)</b>
Cash and cash equivalents at the beginning of the year	5	19
<b>Cash and cash equivalents at the end of the year</b>	<b>5</b>	<b>5</b>
	8	
Non-cash transactions	13(b)	

*The above statement of cash flows should be read in conjunction with the accompanying notes.*

## **1 General information**

These financial statements cover Pendal Australian Share Fund ("the Fund") as an individual entity. The Fund was constituted on 16 April 1992.

The Responsible Entity of the Fund is Pendal Fund Services Limited ("the Responsible Entity"). The Responsible Entity's registered office is Level 14, The Chifley Tower, 2 Chifley Square, Sydney, NSW 2000. The financial statements are presented in Australian currency.

During the year, the Fund continued to invest into the Pendal Australian Share Trust in accordance with the provisions of the governing documents. Through this investment, the Fund was exposed to Australian equities.

The financial statements were authorised for issue by the directors of the Responsible Entity on 10 September 2020. The directors of the Responsible Entity have the power to amend and reissue the financial statements.

## **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 to all years presented, unless otherwise stated.

### **(a) Basis of preparation**

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Accounting Standards Board and the *Corporations Act 2001* in Australia. The Fund is a for-profit unit trust for the purpose of preparing the financial statements.

The financial statements are prepared on the basis of fair value measurement of assets and liabilities except where otherwise stated.

The balance sheet is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and do not distinguish between current and non-current. All balances are expected to be recovered or settled within 12 months, except for financial assets at fair value through profit or loss.

The Fund manages financial assets at fair value through profit or loss based on the economic circumstances at any given point in time, as well as to meet any liquidity requirements. As such it is expected that a portion of the portfolio will be realised within 12 months, however an estimate cannot be reliably determined at the end of the reporting period.

In the case of net assets attributable to unitholders, the units are redeemed on demand at the unitholder's option. However holders of these instruments typically retain them for the medium to long term. As such the amount expected to be settled within 12 months cannot be reliably determined at the end of the reporting period.

#### *(i) Compliance with International Financial Reporting Standards*

The financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

#### *(ii) Comparatives*

Certain comparative figures have been restated to conform with the financial statement presentation adopted for the current year.

#### *(iii) New and amended standards adopted by the Fund*

Other than as noted below, 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 amounts recognised in the prior periods or will affect the current or future periods.

## 2 Summary of significant accounting policies (continued)

### (a) Basis of preparation (continued)

*(iii) New and amended standards adopted by the Fund (continued)*

*Adoption of AASB 16 Leases ("AASB 16")*

AASB 16 became effective for annual periods beginning on or after 1 January 2019. The adoption of this standard had no impact on the Fund's accounting policies nor the amounts recognised in the financial statements as the Fund does not hold leases.

### (b) Financial instruments

*(i) Recognition/derecognition*

The Fund recognises financial instruments ("investments") on the date it becomes party to the contractual agreement and recognises changes in the value of the financial instruments from this date.

Financial assets are derecognised when the contractual right to cash flows from the investments has expired or has been transferred, and the Fund has transferred substantially all of the risks and rewards of ownership.

*(ii) Classification*

The Fund classifies its financial instruments based on its business model for managing its investments and their contractual cash flow characteristics. The Fund's investments are managed and performance is evaluated on a fair value basis in accordance with the Fund's documented investment strategy. The Fund's policy is for the Responsible Entity to evaluate the information about the investments on a fair value basis together with other related financial information.

For unlisted unit trusts, the contractual cash flows are not solely principal and interest. Consequently, these investments are measured at fair value through profit or loss.

*(iii) Measurement*

At initial recognition, a financial asset is measured at fair value. Transaction costs associated with financial assets carried at fair value through profit or loss are expensed in the statement of comprehensive income.

Subsequent to initial recognition, all financial assets at fair value through profit or loss are measured at fair value. Gains and losses arising from changes in the fair value of financial assets at fair value through profit or loss are presented in the statement of comprehensive income within net gains/(losses) on financial instruments held at fair value through profit or loss in the period in which they arise.

Refer to note 4 for further details on how the fair values of financial instruments are determined.

### (c) Net assets attributable to unitholders

Units are redeemable at the unitholder's option, however applications and redemptions may be suspended by the Responsible Entity if it is in the best interests of unitholders. The units are classified as equity as the Fund has only one class of units and no contractual obligation to pay distributions.

