



Ethical  
Managed Funds

# Hunter Hall Global Value Limited

ACN 107 462 966

## Annual Report 30 June 2014



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## Directors

Philip Marcus Clark AM

*Non-executive Chairman*

Julian Constable

*Non-executive Director*

Adam Paul Blackman

*Non-executive Director*

Alex Koroknay

*Non-executive Director*

## Company Secretary

Victoria De Greyte

## Auditor

Grant Thornton Audit Pty Ltd

Level 17, 383 Kent Street

Sydney NSW 2000

Australia

## Share Registry

Computershare Investor Services Pty Limited

Level 4, 60 Carrington Street

Sydney NSW 2000

Australia

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Dear Shareholder

On behalf of the Board, I am pleased to present Hunter Hall Global Value Limited's Annual Report, including its Financial Statements, for the year ended 30 June 2014.

## Achievements

The 2013-2014 financial year has been a busy and successful year for HHV. Significant outcomes and initiatives are highlighted below.

### Financial results

- Operating Profit \$39.8m.
- Total Shareholder Returns for the year were 26.6 %.
- HHV share price increased \$0.16, from \$0.85 at 30 June 2013 to \$1.01 at 30 June 2014. That increase has been sustained and improved since 1 July 2014, rising as high as \$1.14.
- Dividends totalling 6.5 cents per share, made up of an interim dividend of 3.5 cents per share and a final dividend of 3.0 cents per share, have been paid to shareholders.

### Effective Portfolio Management

- The Investment Manager delivered a strong result for shareholders. Pre-Tax NTA per share increased from \$1.0185 at 30 June 2013 to \$1.1745 at 30 June 2014 and to \$1.2755 at 31 August 2014. It should be noted that the NTA figures are those disclosed to the Australian Stock Exchange (ASX). This calculation differs from the NTA used for financial reporting. The ASX calculation uses last-sale price valuation whereas the financial reporting NTA uses bid-price valuation, as required by the applicable accounting standards. Information in relation to the portfolio is contained in the Chief Investment Officer's Report for the twelve months to 30 June 2014 from Peter Hall AM, which is included in the Annual Report.
- The Board improved its portfolio oversight during the year. In addition, we announced in October 2014 that Mr. James McDonald had been appointed Fund Manager of the HHV portfolio with ultimate responsibility for compliance with the risk limits and style guidelines agreed with the Board of HHV. The HHV portfolio will be managed jointly by HHV founder and Chief Investment Officer Peter Hall AM and James McDonald, with the support of the rest of the Hunter Hall investment team. Previously, the portfolio was managed under a multi-portfolio manager structure with portfolio managers independently managing an allocated portion. We see this as an important step forward towards achieving our objective of delivering superior value to shareholders. The changes reinforce the Board's oversight of the HHV portfolio, which the Board will pro-actively exercise in the best interests of our shareholders.
- The HHV Board has reviewed its Ethical Investment Negative Screening Policy and processes. The Policy excludes companies that derive material operating revenues from direct and material business involvement in weapons, tobacco, gambling, intensive animal farming, animal testing, human rights violations, environmental destruction, uranium mining and nuclear reactors and now, fossil fuels. The Policy has been extended to exclude companies with a Global Industry Classification Standard (GICS) industry classification 101020 titled 'Oil, Gas and Consumable Fuels'.

### Capital Management

- The Board has implemented the dividend policy I outlined at the 2013 AGM, which has the objective of providing regular dividends to shareholders.
- The Board has also activated the Dividend Reinvestment Plan and shareholders' response to the DRP has been gratifying.
- The Board continues to work on strategies to address the discount between the HHV share price and NTA. This remains a very high priority.

## Governance

The Board has taken a number of initiatives during the year to improve HHV's governance structure and processes. I encourage you to read the Corporate Governance Statement in the Annual Report, which details those initiatives.

Your Board remains fully engaged, in close consultation with the Investment Manager, in progressing the Work Plan which I presented to the AGM in November 2013. I have reported on the Work Plan in the Results Presentation.

## Acknowledgments

I thank my fellow Board members and the Investment Manager's team for their hard work, dedication and enthusiasm. It has been a busy but productive year.

I extend my sincere thanks to our shareholders, large and small, for your continued support. We value each and every one of our shareholders.

If you need any assistance or further information, please contact our investor relations manager, Head of Retail Sales and Marketing, Barbara Glover on +61 2 8224 0351 or [bglover@hunterhall.com.au](mailto:bglover@hunterhall.com.au). If you have any concerns or wish to discuss any matters with me, Barbara will arrange a meeting or phone call.

Yours sincerely



**Philip Marcus Clark AM**

*Chairman, Hunter Hall Global Value Limited*

## Financial Performance

In the 12 months to 30 June 2014 the Company reported a net gain after tax of \$39.8m. This compares to a net gain after tax of \$38.7m in the year to 30 June 2013. The results include investment gains before tax of \$39.3m, while in the year to 30 June 2013 gains before tax were \$38.5m.

Net Tangible Assets (NTA) after provision for tax was \$221.2m at 30 June 2014 compared to \$201.9m a year earlier. The after-tax NTA per share was \$1.1735 calculated on 188.5m ordinary shares on issue.

The NTA is calculated using bid-price to value investments. The Australian Securities Exchange requires investment companies to report their Net Tangible Asset Backing each month using 'net market value'. This calculation differs from the NTA used for Financial Reporting, as referred to above, in that it uses last-sale price less realisation costs to value investments. The Company considers that the Net Tangible Asset Backing figure using last-sale price less realisation costs is the more appropriate measure of its performance.

The following table details the investment performance of the Company, including share buy-backs and assuming reinvestment of dividends

To 30 June 2014 (%)	HHV (1)	MSCI (2)	Relative Performance (1-2)
6 Months	+3.0	+0.6	+2.4
<b>1 Year</b>	<b>+21.5</b>	<b>+20.3</b>	<b>+1.2</b>
2 Years	+23.0	+26.4	-3.4
3 Years	+11.1	+16.6	-5.5
5 Years	+11.2	+11.5	-0.3
10 Years	+6.1	+4.0	+2.1
<b>Compound Annual Return since inception (19.03.2004)</b>	<b>+6.2</b>	<b>+4.0</b>	<b>+1.2</b>

Source: Hunter Hall. MSCI refers to the MSCI World Total Return Index, Net Dividends Reinvested, in A\$. Performance figures refer to the movement in net assets per share, including share buy-backs and the reinvestment of dividends, but excluding the effect of option exercises. Past performance is no guarantee of future performance and no guarantee of future return is implied.

## Portfolio Structure

At 30 June 2014, the Company held 60 stocks which accounted for 85% of the portfolio. The balance, 15% of the portfolio, was held in net liquids, held predominantly in Australian and US Dollars. At 30 June 2014 hedging was in place for 2% of the Company's foreign currency exposure.

	30 June 2014	30 June 2013
<b>Net Liquids</b>	15%	4%
<b>Equities</b>	85%	96%
<b>Equities Breakdown:</b>		
– Australia/New Zealand	33%	33%
– UK	1%	3%
– Europe (ex UK)	8%	15%
– Japan	8%	11%
– Korea	4%	4%
– Asia (ex Japan, ex Korea)	3%	4%
– North America	28%	24%
– South America	-	2%
– % of international equities hedged	2%	28%
<b>Number of Stocks</b>	60	97