A unitholder can redeem units at any time for cash based on the redemption price, which is equal to a proportionate share of the Fund's net asset value.

## 2 Summary of significant accounting policies (continued)

### (c) Net assets attributable to unitholders (continued)

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

- 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 attributed to the puttable financial instrument over its life are based substantially on the profit or loss of the Fund.

### (d) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash at bank, deposits held at call with financial institutions and investments in cash management trusts.

Payments and receipts relating to the purchase and sale of financial assets are classified as cash flows from operating activities, as movements in the fair value of these securities represent the Fund's main income generating activity.

### (e) Accrued income

Accrued income may include amounts owed to the Fund for trust distributions and interest. Trust distributions are accrued when the right to receive payment is established. Interest is accrued from the time of last payment. Amounts are generally received within 45 days of being recorded as receivables.

### (f) Unsettled sales/purchases

Unsettled sales/purchases represent receivables for securities sold and/or payables for securities purchased that have been contracted for but not yet delivered by the end of the reporting period.

These amounts are recognised initially at fair value and subsequently measured at amortised cost. At each reporting date, the Fund measures the loss allowance on unsettled sales/purchases at an amount equal to the lifetime expected credit losses if the credit risk has increased significantly since initial recognition. If, at the reporting date, the credit risk has not increased significantly since initial recognition, the Fund measures the loss allowance at an amount equal to 12-month expected credit losses. The amount of the impairment loss is recognised in the statement of comprehensive income within other expenses.

### (g) Receivables

Receivables include such items as Reduced Input Tax Credits ("RITC") and application monies receivable from unitholders.

### (h) Payables

Payables include liabilities, accrued expenses and redemption monies owing by the Fund which are unpaid as at the end of the reporting period.

Where the Fund has distributed income, a separate distribution payable is recognised in the balance sheet as at the end of each reporting period where this amount remains unpaid as at the end of the reporting period.

### (i) Investment income

Interest income is recognised in the statement of comprehensive income for all financial instruments that are not held at fair value through profit or loss as it accrues.

## **2 Summary of significant accounting policies (continued)**

### **(i) Investment income (continued)**

Trust distributions (including distributions from cash management trusts) are recognised on an entitlements basis.

### **(j) Expenses**

All expenses, including Responsible Entity's fees, are recognised in the statement of comprehensive income on an accruals basis.

### **(k) 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.

Financial instruments held at fair value may include unrealised capital gains. Should such a gain be realised, that portion of the gain that is subject to capital gains tax will be included in the Fund's taxable income for distribution/attribution, so that the Fund is not subject to capital gains tax.

Realised capital losses are not distributed to unitholders but are retained in the Fund to be offset against any realised capital gains. If realised capital gains exceed realised capital losses, the excess is distributed or attributed to unitholders.

To the extent allowable by taxation legislation, the benefits of imputation credits and foreign tax paid are passed on to unitholders.

### **(l) Distributions**

In accordance with the Fund's Constitution, the Responsible Entity is entitled to determine the amounts to be distributed to unitholders. The distributions are recognised in the statement of changes in equity.

### **(m) Goods and Services Tax ("GST")**

The GST incurred on the costs of various services provided to the Fund, such as management fees, has been passed onto the Fund. The Fund qualifies for RITC, hence fees and other expenses have been recognised in the statement of comprehensive income net of the amount of GST recoverable from the Australian Taxation Office ("ATO"). Accounts payable are inclusive of GST. The net amount of GST recoverable from the ATO is included in receivables in the balance sheet. Cash flows relating to GST are included in the statement of cash flows on a gross basis.

### **(n) Use of estimates**

Management makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. Estimates are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

For the majority of the financial instruments held, quoted market prices are readily available.

For certain other financial instruments, including unsettled sales and purchases and payables, the carrying amounts approximate fair value due to the short-term nature of these financial instruments.

For more information on how fair value is calculated refer to note 4.

## 2 Summary of significant accounting policies (continued)

### (o) New accounting standards and interpretations

A number of new accounting standards and interpretations have been published that are not mandatory for the 30 June 2020 reporting period. None of these are expected to have a material effect on the financial statements of the Fund.

### (p) Rounding of amounts

The Fund is an entity of the kind referred to in *Australian Securities & Investments Commission ("ASIC") Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191*, relating to the 'rounding off' amounts in the financial statements. Amounts in the financial statements have been rounded off to the nearest thousand dollars, unless otherwise indicated.

## 3 Financial risk management

The Fund's activities expose it to a variety of financial risks: market risk (including price risk, foreign exchange risk and interest rate risk), credit risk and liquidity risk.

The Fund's overall risk management program focuses on ensuring compliance with its governing documents and seeks to maximise the returns derived for the level of risk to which the Fund is exposed. Financial risk management is carried out by the investment manager.

The Fund uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and price risks and ratings analysis for credit risk.

The investment manager mitigates these financial risks through diversification and a careful selection of securities and other financial instruments within specified limits.

The Fund's performance exceptions to its benchmark are reported to senior management committees on a regular basis.

The directors and management continue to assess the potential financial and other impacts to the Fund of the actions taken to address the coronavirus (COVID-19) outbreak. The current high-level of uncertainty regarding the severity and length of the outbreak and the depth and duration of the associated effects on economic and business activity and on investment markets has impacted investment outcomes and increased volatility in investment performance during the year.

At the date of signing there is a high level of uncertainty regarding the depth and duration of the impacts on global and domestic economies, business activity and investment market indices from actions taken to address the COVID-19 outbreak. The directors and management will continue to manage and monitor this situation.

### (a) Market risk

#### (i) Price risk

Price risk is the risk that the fair value of a financial instrument will fluctuate because of changes in market prices.

Price risk arises on investments held for which prices in the future are uncertain. These are classified in the balance sheet as at fair value through profit or loss. All security investments present a risk of loss of capital.

Exceptions to compliance are reported to management on a regular basis.

The table presented in note 3(b) summarises sensitivity analysis to price risk.

### 3 Financial risk management (continued)

#### (a) Market risk (continued)

##### (ii) Foreign exchange risk

Foreign exchange risk arises as the value of monetary securities denominated in other currencies fluctuates due to changes in exchange rates. The foreign exchange risk relating to non-monetary assets and liabilities is a component of price risk and not foreign exchange risk.

The Fund does not hold any monetary assets denominated in currencies other than the Australian dollar as at 30 June 2020 and 30 June 2019.

##### (iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Changes in interest rates can have a direct or indirect impact on the investment value and/or returns of all types of assets.

The Fund does not have any significant direct exposure to interest rate risk.

#### (b) Summarised sensitivity analysis

The following table summarises the sensitivity of the operating profit and net assets attributable to unitholders to price risk. The analysis is based on reasonably possible movements in the risk variables applied to the Fund's net assets. The reasonably possible movements in the risk variables have been determined based on management estimates, having regard to a number of factors including historical levels of changes in market indices, security prices and/or benchmark returns, interest rates and foreign exchange rates. However actual movements in the risk variables may be greater or less than anticipated due to a number of factors. As a result historic variations in risk variables are not a definitive indicator of future variations in the risk variables.

The reasonably possible movements in the risk variables are based on long term averages consistent with the investing profile of the Fund. Though there have been significant movements in the year as a result of COVID-19, the long term reasonably possible movements have remained consistent.

As at	Impact on operating profit/(loss)/Net assets attributable to unitholders	
	Price risk	
	-15% (2019: -15%) \$'000	+15% (2019: +15%) \$'000
<b>30 June 2020</b>	<b>(147,809)</b>	<b>147,809</b>
30 June 2019	(146,038)	146,038

In determining the impact of an increase/(decrease) in net assets attributable to unitholders arising from market risk, the Responsible Entity has considered prior period and expected future movements of the portfolio based on market information.



### **3 Financial risk management (continued)**

#### **(c) Credit risk**

Credit risk is the risk that a counterparty will be unable to pay amounts in full when they fall due, causing a financial loss to the Fund.

Credit risk primarily arises from cash and cash equivalents, deposits with banks and other financial institutions and amounts due from brokers.

The assets of the Fund are not impaired.

The Fund determines credit risk and measures expected credit losses for financial assets measured at amortised cost using probability of default, exposure at default and loss given default. Management consider both historical analysis and forward looking information in determining any expected credit loss. Management considers the probability of default to be close to zero as these financial assets have a low risk of default and the counterparties have a strong capacity to meet their contractual obligations in the near term. As a result, no loss allowance has been recognised based on 12-month expected credit losses as any such impairment would be insignificant to the Fund.