## Stocks as at 30 June 2014

Company	Country	Main Business	Cost (\$m)	Market (\$m)	Pre-tax Portfolio Weight %
Sirtex Medical	Australia	liver cancer treatments	5.4	41.6	18.8
M2 Telecommunications	Australia	telecommunications	3.4	10.3	4.7
Danieli	Italy	metal processing machinery	5.0	7.5	3.4
Take Two Interactive	USA	interactive entertainment	4.9	5.4	2.4
Bank of New York Mellon	USA	financial services	3.2	5.3	2.4
Apple	USA	consumer electronics	3.6	4.6	2.1
LeoPalace21	Japan	apartment management	4.7	4.6	2.1
GT Advanced	USA	solar and LED servicer	3.7	4.5	2.1
Citigroup	USA	bank	4.8	4.5	2.0
JDS Uniphase	USA	optical components	3.7	4.2	1.9
ICBC	China	bank	4.2	4.1	1.8
Alchemia	Australia	biotechnology	4.1	4.0	1.8
Maca Limited	Australia	engineering services	5.0	4.0	1.8
GI Dynamics	USA	weight control devices	4.0	3.9	1.7
Samchully	Korea	energy distributor	2.2	3.5	1.6
Marvell	USA	semiconductors	3.4	3.3	1.5
NCR Corporation	USA	consumer transactions	3.1	3.1	1.4
Ebix Inc	USA	software solutions	3.1	3.0	1.4
Basilea	Switzerland	specialty pharmaceuticals	2.7	3.0	1.4
Toho Pharmaceutical	Japan	medical device wholesaler	1.9	3.0	1.3
Other			59.1	59.6	26.9
<b>Total Investments</b>			<b>135.2</b>	<b>187.0</b>	<b>84.5</b>
Net Liquids			-	34.4	15.5
<b>Net Assets Pre-Tax</b>			<b>-</b>	<b>221.4</b>	<b>100.0</b>
Australian Equities			-	67.7	30.6
International Equities			-	119.3	53.9
% foreign currency exposure hedged			-	2%	-

\* These figures differ from those shown in the financial statements as they are based on last-traded price not bid-price.

## Portfolio Performance

The financial year to 30 June 2014 was a pleasing one for Hunter Hall Global Value Limited. Our net assets per share increased by 21.5%, compared with a 20.3% rise in world markets. Global equities had a strong financial year to June 2014, helped by monetary easing in Europe, better economic data from the U.S. and positive election results in India. Despite rising geopolitical tensions in Ukraine, Iraq and the South China Seas, investors added to their equity holdings. Emerging markets also saw better flows. There are signs that Japan's hike in the consumption tax from April was absorbed, while China has selectively eased monetary and fiscal policy in order to keep growth on track.

Individual stocks contributing to the Company's positive performance included some of our largest holdings. These stocks included Australian liver cancer treatment company **Sirtex** (up 41%), US diversified technology company **GT Advanced** (up 52% from the average entry price over the period), Italian metal processing machinery company **Danieli** (up 41%) and US consumer electronics company **Apple** (up 64%).

Sirtex was the most significant positive contributor to performance over the financial year. The company reported solid results throughout the year, culminating in its 30 June 2014 quarterly dose sales report which showed a 27.1% increase in *SIR-Sphere* dose sales. The Americas achieved growth of 33%, the EMEA (Europe, Middle East and Africa) of 17% and Asia Pacific of 12%. Sirtex has now reported 40 consecutive quarters of dose sales growth, a key measure for the company's business performance. The company will no longer report quarterly dose sales as it wishes investors to focus on longer term issues.

Sales growth is occurring despite the company being in a pre-clinical sales phase with SIR-Spheres only used currently as a salvage therapy. We hope for a significant uplift in sales on the successful completion of a series of trials expected to report in FY2015. This could result in SIR-Spheres becoming a front-line treatment for liver cancer, the 5th most common cancer in the world.

As the stock rose towards 20% of the portfolio we have reduced our holdings as part of a 'portfolio rebalancing' exercise. We remain confident about the future of this company and believe there is significant upside to come.

GT Advanced has three strong growth drivers; firstly, a recovery in its solar equipment sales, a market in which GT is the number one supplier of solar furnaces and polysilicon reactors; secondly, a recovery in its sapphire equipment sales; and finally, new Apple sapphire sales. After reporting results for the December 2013 quarter that were in line with its guidance and the company confirming its growth trajectory, the markets focus turned to GT's sapphire glass technology. With Apple as its anchor customer, paying GT an upfront sum of US\$600m for a manufacturing relationship, speculation mounted as to how Apple would adopt the use of sapphire, the second hardest material on the planet after diamonds, in its mobile devices – potentially the new-generation iPhone or iWatch. The company is also an early leader in LED sapphire furnaces with 10+ customer wins for US\$1b in total orders. According to UBS, the LED industry can grow at a 15% CAGR longer term but will likely see cyclical increases and decreases depending on end-market demand for the fast growing general lighting market.

Italian-listed Danieli is a world leader with a 21% market share of the production of plants and machinery for the steel industry. The company is famous for the concept of mini and nano-mills with electric furnaces, a production methodology that is expected to gain share in the future. The company also has a 50% share of the DRI plant-making market.

Technological barriers are high and constitute one of the competitive advantages enjoyed by Danieli, which also boasts a large product portfolio, a long track record and a very solid balance sheet. We believe Danieli's strong emerging market presence offers the company plenty of opportunity and believe the award of further contracts will continue in order to sustain the growth of the backlog. The company's investment in the expansion of its engineering departments and workshops in China, new factory in India and service facility in Russia, support this vision.

The stock remains deeply undervalued. At the beginning of the 2014 financial year, we exited the Danieli voting shares, rolling some of the proceeds into the savings shares which trade at a substantial discount. This class of share is trading at approximately 80% of book value, 7x P/E 2014, 0.4x EV/EBITDA, while paying a dividend yielding 2.1% per annum. We believe that the expected recovery in the steelmaking division's profitability for 2015, and the recovery in the plant-making division's order intake, should improve visibility and drive a multiple re-rating.

For the six months to June 2013 investors dumped Apple shares, sending the price below \$60 (adjusted for the recent stock split) at June 2013, amid fears cheaper competitors would erode iPhone and iPad profits.

However, those fears subsided over the financial year to June 2014 as Apple's profit margins held up as consumers proved their willingness to pay more for Apple's unique iOS software and vast app and media selections. As the share price neared US\$100 later in the financial year, we took profits and reduced our holding.

Other contributors over the financial year included US online travel company **Expedia** (up 31%) and US **Bank of New York Mellon** (up 34%), while we locked in profits by exiting Australian iron ore explorer and producer **Fortescue** (up 67%), Swedish-listed telecom **Millicom** (up 21%), UK-listed oil explorer **Afren** (up 16%) and German car manufacturer **Porsche** (up 12%).

A handful of stocks held back returns over the financial year. These included US specialty apparel store **American Eagle** (down 33%), Stockholm-listed agricultural producer **Agrokultura AB** (down 23%) and Norwegian pharmaceutical **Photocure** (down 39%).

We misjudged American Eagle's (AEO) business model which was hit over the financial year by a shift towards more price-conscious buying habits on the part of its core teen customer base. While AEO was not the only one that was hit in the space, management has announced a new store closure program through which the company will look to close 150 stores in North America over the next three years. The plan will yield savings of around US\$10-15m in FY2015. AEO is supplementing this closure program with further cost cuts, which will help fund investments in omnichannel initiatives and international expansion.

Stockholm-listed agricultural producer **Agrokultura** with operations in Ukraine and Russia, reported sub-par 2013 financial results with sales down 14% year-on-year to \$95m, an EBITDA loss of \$20m (vs. positive EBITDA of \$7.4m in 2012) and a

net loss of \$40m (vs. net loss of \$15.1m in 2012). The company's performance in Ukraine saw another year of substantial losses on the back of the disappointing cereals harvest and materially lower prices.

Subsequent to the end of the financial year we accepted a bid for our holding in the company at a 22% premium to the prevailing share price at the time. While this was a pleasing outcome, it ended a disappointing investment in the company.

Other detractors over the financial year included Australian iron ore explorer and producer **Atlas Iron** (down 15%), US optical components manufacturer **JDS Uniphase** (down 13%), Brazilian fertiliser producer **MBAC** (down 80%) and Ukrainian farming company **Trigon** (down 42%). We exited Russian bank **Sberbank** in early February as a result of growing anxieties about the quality of the loan book, the risks of the Ukrainian situation and further evidence that Russia was moving away from pluralism and social liberalisation and towards hard line conservative nationalism. We realised a 12% loss on the investment.

## Outlook

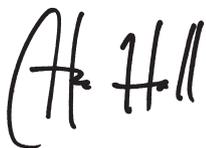
On 29 May 2014 we announced a change to our Ethical Investment Policy which saw Hunter Hall end investments in fossil fuel companies. Hunter Hall is a leader in ethical investing and while our existing Ethical Investment Policy meant we had always maintained a significant underweight to the energy sector we felt it was time to end fossil fuel investments outright and focus on new opportunities. Climate science shows that burning fossil fuels is having a powerful and accelerating impact on the environment and there is an urgent need to move to a post hydrocarbon world. We hope that decisions such as ours will in some small way facilitate this.

The policy has been implemented by excluding companies with a Global Industry Classification Standard (GICS) 101020 titled 'Oil, Gas and Consumable Fuels'. On the day of the announcement this industry classification accounted for 8% of the MSCI World Index but represented only 2.2% (2 stocks) of Hunter Hall's overall portfolio.

At the date of writing the NAV of Hunter Hall Global Value Limited shares had risen by 5% as compared with an increase of 0.5% for the MSCI World Index in A\$. This has been powered to a significant extent by the continuing rise of the Sirtex Medical share price. A nice start to the year.

An eerie quiet appears to have settled over the world with most participants uncertain as to their next move. Ultra-low interest rates and ultra-stimulatory fiscal and monetary policy has led to the global economic growth machine sputtering into life (finally) in most parts of the world, particularly in the United States. However, equity valuations are high, in our opinion, and interest rate rises are on the horizon.

Nonetheless there will be opportunities and with 12% of the portfolio held in cash at present we stand ready to invest when we can find stock prices substantially below intrinsic value. Recently we purchased shares in a company at less than 5% of the price we had sold the shares for a few years ago.



Peter MacDonald Hall AM  
*Chief Investment Officer*  
*Hunter Hall Global Value Limited*

19 August 2014

Your Directors present their report on Hunter Hall Global Value Limited for the financial year ended 30 June 2014.

## Directors

The names of Directors in office at any time during or since the end of the year are:

Philip Marcus Clark AM	<i>Chairman, Non-executive Director</i> (appointed 1 July 2013)
Adam Paul Blackman	<i>Non-executive Director</i>
Alex Koroknay	<i>Non-executive Director</i>
Julian David Constable	<i>Non-executive Director</i>
Peter James MacDonald Hall AM	<i>Executive Chairman, Managing Director</i> (resigned 19 September 2013)

Directors have been in office since the start of the financial year to the date of this report, unless stated otherwise.

## Information on Directors

During the period, the following persons held office as Director:

### Philip Marcus Clark AM – B.A. LL.B, MBA

*Chairman, Non-executive Director* (appointed 1 July 2013)

Mr Clark is Chairman and Non-executive Director of Hunter Hall Global Value Limited. He is also Chairman of the Remuneration Committee and a member of the Nominations Committee.

Mr Clark is a member of the JP Morgan Advisory Council. He was Managing Partner and Chief Executive Officer of Minter Ellison and worked with them from 1995 until June 2005. Prior to joining Minter Ellison, Mr Clark was Director and Head of Corporate with ABN Amro Australia and prior to that he was Managing Partner of Mallesons Stephen Jaques for 16 years. Earlier in his career he worked with a Pratt Industries subsidiary and with Shell Australia.

He is Chair of Shopping Centres Australasia Group, a Director of Ingenia Communities Group and serves on a number of government and private company boards and advisory boards.

Mr Clark has Bachelors degrees in Arts and Law from Sydney University and an MBA from Columbia University.

### Peter James MacDonald Hall AM – B.A.

*Executive Chairman, Managing Director* (resigned 19 September 2013)

Mr Hall was Executive Director and Chairman of Hunter Hall Global Value Limited until his resignation on 19 September 2013. He is also Executive Chairman and Executive Director of Hunter Hall International Limited (since 2002), also a publicly listed entity. He is Chief Investment Officer of Hunter Hall Investment Management Limited and Executive Chairman and Executive Director of Hunter Hall International (UK) Limited. With regards to Hunter Hall International Limited, he is a Trustee of the Charitable Trust, a member of the Charities Committee and of the Remuneration and Nomination Committee.

Mr Hall is also a Patron of the Asian Rhino Project and Sea Shepherd UK, a Director of the International Rhino Foundation and a member of the Sydney Film Festival Council.

Mr Hall has 31 years experience in investment markets. Previously he was Investment Manager of Hancock & Gore Limited, Portfolio Manager and Analyst with Mercantile Mutual Holdings Limited, Industrial Analyst with Pembroke Securities Limited, Investment Analyst with New Zealand South British Insurance Limited and a journalist with John Fairfax & Sons Limited.

Mr Hall completed the Harvard Business School Owner/President Management Program in 2003.

Mr Hall was awarded a Member (AM) of the Order of Australia in 2010 for his philanthropic contributions to society and his service to the finance management industry.

Adam Paul Blackman – B.Econ., FCA., JP.

*Non-executive Director*

Mr Blackman is a Non-executive Director of Hunter Hall Global Value Limited. He is also Chairman of the Hunter Hall Global Value Limited Audit and Risk Committee.

Mr Blackman is a chartered accountant with 25 years experience in public practice and is a partner in the firm, Quantum Partners Accountants & Business Advisers where he is primarily involved in business and taxation planning services. He has had several years experience in reviewing and advising on compliance issues in the financial services industry.

Mr Blackman is a Fellow of the Institute of Chartered Accountants in Australia.

Alex Koroknay – B.A., LL.M. (Hons)

*Non-executive Director*

Mr Koroknay is a Non-executive Director of Hunter Hall Global Value Limited. He is also a Trustee of the Hunter Hall Charitable Trust, Chairman of the Nominations Committee and a member of both the Audit and Risk Committee and the Remuneration Committee.

Mr Koroknay was a practising solicitor specialising in managed investments, superannuation and venture capital financing, and is experienced in the requirements of the Corporations Act and Superannuation Industry (Supervision) Act. For five years Mr Koroknay worked as a consultant with HWL Ebsworth and acted for a number of fund managers before establishing his own practice. Previously he was a Partner with Nash O'Neill Tomko; Dibbs Crowther and Osborne; Manager – Corporate Securities at Allen Allen Hemsley and a consultant to Toomey, Pegg and Drevikovsky. Mr Koroknay is currently practising as a Financial Services Consultant.

Mr Koroknay was also a Director of Fiducian Portfolio Services Limited between January 2002 and February 2010.

Julian David Constable

*Non-executive Director*

Mr Constable is a Non-executive Director of Hunter Hall Global Value Limited. He is also a member of the Nominations Committee, the Remuneration Committee and of the Audit and Risk Committee.

Mr Constable is a senior investment advisor at Bell Potter Securities Ltd, having worked in this capacity since 1998. In this role his key attributes are developing new business and building relationships with clients. He has worked in the stockbroking industry since 1984, in both trading and advisory areas, at firms including Pembroke Securities Ltd, Pring Dean McNall, Hambros Equities and Potter Warburg Dillon Read.

Mr Constable has been a Non-executive Director of the ASX-listed HGL Ltd since August 2003 and is a member of its Remuneration Committee. HGL Ltd operates as an import and distribution company.

## Company Secretary

Jeremy Freeman – B.Eng. (Hons), M.App.Fin., Grad. Dip. ACG

*Company Secretary and Compliance Manager (resigned 30 July 2014)*

Mr Freeman has been Company Secretary of Hunter Hall Global Value Limited, Hunter Hall Investment Management Limited and Hunter Hall International Limited and as well as Compliance Manager for the Hunter Hall Group since 2011.

Victoria De Greyte – B.Ec., M.PAcc

*Company Secretary (appointed 30 July 2014)*

Ms De Greyte is Company Secretary of Hunter Hall Global Value Limited. She is also Manager – Accounts for Hunter Hall International Limited.

## Operating and Financial Review

### Company Overview

Hunter Hall Global Value Limited is a listed investment company that was incorporated on 22 December 2003 to invest in a portfolio of permitted investments.

### Principal Activities

The Company's objective is to deliver long term total shareholder returns through a portfolio of undervalued international and Australian equities and consistently pay dividends. The Company is a value investor with access to Peter Hall's unique expertise through a concentrated portfolio of international and Australian equities with a bias to small and mid cap stocks overlaid by an ethical negative screen.

### Dividends

During the financial year, the Company paid a partially franked final dividend of 2.5 cents per share (\$4.7m) on 20 November 2013 (2013: nil) and a partially franked interim dividend of 3.5 cents per share (\$6.6m) on 16 April 2014 (2013: 1.7 cents per share).