Investments in unlisted unit trusts are exposed to credit risk.

Concentrations of direct credit risk are minimised primarily by:

- ensuring counterparties, together with the respective credit limits, are approved,
- ensuring that transactions are undertaken with a number of counterparties, and
- ensuring that the majority of transactions are undertaken on recognised exchanges.

Exceptions to compliance are reported to management on a regular basis.

There were no significant direct concentrations of credit risk to counterparties as at 30 June 2020 or 30 June 2019.

#### **(d) Liquidity risk**

Liquidity risk is the risk that sufficient cash resources may not be able to be generated to settle obligations in full as they fall due or can only do so on terms that are materially disadvantageous.

The Fund is exposed to daily cash redemptions of redeemable units. The liquidity risk associated with the need to meet redemption requests is mitigated by maintaining adequate liquidity to fulfil usual redemption volumes.

The risk management guidelines adopted are designed to minimise liquidity risk through:

- ensuring that there is no significant exposure to illiquid or thinly traded financial instruments, and
- applying limits to ensure there is no concentration of liquidity risk to a particular counterparty.

Exceptions to the above are reported to management on a regular basis.

##### *(i) Maturities of non-derivative financial liabilities*

The non-derivative financial liabilities of the Fund comprise distribution payable, unsettled purchases and payables. These have no contractual maturities but are typically settled within 30 days.

Net assets attributable to unitholders are redeemable at the unitholder's option, however, as permitted under the governing documents, management may decide to delay payment of the redemption amount if it is in the best interests of unitholders.

#### 4 Fair value measurement

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

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

Investments are valued in accordance with the accounting policies set out in note 2 to the financial statements.

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

The fair value of financial assets that are not traded in an active market is determined by using quoted market prices, dealer quotes and/or valuation techniques.

Unlisted unit trusts are valued at the redemption value per unit as reported by the managers of such funds.

##### (i) Recognised fair value measurements

The following table presents the financial assets measured and recognised at fair value by fair value hierarchy levels:

As at 30 June 2020	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>Financial assets</b>				
Financial assets held at fair value through profit or loss:				
Unlisted unit trusts	-	985,393	-	985,393
<b>Total</b>	-	985,393	-	985,393

There were no financial liabilities measured and recognised at fair value as at 30 June 2020.

As at 30 June 2019	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>Financial assets</b>				
Financial assets held at fair value through profit or loss:				
Unlisted unit trusts	-	973,587	-	973,587
<b>Total</b>	-	973,587	-	973,587

There were no financial liabilities measured and recognised at fair value as at 30 June 2019.

Transfers into and transfers out of the fair value hierarchy levels are recognised at the end of the reporting period.

##### (ii) Transfers between levels

There were no transfers between levels as at 30 June 2020 or 30 June 2019.

#### 4 Fair value measurement (continued)

##### (iii) Valuation processes

Management undertakes regular portfolio reviews to identify securities that may not be actively traded or have stale security pricing and could be regarded as level 2 or level 3 securities. Further analysis, should it be required, is undertaken to determine the accounting significance of the identified securities. In the event that the security is not actively traded an assessment is performed by management to determine the appropriate valuation price to use that is most representative of fair value.

##### (b) Fair values of non-financial instruments

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

#### 5 Remuneration of auditors

	Year ended	
	30 June 2020	30 June 2019
	\$	\$
<i>Audit and other assurance services</i>		
Audit of financial statements	8,674	10,650
Other services*	3,824	1,137
Total remuneration for audit and other assurance services	12,498	11,787

\* Other services include compliance plan audit and controls reporting.

Audit fees were paid by the Responsible Entity for the years ended 30 June 2020 and 30 June 2019.

#### 6 Net assets attributable to unitholders

Movements in the number of units and net assets attributable to unitholders during the year were as follows:

	30 June 2020	30 June 2019	30 June 2020	30 June 2019
	No. '000	No. '000	\$'000	\$'000
Opening balance	467,568	280,804	977,013	568,365
Profit/(loss) for the year	-	-	(84,107)	63,657
Applications	104,598	202,693	224,586	407,745
Redemptions	(60,637)	(38,771)	(119,293)	(77,451)
Units issued upon reinvestment of distributions	21,592	22,842	45,052	45,634
Distributions paid and payable	-	-	(48,182)	(30,937)
Closing balance	533,121	467,568	995,069	977,013

As stipulated within the Fund's Constitution, each unit represents a right to an individual share in the Fund and does not extend to a right to the underlying assets of the Fund. There are no separate classes of units and each unit has the same rights attached to it as all other units of the Fund.