## Review of Operations

### Financial results for the year

As a result of gains from investment management, the net operating profit of the Company after providing for income tax amounted to \$39.815m (2013: profit of \$38.651m).

At 30 June 2014 the Company's net asset backing was \$1.1735 per share compared to a net asset backing of \$1.0171 per share at 30 June 2013.

Net assets at 30 June 2014 totalled \$221.183m (2013: \$201.922m).

Cash holdings at 30 June 2014 were \$34.538m (2013: \$12.778m).

For a detailed discussion of the performance drivers of the Company's investment portfolio please refer to the Chief Investment Officer's Report.

### Earnings per share

Basic profit per share for the year to 30 June 2014 was 21 cents per share (2013: profit of 17.9 cents per share).

### Strategy and future outlook

The Company's portfolio is primarily invested in equities and given the volatility in investment markets it is extremely difficult to forecast our profit for the coming year. The Company provides weekly NTA and monthly portfolio announcements to the Australian Securities Exchange, and they can also be found on the HHV section of the Hunter Hall website ([www.hunterhall.com.au](http://www.hunterhall.com.au)).

## Likely Developments and Expected Results of Operations

The Company will continue to seek to meet its financial objective to increase intrinsic value per share and pay regular dividends. Future results will be dependent on fluctuations in financial markets. The Company's buy back policy is currently under review by the Board.

## Significant Changes in the State of Affairs

There were no significant changes in the state of affairs of the Company during the financial year other than as noted in the Chairman's Report.

## Events Subsequent to the End of the Financial Year

On 30 July 2014, Jeremy Freeman resigned as Company Secretary and Victoria De Greyte was appointed Company Secretary. There were no other matters or circumstances which have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years.

## Remuneration Report (Audited)

### Introduction

The Board presents the Remuneration Report for the Company for the year ended 30 June 2014 prepared in accordance with the Corporations Act 2001 and the Corporations Regulations 2001.

### 1. Remuneration Governance

#### (a) Remuneration Committee

During the first half of the year ended 30 June 2014 the Board established a Remuneration Committee (Committee), which is directly responsible for advising the Board in order that it may ensure that the level and composition of remuneration is sufficient and reasonable, that its relationship to performance is clear and that Directors' interests are aligned with Shareholders' interests.

The Committee comprises the following Non-executive Directors (NEDs):

- Philip Marcus Clark AM (Chairman)
- Alex Koroknay, and
- Julian David Constable.

The Committee operates under the delegated authority of the Board and is required to make recommendations to the Board. The Board is ultimately responsible for decisions made on recommendations from the Committee.

The Committee is required to meet regularly throughout the year, and in any event at least twice per year, and considers recommendations from external Independent Remuneration Consultants.

#### (b) External remuneration consultants

During the first half of the year ended 30 June 2014, the Board engaged Godfrey Remuneration Group Pty Ltd (GRG) to provide independent recommendations in relation to remuneration arrangements for the Company for the 2013-14 financial year.

The Committee and the Board have received reports from GRG on the following matters:

- overall remuneration framework for NED,
- market benchmarking of NED remuneration,
- market data and trends in remuneration structures,
- Aggregate Fees Limits,
- Board Committee Fees, and
- new legislative requirements and regulatory developments.

In April 2014, GRG were further commissioned to provide updated recommendations based on updated 2014 data. A report and recommendations from GRG have been received by the Committee and the Committee is considering that report and those recommendations.

GRG were appointed by a Resolution of the Board. They were then commissioned by, engaged with, and addressed reports directly to the Chairman of the Committee.

The Board is satisfied that the remuneration recommendations are being made free from undue influence by members of the Key Management Personnel to whom the recommendations relate.

GRG have provided a Declaration for the purposes of Section 206M of the Corporations Act 2001 that their recommendations were made free from any undue influence by any Key Management Personnel to whom their recommendations relate.

GRG fees were \$13,000 (excluding GST) for their initial assignment and GRG quoted \$3,700 for their 2014 update.

### (c) 2013 Annual General Meeting

The Company received over 90% of 'yes' votes on its Remuneration Report for the financial year ending 30 June 2013.

## 2. Details of Key Management Personnel (KMP)

KMP for the year ended 30 June 2014 are those persons who are identified as having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Executive Director or NED of the Company.

Names and positions held by Directors and other Key Management Personnel of the Company in office at any time during the financial year are:

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#### Executive Director

Peter James MacDonald Hall AM *Executive Chairman, Executive Director (resigned 19 September 2013)*

#### Non-executive Directors

Philip Marcus Clark AM *Non-executive Chairman (appointed 1 July 2013)*  
*Chair of the Remuneration Committee*

Adam Paul Blackman *Non-executive Director*  
*Chair of the Audit and Risk Committee*

Alex Koroknay *Non-executive Director*  
*Chair of the Nominations Committee*

Julian David Constable *Non-executive Director*

#### Other Executives

David Deverall *Chief Executive Officer of Hunter Hall International Limited*

Paula Ferrao *Chief Financial Officer of Hunter Hall International Limited*

Jeremy Freeman *Company Secretary and Compliance Manager (resigned 30 July 2014)*

Vicky De Greyte *Company Secretary (appointed 30 July 2014)*

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Unless otherwise noted, all KMPs held their positions for the whole of the year ended 30 June 2014.

There were no other employees meeting the definition of Key Management Personnel.

The Company only remunerates NEDs. The remuneration of Executive Directors and Other Executives is paid by the parent of the Company's Investment Manager, Hunter Hall International Limited (HHL). For details of the remuneration of Executive Directors and Other Executives, please refer to the HHL Annual Report for the year ended 30 June 2014.

Remuneration Report (Audited) *continued*

## 3. Remuneration

### (a) Remuneration Policy

The Board's policy until recently has been to remunerate NEDs well below market rates. Going forward the Company's policy will be to remunerate NEDs at or about market median rates, taking account of responsibilities, qualifications, and experience and time commitment.

### (b) Aggregate Fees Limit (AFL)

The AFL available to NEDs was \$250,000 per annum at 30 June 2014. The AFL was increased from \$100,000 per annum by resolution at the Company's 2013 Annual General Meeting.

### (c) Equity-based remuneration

NEDs are remunerated by way of cash benefits. The Company currently has no intention to remunerate NEDs by any way other than cash benefits. There were no options granted or performance bonuses paid to NEDs during the year ended 30 June 2014.

There is currently no equity-based remuneration plan in place for NEDs. However, Directors in office at 30 June 2014 have self-funded the purchase of securities on market thereby aligning their interests with security holders. Details of those shareholdings are set out in the following table:

Ordinary shares in Hunter Hall Global Value Limited	Held at 1 July 2013	Purchases	Sales	Held at 30 June 2014
Mr P Clark	-	30,000	-	30,000
Mr A Blackman	14,000	-	-	14,000
Mr A Koroknay	10,000	-	-	10,000
Mr J Constable	50,000	50,000	-	100,000

### (d) NED remuneration

The advice and recommendations provided by Independent Remuneration Consultant, GRG, in 2013 were as follows:

*"Board fees for the current NED roles are significantly below all market data medians we have prepared as part of this report. Board fees of \$120,000 for a NED Board Chair would fall between the medians of the two larger comparator groups and \$70,000 for other NEDs would fall just on the conservative side of the median of market practices. This would require a significant increase. If HHV wanted to adopt a more conservative position a first step may be to adopt the fees outlined by the LIC comparator group and set the Board Chair fee at \$85,000 and the Board fees for other NEDs at \$50,000."*

In light of that advice and those recommendations, the Committee and Board reviewed NED fees effective 1 January 2014. The Board decided it was in the interests of shareholders to phase in increases required to reach market median remuneration levels over a longer period and set the NED Board Chair fee at \$78,000 per annum and the other NED fees at \$42,000 per annum.

Remuneration and other terms of employment for NEDs are accepted via a Director's consent.

The following table outlines the remuneration provided to NEDs for the years ended 30 June 2014 and 30 June 2013.