## 6 Net assets attributable to unitholders (continued)

### (a) Capital risk management

Management manages the Fund's net assets attributable to unitholders as capital. The amount of net assets attributable to unitholders can change significantly on a daily basis as the Fund is subject to daily applications and redemptions at the discretion of unitholders.

Management monitors the level of daily applications and redemptions relative to the liquid assets in the Fund. In the event of a significant redemption, as permitted under the governing documents, management may decide to pay a special distribution and/or may delay payment of the redemption amount.

## 7 Distributions to unitholders

	Year ended			
	30 June 2020 \$'000	30 June 2020 CPU	30 June 2019 \$'000	30 June 2019 CPU
Distributions paid				
- 30 September	7,427	1.610	5,088	1.710
- 31 December	8,671	1.900	6,843	2.300
- 17 January	22,768	4.980	-	-
- 31 March	5,345	1.000	5,835	1.900
Distribution payable				
- 30 June	3,971	0.745	13,171	2.817
	<b>48,182</b>	<b>10.235</b>	<b>30,937</b>	<b>8.727</b>

## 8 Cash and cash equivalents

	As at	
	30 June 2020 \$'000	30 June 2019 \$'000
Cash at bank	5	5
Total cash and cash equivalents	<b>5</b>	<b>5</b>

## 9 Financial assets held at fair value through profit or loss

	As at	
	30 June 2020 Fair value \$'000	30 June 2019 Fair value \$'000
<b>Financial assets held at fair value through profit or loss</b>		
Unlisted unit trusts	985,393	973,587
<b>Total financial assets held at fair value through profit or loss</b>	<b>985,393</b>	<b>973,587</b>
<b>Unlisted unit trusts</b>		
Units in Australian equity trusts	985,393	973,587
Total unlisted unit trusts	985,393	973,587
<b>Total financial assets held at fair value through profit or loss</b>	<b>985,393</b>	<b>973,587</b>

An overview of the risk exposures and fair value measurements relating to financial assets at fair value through profit or loss is included in note 3 and note 4.

## 10 Related party transactions

### (a) Responsible Entity

The Responsible Entity of the Fund is Pendal Fund Services Limited (ABN 13 161 249 332), a wholly owned subsidiary of Pendal Group Limited (ABN 28 126 385 822). The registered office of the Responsible Entity and the Fund is Level 14, The Chifley Tower, 2 Chifley Square, Sydney, NSW 2000.

### (b) Directors

The directors of Pendal Fund Services Limited during the financial year or since the end of the year and up to the date of this report were as follows:

Richard Brandweiner (appointed 6 March 2019)  
Justin Howell (appointed 7 May 2018)  
Anthony Serhan (appointed 6 December 2019)  
Cameron Williamson (appointed 15 November 2012)

### (c) Other key management personnel

There was no other person with responsibility for planning, directing and controlling the activities of the Fund, directly or indirectly, during the financial year.

### (d) Responsible Entity's/manager's fees and other transactions

For the year ended 30 June 2020, in accordance with the Fund's governing documents, the Fund incurred a total management fee of 0.79% (inclusive of GST, net of RITC available to the Fund) per annum (2019: 0.79%).

This fee is partially paid out of the Fund and partially out of the assets of the underlying fund into which the Fund invests. The latter is reflected in the daily unit prices for the underlying fund.

All expenses in connection with the preparation of accounting records and the maintenance of the unit register are fully borne by the Responsible Entity.

## 10 Related party transactions (continued)

### (d) Responsible Entity's/manager's fees and other transactions (continued)

All related party transactions are conducted on normal commercial terms and conditions. The transactions during the year and amounts payable/(receivable) at the end of each reporting period between the Fund and the Responsible Entity were as follows:

	30 June 2020 \$'000	30 June 2019 \$'000
Management fees incurred by the Fund #	7,836	5,394
Aggregate amounts payable/(receivable) to/(from) the Responsible Entity at the end of the reporting period	638	648

# This represents the amount paid out of the Fund to the Responsible Entity. In addition to this amount, the total fee charged also includes the fee charged in the underlying fund.