2014	Short Term Benefits		Post Employment Benefits	Total remuneration
	Directors' Fees		Superannuation Contributions	Total
	\$		\$	\$
<b>Non-executive Directors</b>				
Mr P Clark AM	52,730		1,270	<b>54,000</b>
Mr A Blackman	35,240		3,260	<b>38,500</b>
Mr A Koroknay	32,952		3,048	<b>36,000</b>
Mr J Constable	32,952		3,048	<b>36,000</b>
	<b>153,874</b>		<b>10,626</b>	<b>164,500</b>

2013	Short Term Benefits		Post Employment Benefits	Total Remuneration
	Directors' Fees		Superannuation Contributions	Total
	\$		\$	\$
<b>Non-executive Directors</b>				
Mr A Blackman	32,109		2,890	<b>34,999</b>
Mr A Koroknay	27,522		2,477	<b>29,999</b>
Mr J Constable	27,522		2,477	<b>29,999</b>
	<b>87,153</b>		<b>7,844</b>	<b>94,997</b>

The 2013 table above includes additional remuneration of \$5,000 per annum paid to Mr Adam Blackman for Chairing the Audit and Risk Committee. The Board resolved that no additional fees would be paid for Board Committee responsibilities, effective from 1 January 2014.

Non-executive Directors did not receive non-salary cash based incentives, shares or options during the year ended 30 June 2014 and as such 100% of their remuneration was not performance based.

## 4. Remuneration Subsequent Events

After 30 June 2014 and before the date of this report, the following events have occurred.

The Committee has commenced a review of NED remuneration and considered updated recommendations based on 2014 data provided to it by GRG. No recommendations have been made to the Board at the date of this Report.

END OF AUDITED REMUNERATION REPORT

## Meetings of Directors

During the financial year, 22 meetings of Directors (including committees) were held. Attendances were:

	DIRECTORS' MEETINGS		AUDIT AND RISK COMMITTEE MEETINGS		REMUNERATION COMMITTEE MEETINGS		NOMINATION COMMITTEE MEETINGS	
	Number eligible to attend	Number attended	Number eligible to attend	Number attended	Number eligible to attend	Number attended	Number eligible to attend	Number attended
Philip Marcus Clark AM	14	13	-	-	3	3	-	1
Peter James MacDonald Hall AM	4	3	-	-	-	-	-	-
Adam Paul Blackman	14	13	4	3	-	1	1	1
Alex Koroknay	14	11	4	4	3	3	1	1
Julian David Constable	14	14	4	4	3	3	1	1

## Environmental Issues

The Company's operations are not subject to any environmental regulation under the law of the Commonwealth and State.

## Proceedings on Behalf of the Company

No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings. The Company was not a party to any such proceedings during the year.

## Indemnifying and Insurance of Directors and Officers

The Company insures each of the Directors and officers in office against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in the capacity of Directors and officers of the Company, other than conduct involving a wilful breach of duty in relation to the Company. Details of amount of the premium paid in respect of insurance policies are not disclosed as such disclosure is prohibited under the terms of the contract.

## Auditor's Independence Declaration

A copy of the Auditor's Independence Declaration as required under s307c of the Corporations Act 2001 in relation to the Audit of the Financial Report for the year ended 30 June 2014 is set out on page 52 and forms part of this report.

## Non-Audit Services

No non-audit services were provided by Grant Thornton Audit Pty Ltd or its related entities to the Company for the year to 30 June 2014 (2013: nil).

## Rounding of amounts

The Company is of a kind referred to in Class Order 98/100, issued by the Australian Securities and Investments Commission, relating to the rounding off of amounts in the Directors' Report. Amounts in the Directors' Report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, to the nearest dollar.

Signed in accordance with a resolution of the Board of Directors.



Philip Marcus Clark AM

*Chairman*

Sydney

Dated this 27th day of August 2014

This Statement sets out the extent to which the Company has followed the Australian Stock Exchange (ASX) Corporate Governance Council's Corporate Governance Principles and Recommendations 2nd edition for the period to 30 June 2014, and for the subsequent period to the date of this Statement. It outlines the main corporate governance practices in place throughout the financial year. The ASX Corporate Governance Council released the 3rd edition of Corporate Governance Principles and Recommendations on 27 March 2014. The 3rd edition takes effect for the Company for the financial year commencing on 1 July 2014 and the Company will be required to report based on the new edition for the 2015 financial year.

The Board is committed to a high standard of corporate governance and continual improvement in this area has been a particular focus point of the Board's work during the year. The Board has been conducting a review of its corporate governance since November 2012 and this work is ongoing. During the shareholder consultation process that occurred in the second half of the 2013 calendar year, corporate governance was identified as an area of concern by investors. Directors have taken this into account and have made significant progress in bringing the Company's governance in line with ASX best practice.

During the year, the following governance improvements were implemented:

- Appointment of Philip Marcus Clark AM as independent non-executive Chairman on 19 September 2013, in compliance with recommendation 2.2.
- Establishment of a Remuneration Committee, in compliance with recommendation 8.1. The role of the Remuneration Committee is discussed in section 8.
- Expansion of the role of the Board's Audit Committee to include risk, see section 7
- Implementation of a risk management program, detailed in recommendation 7.1.
- Weekly NTA estimates reported to ASX, commencing 30 September 2013, see section 6.

Subsequent to the end of the financial year but prior to the date of this report, the Board has taken further steps to improve the Company's governance:

- Adoption of a Board Skills Matrix. The Matrix is discussed in recommendation 2.1.
- Adoption of a Diversity Policy, see recommendation 3.2
- Initiation of a review of the Company's Board and Committee charter documents.

The Company has achieved substantial compliance with the ASX Corporate Governance Principles and Recommendations where they apply, with the exception of recommendations 3.2 and 3.3, as disclosed below.

A description of the Company's practices in respect of the 8 Principles and Recommendations are set out below. All these practices, unless otherwise stated, were in place for the entire year.

Copies of the Company's Corporate Governance documentation, including its Share Trading Policy and Charters can be found on the Company's website at: [http://www.hunterhall.com.au/about.html#corporate\\_governance](http://www.hunterhall.com.au/about.html#corporate_governance)

## 1. Lay solid foundations for management and oversight

### 1.1 Companies should establish the functions reserved to the board and those delegated to senior executives and disclose those functions

The Board has the responsibility for ensuring the Company is properly managed so as to protect and enhance Shareholders' interests in a manner which is consistent with the Company's responsibility to meet its obligations to all parties with which it interacts. To this end, the Board has adopted appropriate Corporate Governance policies and practices to lay solid foundations for management and oversight. The Board has formalised its role and responsibilities into a Board Charter, as articulated below. The areas of responsibility reserved for the Board are:

- ensuring the Company is properly managed so as to protect and enhance Shareholders' interests
- appointing and retiring Non-executive Directors
- creating Board Committees
- adopting the Continuous Disclosure Protocol
- identifying and managing significant business risks
- adopting a share trading policy for Directors and associated employees
- adopting a Code of Ethical Standards
- ensuring Auditor independence
- reviewing the performance of the Board, the Company and management
- reviewing the allocation of work between the Board and management
- oversight of the Company, including its control and accountability systems
- appointing and removing the Chief Executive Officer (or equivalent)
- ratifying the appointment and, where appropriate, the removal of the Chief Financial Officer (or equivalent) and the Company Secretary
- input into and final approval of corporate strategy and performance objectives
- reviewing and ratifying systems of risk management and internal compliance and control, codes of conduct and legal compliance
- monitoring performance and strategy implementation, and ensuring appropriate resources are available
- approving and monitoring the progress of major capital expenditure, capital management and acquisitions and divestitures
- approving and monitoring financial and other reporting

During the year, there were 22 meetings of the Company's Board and Committees. For further details of the number of meetings held by the Board and its Committees and attendance of each Director at those meetings, please refer to the Directors' Report found in this Annual Report.

### 1.2 Companies should disclose the process for evaluating the performance of senior executives

The Company does not directly employ executive personnel. The executive functions which are normally carried out by executive personnel of a company are carried out by executive personnel employed by Hunter Hall Investment Management Limited (HHIML) and its parent, Hunter Hall International Limited (HHL), in accordance with the terms of the Investment Management Agreement between the Company and HHIML.

References in this Statement to "executive personnel", "Chief Executive Officer", "management", "employee" or similar terms, should be read as references to the personnel employed by HHIML and HHL who perform their respective roles on behalf of the Company on a contracted basis.

The Board has satisfied itself that HHIML and HHL have a process for evaluating the performance of senior executives and an induction program to ensure that senior executives are able to gain an understanding of:

- the Company's financial position, strategies, operations and risk management policies
- the respective rights, duties, responsibilities and roles of the Board and senior executives

## 2. Structure the Board to add value

### 2.1 A majority of the board should be independent directors

Following the resignation of Peter Hall AM as Executive Director and Chairman on 19 September 2013, the Board is comprised exclusively of Non-executive, Independent Directors including an Independent Chair.

Philip Marcus Clark AM	<i>Chairman, Non-executive, Independent Director</i>	Appointed 1 July 2013
Adam Paul Blackman	<i>Non-executive, Independent Director</i>	Appointed 30 January 2004
Alex Koroknay	<i>Non-executive, Independent Director</i>	Appointed 22 December 2003
Julian David Constable	<i>Non-executive, Independent Director</i>	Appointed 25 May 2010
Peter James MacDonald Hall AM	<i>Executive Director, Chairman</i>	Resigned 19 September 2013

The Board considers an Independent Director to be:

- A Director who is Non-executive
- A Director who is not a substantial Shareholder of the Company or an officer of, or otherwise associated with, a substantial Shareholder of the Company
- A Director who has not been employed in an executive capacity by the Company or another group member, or been a Director after ceasing to hold any such employment, within the past three years
- A Director who has not been a principal of a professional advisor or a consultant to the Company or another group member, or an employee materially associated with the service provided, within the past three years
- A Director who is not a supplier or customer of the Company or another group member, or an officer of or otherwise associated directly or indirectly with a supplier or customer
- A Director who has no contractual relationship with the Company or another group member other than as a Director of the Company
- A Director who has not served on the Board for a period which could, or could reasonably be perceived to, interfere with the Director's ability to act in the best interests of the Company
- A Director who is free from any interest in any business or other relationship which could, or could reasonably be perceived to, interfere with the Director's ability to act in the best interests of the Company.

To assist the Board in fulfilling its duties and obligations, the Board has established the following Committees:

- Audit and Risk Committee
- Nominations Committee
- Remuneration Committee

### Directors' Access to Independent Professional Advice

For the purpose of the proper performance of their duties, Directors are entitled to seek independent professional advice at the Company's expense, unless the Board determines otherwise.

## Board Skills Matrix

Subsequent to the end of the financial year but prior to the date of this report, the Board adopted a Board Skills Matrix to ensure that the Directors collectively possess the skills and experience necessary for proper functioning of the Company's Board. The specific skills and experience identified in the Matrix are listed below:

- Good knowledge of Directors' Duties
- Financial
- Accounting
- Legal
- Corporate governance
- Capital management
- Funds management
- Listed company board experience
- Shareholder communication experience
- Investor relations experience
- Independence
- Diversity

The skills and experience of current Directors will be assessed against the Board Skills Matrix from time to time to ensure that Directors as a group provide all of the necessary skills and experience. The Board will also take account of the Board Skills Matrix in filling any Board vacancies. The qualifications, skills and experience that each Director brings to the Company's Board are disclosed within the Directors Report.

The Board recognises the importance of Director independence and has taken steps during the year to align its structure with best practice. The appointment of Philip Marcus Clark AM as Chairman has meant that the Company's Board is now comprised completely of independent, non-executive Directors. The Company now also meets Recommendation 2.2, as described below, following appointment of Mr Clark to the role of Non-executive Chairman.

The Board Performance Survey described under Recommendation 2.5 below identified the need for further refreshment of the Board to ensure it maintains an appropriate level of Director independence in future and this issue is under consideration by the Nominations Committee.

### 2.2 The chair should be an independent director

Following the resignation of Peter Hall AM on 19 September 2013, the Board appointed Philip Marcus Clark AM as Independent Chairman. Mr Clark's details are provided in the Directors' Report. The Board is satisfied Mr Clark is and was an independent Director for the entire year.

### 2.3 The roles of chair and chief executive officer should not be exercised by the same individual

The Company does not employ a Chief Executive Officer. The current policy of the Company is that the role of Chairman must be exercised by an Independent Director, who is not a Director of HHIML or its associates.

### 2.4 The board should establish a nomination committee

The Board has adopted a charter for the Nominations Committee, which has been made publicly available on the Company's website ([http://www.hunterhall.com.au/about.html#corporate\\_governance](http://www.hunterhall.com.au/about.html#corporate_governance)). The charter requires that the Nominations Committee consist of a majority of independent Directors and is chaired by an independent Director. The members of the Committee are:

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Alex Koroknay (Chairman)	<i>Non-executive, Independent Director</i>
Philip Marcus Clark AM	<i>Chairman, Non-executive, Independent Director</i>
Julian David Constable	<i>Non-executive, Independent Director</i>

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The responsibilities of the Committee include:

- review the Board composition including size, diversity, expertise and competencies
- develop the Board performance evaluation process and program of Director education
- review the duration of incumbent Directors tenure and Board succession plans
- consider nominees for appointment as Director and Director re-elections
- develop Director terms of office including period of office
- review Director independence.

## 2.5 Companies should disclose the process for evaluating the performance of the board, its committees and individual directors

During the year, the Board, in consultation with the Nominations Committee, conducted a Board Performance Review survey. The survey covered performance of the Board and individual Directors across several key areas, including Strategy and Planning, Monitoring Business Performance, Board Structure and Role, Meeting Processes, Board and Director Responsibilities and Board Culture and Relationships. Directors provided anonymous feedback through the survey.

## 3. Promote ethical and responsible decision making

### 3.1 Companies should establish a code of conduct

The Company recognises the need for Directors and employees to observe the highest standards of behaviour and business ethics when engaging in corporate activity.

The Board has adopted a Code of Conduct which sets out the principles and standards with which all officers and employees are expected to comply in the performance of their respective functions.

All employees and Directors of the Company are expected to observe the highest standards of ethics, integrity and behaviour during the course of their employment with the Company. The standards expected include:

- compliance with all Company policies, procedures, and contracts
- compliance with all reasonable and legal instructions of the Board
- to be honest and fair in dealings with shareholders, clients, colleagues, management, the Board and the general public

### Share Trading Policy

The Board has adopted a share trading policy to ensure compliance with the Corporations Act. The policy restricts share trading by Directors, employees of HHIML and HHL and their associates (the designated officers). A copy of the policy has been issued to the ASX and is available on the Company website.

### 3.2 Companies should establish a policy concerning diversity

Whilst the Company did not have a formal diversity policy in place during the year in line with the ASX Corporate Governance Recommendation 3.2 the Directors have taken gender diversity into account when reviewing Board composition.

Subsequent to the end of the financial year but prior to the date of this report, the Board adopted a Diversity Policy to formalise the Company's commitment to improving diversity.

### 3.3 Companies should disclose in each annual report the measurable objective for achieving gender diversity set by the board in accordance with the diversity policy and progress towards achieving them

The Board has not set measurable objectives for achieving gender diversity. As the Company does not directly employ executives and other employees, it is impractical for the Board to set measurable diversity-related objectives and targets. Executives are employed by Hunter Hall International Limited (HHL), the parent company of the Investment Manager. For information in relation to diversity-related objectives and targets set by HHL, refer to the Corporate Governance Statement issued by HHL in its Annual Report.

It is the aim of the Directors to ensure the Board is comprised of individuals that are best equipped to contribute to the success of the business and who can represent the interest of all shareholders and who's appointment is consistent with the Company's Diversity Policy.

### 3.4 Companies should disclose in each annual report the proportion of women employees in the whole organisation, women in senior executive positions and women on the board.

There were no employees of the Company other than non-executive Directors, with all services provided by HHIML under its Investment Management Agreement with the Company. HHIML is a wholly owned subsidiary of HHL, which discloses the diversity of its organisation within its Corporate Governance Statement. The proportion of women on the Board as at 30 June 2014 date is detailed in the table below:

	No. of Persons	No. of Women	Proportion of Women
Board	4	0	0%

For information in relation to the proportion of women employees in HHIML, refer to the Corporate Governance Statement issued by HHL in its Annual Report.