Where the Fund invests into another fund, the Responsible Entity's fee is calculated after rebating the fee charged in the underlying fund. As a consequence, the amounts shown in the statement of comprehensive income reflect only the amount of the fee charged directly to the Fund.

### (e) Related party unitholdings

Parties related to the Fund (including the Responsible Entity, its related parties and other funds managed by the Responsible Entity) held units in the Fund as follows:

#### 30 June 2020

	Number of units held opening	Number of units held closing	Interest held	Number of units acquired	Number of units disposed	Distributions paid/payable by the Fund
Unitholder	000's Units	000's Units	%	000's Units	000's Units	\$'000
Retirement Wrap	163,545	229,566	43.06	97,830	(31,809)	17,174

#### 30 June 2019

	Number of units held opening	Number of units held closing	Interest held	Number of units acquired	Number of units disposed	Distributions paid/payable by the Fund
Unitholder	000's Units	000's Units	%	000's Units	000's Units	\$'000
Retirement Wrap	-	163,545	34.98	169,574	(6,029)	4,609

Other funds related to the Responsible Entity hold units in the Fund but these funds do not meet the definition of related parties under the Australian Accounting Standards and as such unitholdings are not required to be disclosed.

## 10 Related party transactions (continued)

### (f) Transactions with key management personnel

Key management personnel services are provided by Pendal Fund Services Limited and included in the management fees disclosed in (d) above. There is no separate charge for these services. There was no compensation paid directly by the Fund to any of the key management personnel.

The Fund has not made, guaranteed or secured, directly or indirectly, any loans to the key management personnel or their personally related entities at any time during the reporting period.

#### *Key management personnel unitholdings*

At 30 June 2020 no key management personnel held units in the Fund (2019: Nil).

### (g) Investments

The Fund held the following investments including funds which are also managed by the Responsible Entity or its related parties:

#### 30 June 2020

	Fair value of investment \$'000	Interest held %	Distributions received/ receivable \$'000	Units acquired during the year 000's Units	Units disposed during the year 000's Units
Parent - Pendal Australian Share Trust	985,393	66.42	64,881	116,521	(51,424)

#### 30 June 2019

	Fair value of investment \$'000	Interest held %	Distributions received/ receivable \$'000	Units acquired during the year 000's Units	Units disposed during the year 000's Units
Parent - Pendal Australian Share Trust	973,587	56.39	38,931	198,980	(28,154)

Distributions received/receivable includes the following amounts which remain unpaid at the end of each reporting period:

	As at	
	30 June 2020 \$'000	30 June 2019 \$'000
<b>Distributions receivable</b>		
Pendal Australian Share Trust	14,456	17,424

### (h) Other transactions within the Fund

Apart from those details disclosed in this note, no key management personnel have entered into a material contract with the Fund during the financial year and there were no material contracts involving key management personnel's interests existing at the end of the reporting period.

## 11 Investments in unconsolidated subsidiaries

The following subsidiary is recorded at fair value within financial assets held at fair value through profit or loss.

Name of entity	Place of business	Fair value		Ownership interest held by the Fund	
		30 June 2020	30 June 2019	30 June 2020	30 June 2019
		\$'000	\$'000	%	%
Pendal Australian Share Trust	Australia	985,393	973,587	66.42	56.39

## 12 Structured entities

A structured entity is an entity in which voting or similar rights are not the dominant factor in deciding control. Structured entities are generally created to achieve a narrow and well defined objective with restrictions around their ongoing activities. Depending on the Fund's power over the activities of the entity and its exposure to and ability to influence its own returns, it may control the entity. However, the Fund applies the Investment Entity Exemption available under AASB 10 *Consolidated Financial Statements* and therefore does not consolidate its controlled entities (refer to note 11). In other cases it may have exposure to such an entity but not control it.

An interest in a structured entity is any form of contractual or non-contractual involvement which creates variability in returns arising from the performance of the entity for the Fund. Such interests include holdings of units in unlisted trusts. The nature and extent of the Fund's interests in structured entities are summarised in note 9. Income earned and realised and unrealised gains/(losses) from structured entity investments are disclosed within the statement of comprehensive income.

The Fund has exposures to unconsolidated structured entities through its investment activities. The Fund's maximum exposure to loss is restricted to the carrying value of the asset.