## 4. Safeguard integrity in financial reporting

### 4.1 and 4.2 The board should establish an appropriately structured audit committee

The Board has established an Audit and Risk Committee. At the date of this report the members of the Committee were:

Adam Paul Blackman (Chairman)	<i>Non-executive, Independent Director</i>
Alex Koroknay	<i>Non-executive, Independent Director</i>
Julian David Constable	<i>Non-executive, Independent Director</i>

### 4.3 The audit committee should have a formal charter

The Board has adopted a formal Charter for the Audit and Risk Committee, which is under review. It includes the following principles:

#### Functions of the Audit & Risk Committee

In relation to safeguarding the integrity in financial reporting the primary objective for the Committee is to assist the Company in fulfilling its responsibilities relating to accounting and reporting practices. In addition, the Committee will:

- through active and open communication with the external Auditors, ensure that audits are conducted in a manner that is appropriate to the nature of the Company's activities
- oversee and appraise the quality of the audits conducted by the Company's external Auditors
- perform an independent and objective review of financial information presented by management to Shareholders, regulators and the general public
- monitor and assess compliance with the Company's Corporate Governance controls, including its operating, administrative and accounting controls
- monitor the Company's Corporate Governance policies, controls and its compliance therewith

In carrying out its functions, the Audit and Risk Committee may commission independent legal, accounting or other professional advice or assistance, at the reasonable expense of the Company.

The Audit and Risk Committee must inform the Board if it believes that it does not have adequate resources to properly perform its functions as an Audit Committee.

## Appointment

The Board of the Company is responsible for appointing members to the Audit and Risk Committee. The Audit and Risk Committee must be made up of at least three Directors of the Company with the majority being Non-executive Directors. Audit and Risk Committee members should be suitably qualified. The Board has responsibility for reviewing the qualifications of prospective Audit and Risk Committee members and for ensuring that the appointees are suitably qualified.

## Replacement, removal and retirement

If an Audit and Risk Committee member resigns, is removed, ceases to be a Non-executive Director or is otherwise unable to perform their duties, the Board may fill the vacancy and must do so if failure to appoint an appropriate person would cause a breach of the ASX Corporate Governance Principles.

The Board may remove an Audit and Risk Committee member by giving at least one month's written notice to that Audit and Risk Committee member.

Audit and Risk Committee members may retire by providing at least one month's written notice to the Audit and Risk Committee and the Board.

## Minutes, reports and recommendations

Meetings are formally minuted. The Chair must ensure that minutes of the Audit and Risk Committee meetings are kept and include details of all records, recommendations and actions required. The minutes shall be made available to Audit and Risk Committee members and the Board of the Company.

## Meeting and reporting frequency

The Audit and Risk Committee shall meet bi-annually or more frequently, as determined by the Audit and Risk Committee. Meetings may also be called at the request of the Chair or the Board. The Audit and Risk Committee will report to the Board after each meeting.

## Disclosure of interests

An Audit and Risk Committee member must disclose any direct or indirect pecuniary interest that they may have in a matter being considered, or about to be considered, by the Audit and Risk Committee, if their interest could conflict with the proper performance of their duties in relation to the consideration of the matter.

This disclosure must occur at the first meeting of the Audit and Risk Committee after the relevant facts have come to the Audit and Risk Committee member's knowledge and must be recorded in the minutes of the meeting.

## Rights to information and reports

The Audit and Risk Committee members have the right to receive such reports as they deem necessary to carry out their functions and responsibilities.

## Auditor Independence

It is the Board's policy that, in order to maintain the independence of the audit function, the external Auditor shall not be engaged to perform consulting work for the Company. It is however, the Board's policy that, in addition to the audit of the year-end financial report and review of the half-year financial report, the external Auditor may be engaged to provide advice and assistance in relation to compliance with financial reporting requirements, to act as tax agent and perform the group's tax compliance work (including any related tax advice needed) and to perform other ad hoc assurance assignments. The above policy helps the Board to ensure that the Auditor is independent at the same time as ensuring that professional services are rendered to the group in a cost effective and efficient manner.

The Auditor is invited to attend each Annual General Meeting of the Company, and to be available to answer Shareholder questions about the conduct of the audit as well as the preparation and content of the Auditor's Report.

## 5. Make timely and balanced disclosure

### 5.1 Companies should establish written policies designed to ensure compliance with ASX Listing Rule disclosure requirements and to ensure accountability at a senior executive level for that compliance and disclose those policies

The Company is a 'disclosing entity' pursuant to section 111AC of the Corporations Act 2001 and complies with the continuous disclosure requirements as set out in the ASX Listing Rules and the Corporations Act 2001.

The Company has adopted a Continuous Disclosure Policy and has appointed the Company Secretary as the Disclosure Officer of the Company. The Company discloses to the ASX any information concerning the Company which a reasonable person would expect to have a material effect on the price or value of securities of the Company unless certain exemptions from the obligation to disclose apply.

The Company is committed to giving all Shareholders comprehensive and equal access to information about its activities and to fulfilling its continuous disclosure obligations to the wider market.

The Board is responsible for making decisions on what should be disclosed publicly under the Continuous Disclosure Policy, and for developing and maintaining relevant guidelines. The Company Secretary has responsibility for ensuring compliance with continuous disclosure requirements in the ASX Listing Rules, and overseeing and coordinating information disclosure to the ASX, Shareholders, the media and the public.

Compliance with the Continuous Disclosure Policy is a standing item on the agenda for each Board meeting.

The Company also publishes the Company Annual Reports, profit announcements, notices of meetings, media releases, and any other information that is relevant to the performance and activities of the Company on the Hunter Hall website at [www.hunterhall.com.au](http://www.hunterhall.com.au).

## 6. Respect the rights of Shareholders

### 6.1 Companies should design a communications policy for promoting effective communication with shareholders and encouraging their participation at general meetings and disclose their policy

The Company's Code of Conduct and its Continuous Disclosure Policy both recognise its legal and other obligations to Shareholders and other stakeholders.

By adhering to the continuous disclosure requirements and ensuring clear and timely release of information, the Company aims to provide Shareholders with a clear and balanced understanding of the aims and objectives of the Company and its achievements measured against those objectives.

Together with its mandatory monthly Net Tangible Asset reporting, the Company also provides details of its portfolio performance which includes a narrative by the Investment Manager on significant investments held in the portfolio that have contributed to portfolio performance over that period.

Also, from 30 September 2013 the Company has reported Net Tangible Asset estimates on weekly basis.

The Board has approved a Shareholder Communications Strategy in order to significantly improve Shareholder communications, which has been underway during the year. The Strategy has been developed with consideration of the needs of both the Company's large retail shareholder base and also of its institutional investors. Objectives of the Strategy include building the Company's investor database, regular communication with a larger number of Shareholders, improvement of the complaints handling process, improving access for shareholders to members of the Board and communicating through new channels on-line and via social media.

As announced at the 2013 Annual General Meeting, the Company had engaged with Shareholders representing over 40% of its shares. At the date of this report, the Company's shareholder database has been expanded to cover contact information for 604 Shareholders. This represents 10% of the total number of Shareholders. The Company continues to provide the opportunity to Shareholders to supply their contact information. A program of broker and large Shareholder engagement has been initiated following the recent release of the 2014 results.

Further cementing the Company's commitment to ensuring shareholders are kept properly informed, all Shareholders are invited to attend an annual investor update. This provides an opportunity for Shareholders to obtain information on the investment portfolio and the performance of the underlying investments. It provides an opportunity for Shareholders to hear directly from the Investment Manager. This forum is made available on an annual basis and is held separately to the Company Annual General Meeting.

At each Annual General Meeting the Chairman opens the floor for general question time and provides the Shareholders with the opportunity to be heard and to ask questions of their Directors.

## 7. Recognise and manage risk

### 7.1 Companies should establish policies for the oversight and management of material business risk and disclose a summary of those policies

As a listed investment company, the Company is exposed to risk and uncertainty. The Board recognises the importance of prudent identification of and management of risk factors as part of its responsibility to the Company's shareholders and other significant stakeholders. The risk management framework described below aims to balance effective management of key risks with organisational constraints in the context of the Company's strategic goals and objectives. The Risk Management Program has been designed to allow the Board to oversee the risk management process with assistance from HHIML.