The Fund's overall risk management program focuses on ensuring compliance with its governing documents and seeks to maximise the returns derived for the level of risk to which the Fund is exposed. The risks associated with the investments are referred to in note 3.

During the year the Fund did not provide financial support to unconsolidated structured entities and has no intention of providing financial or other support.

The Fund's investment strategy entails investments in other funds on a regular basis. The Fund intends to continue investing in other funds.

As at 30 June 2020, there were no capital commitment obligations other than what is in unsettled sales or unsettled purchases in the balance sheet (2019: \$Nil).



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

	Year ended	
	30 June 2020	30 June 2019
	\$'000	\$'000
<b>(a) Reconciliation of operating profit/(loss) to net cash inflow/(outflow) from operating activities</b>		
Operating profit/(loss) for the year	(84,107)	63,657
Proceeds from sale of financial instruments held at fair value through profit or loss	104,194	58,161
Purchase of financial instruments held at fair value through profit or loss	(35,156)	(38,555)
Net (gains)/losses on financial instruments held at fair value through profit or loss	141,151	(30,116)
Income reinvested	(65,063)	(35,498)
Net change in accrued income and receivables	2,963	15,877
Net change in payables	(10)	243
<b>Net cash inflow/(outflow) from operating activities</b>	<b>63,972</b>	<b>33,769</b>
 <b>(b) Non-cash transactions</b>		
Distribution payments satisfied by the issue of units under the distribution reinvestment plan	45,052	45,634
Applications received as non-cash contributions	157,678	338,818
Purchases settled as non-cash purchases	(157,678)	(338,818)

### 14 Events occurring after the reporting period

No significant events have occurred since the end of the reporting period which would impact on the financial position of the Fund disclosed in the balance sheet as at 30 June 2020 or on the results and cash flows of the Fund for the year ended on that date.

### 15 Contingent assets and liabilities and commitments

There are no outstanding contingent assets, liabilities or commitments as at 30 June 2020 and 30 June 2019.

## Directors' declaration

In the opinion of the directors of the Responsible Entity:

- (a) the financial statements and notes set out on pages 6 to 24 are in accordance with the *Corporations Act 2001*, including:
  - (i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements, and
  - (ii) giving a true and fair view of the Fund's financial position as at 30 June 2020 and of its performance for the financial year ended on that date,
- (b) 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
- (c) note 2(a) confirms that the financial statements comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

This declaration is made in accordance with a resolution of the directors.



Director



Director

Sydney  
10 September 2020



## Independent auditor's report

To the unitholders of Pental Australian Share Fund

### Our opinion

In our opinion:

The accompanying financial report of Pental Australian Share Fund (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 then ended
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

### What we have audited

The financial report comprises:

- the balance sheet as at 30 June 2020
- the statement of comprehensive income for the year then ended
- the statement of changes in equity for the year then ended
- the statement of cash flows for the year then ended
- the notes to the financial statements, which include a summary of significant accounting policies
- the directors' declaration.

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

### Independence

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.

### Other information

The directors of the Responsible Entity are responsible for the other information. The other information comprises the information included in the Fund's annual report for the year ended 30 June 2020, including the directors' report, but does not include the financial report and our auditor's report thereon.

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#### **PricewaterhouseCoopers, ABN 52 780 433 757**

One International Towers Sydney, Watermans Quay, Barangaroo, GPO BOX 2650, SYDNEY NSW 2001

T: +61 2 8266 0000, F: +61 2 8266 9999, [www.pwc.com.au](http://www.pwc.com.au)

Level 11, 1PSQ, 169 Macquarie Street, Parramatta NSW 2150, PO Box 1155 Parramatta NSW 2124

T: +61 2 9659 2476, F: +61 2 8266 9999, [www.pwc.com.au](http://www.pwc.com.au)

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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 identified above 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 on the other information obtained prior to the date of this auditor's report, 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 of the Responsible Entity for the financial report*

The directors of the Responsible Entity of the Fund 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 of the Responsible Entity 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 of the Responsible Entity are responsible for assessing the ability of the Fund to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors of the Responsible Entity 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 the financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at:

[http://www.auasb.gov.au/auditors\\_responsibilities/ar4.pdf](http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf). This description forms part of our auditor's report.

PricewaterhouseCoopers

S Cuthbert  
Partner

Sydney  
10 September 2020