The Board has overall responsibility for the Risk Management Program (detailed in Recommendation 7.2 below) including articulating the Company's risk appetite and monitoring the extent to which the Company operates within that risk appetite. The Board receives regular reports from the Audit & Risk Committee on the risk profile of the Company and ensures that the investment mandate and the Investment Manager's compensation is structured in such a manner to ensure the Company will achieve its strategic objectives while taking the appropriate amount of risk.

During the year, the Board formally extended the role of its Audit Committee to include risk and changed the name of the Committee to the Audit and Risk Committee.

The Audit and Risk Committee is now responsible for:

- overseeing the implementation and maintenance of the Risk Management Program
- ensuring the Investment Manager has sufficient resources in place and staff are adequately skilled and qualified to manage and control risks
- ensure the Company's policies and procedures that are designed to mitigate risks are readily accessible by relevant staff
- establishing clear delineation of the lines of responsibility for managing the end to end risk process

### 7.2 The board should require management to design and implement the risk management and internal control system to manage the company's material business risks and report to it on whether those risks are being managed effectively. The board should disclose that management has reported to it as to the effectiveness of the company's management of its material business risks.

During the 2014 financial year the Company implemented a Risk Management Program based on the International Standard for Risk Management (AS/NZ ISO 31000:2009)

The Investment Manager has appointed a Risk Manager who is responsible for establishing and implementing the Risk Management Program and the policies and procedures to effectively manage the risks for the Company as well as promotion of a risk management culture within the Investment Manager. The Risk Manager is also responsible for reporting to the Board and attending each regularly scheduled Board meeting to enable the Board to fulfil its risk management responsibilities.

7.3 The board should disclose whether it has received assurance from the chief executive officer (or equivalent) and the chief financial officer (or equivalent) that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating effectively in all material aspects in relation to financial reporting risks.

The Board receives an annual assurance in writing from the people performing the duties of Chief Executive Officer and Chief Financial Officer (or equivalent) that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks.

## 8. Remunerate fairly and responsibly

### 8.1 and 8.2 The board should establish an appropriately structured remuneration committee

During the year the Board improved its governance by establishing a Remuneration Committee, in compliance with recommendation 8.1. The Board adopted a charter for the Committee, which has been made publicly available on the Company's website ([http://www.hunterhall.com.au/about.html#corporate\\_governance](http://www.hunterhall.com.au/about.html#corporate_governance)). The charter requires that the Remuneration Committee consists exclusively of Independent Directors and is chaired by an Independent Director. The members of the Committee are:

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Philip Marcus Clark AM (Chairman)	<i>Non-executive, Independent Director</i>
Alex Koroknay	<i>Non-executive, Independent Director</i>
Julian David Constable	<i>Non-executive, Independent Director</i>

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The responsibilities of the Committee include:

- review the Company's remuneration framework for Directors
- ensure the Board is sufficiently informed to make remuneration decisions

During the year the Remuneration Committee undertook a review of Directors' remuneration. For further details of the review, please refer to the Remuneration Report included within the Directors' Report.

### 8.3 Companies should clearly distinguish the structure of non-executive directors' remuneration from that of executive directors and senior executives

The Company does not employ any Executives.

The only remuneration paid by the Company is to the Non-Executive Directors. Director's fees are paid to Non-executive Directors at a level that is considered to be appropriate in the Company's circumstances from time to time, taking account of market benchmarks for comparable companies.

Non-executive Directors are remunerated by way of fees in the form of cash and superannuation contributions. The Non-executive Directors do not receive options or bonus payments and, other than their superannuation benefits, they are not provided with retirement benefits.

For details of the level of fees paid to the Non-Executive Directors please refer to the Remuneration Report in the Directors' Report, in this Annual Report. For details of the fees paid to the Executive Director please refer to the Annual Report of HHL, a copy of which may be obtained from the Hunter Hall website at [www.hunterhall.com.au](http://www.hunterhall.com.au).

# Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June 2014

For the year ended:	Note	30 June 2014 \$'000	30 June 2013 \$'000
<b>Revenue</b>			
Interest received		147	249
Dividends received		4,184	3,498
Other revenue		34	42
<b>Total revenue</b>		<b>4,365</b>	<b>3,789</b>
<b>Fair value changes</b>			
Realised gains from investments	2	12,955	3,332
Unrealised gains from investments	2	26,371	35,128
<b>Total gains from investments</b>		<b>39,326</b>	<b>38,460</b>
<b>Expenses</b>			
Administration fees		(58)	(167)
Management fees	3a	(3,344)	(3,076)
Directors' fees		(165)	(95)
Professional fees		(71)	(60)
Registry fees		(63)	(61)
Other expenses	3d	(175)	(139)
<b>Total expenses</b>		<b>(3,876)</b>	<b>(3,598)</b>
Profit before income tax		39,815	38,651
Income tax expense	4	-	-
<b>Net profit after income tax expense</b>		<b>39,815</b>	<b>38,651</b>
<b>Other comprehensive income</b>			
Other comprehensive income for the year		-	-
<b>Total comprehensive income for the year</b>		<b>39,815</b>	<b>38,651</b>
Basic earnings per share (cents per share)	5	21.0	17.9

The Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying Notes.

# Statement of Financial Position

As at 30 June 2014

As at:	Note	30 June 2014 \$'000	30 June 2013 \$'000
<b>Assets</b>			
Cash and cash equivalents	6	34,538	12,778
Investments	8	186,245	193,698
Trade and other receivables	7	1,186	1,623
<b>Total assets</b>		<b>221,969</b>	<b>208,099</b>
<b>Liabilities</b>			
Trade and other payables	10	773	3,512
Financial liabilities	11	13	2,665
<b>Total liabilities</b>		<b>786</b>	<b>6,177</b>
<b>Net assets</b>		<b>221,183</b>	<b>201,922</b>
<b>Equity</b>			
Contributed equity	12	235,987	245,243
Accumulated losses	13	(78,457)	(78,457)
Profit reserve	14	63,653	35,136
<b>Total equity</b>		<b>221,183</b>	<b>201,922</b>

*The Statement of Financial Position is presented on a liquidity basis and should be read in conjunction with the accompanying Notes.*

# Statement of Changes in Equity

For the year ended 30 June 2014

For the year ended:	Note	Contributed Equity \$'000	Accumulated Profits/(Losses) \$'000	Total \$'000
<b>Balance as at 1 July 2012</b>		275,213	(78,457)	196,756
Profit for the year		-	38,651	38,651
Other comprehensive income for the year		-	-	-
<b>Total comprehensive income for the year</b>		-	<b>38,651</b>	<b>38,651</b>
<b>Transactions with owners in their capacity as owners:</b>				
Shares bought back	12	(29,970)	-	(29,970)
Dividends paid	15	-	(3,515)	(3,515)
<b>Balance as at 30 June 2013</b>		<b>245,243</b>	<b>(43,321)</b>	<b>201,922</b>
<b>Balance as at 1 July 2013</b>		245,243	(43,321)	201,922
Profit for the year		-	39,815	39,815
Other comprehensive income for the year		-	-	-
<b>Total comprehensive income for the year</b>		-	<b>39,815</b>	<b>39,815</b>
<b>Transactions with owners in their capacity as owners:</b>				
Contributed equity		772	-	772
Shares bought back	12	(10,028)	-	(10,028)
Dividends paid	15	-	(11,298)	(11,298)
<b>Balance as at 30 June 2014</b>		<b>235,987</b>	<b>(14,804)</b>	<b>221,183</b>

The Statement of Changes in Equity should be read in conjunction with the accompanying Notes.

# Statement of Cash Flows

For the year ended 30 June 2014

For the year ended:	Note	30 June 2014 \$'000	30 June 2013 \$'000
<b>Cash flows from operating activities</b>			
Interest received		140	280
Dividends received		4,020	3,538
Sundry receipts		34	42
Management fees paid		(3,033)	(3,192)
Payment to suppliers		(750)	(672)
<b>Net cash inflow/(outflow) from operating activities</b>	16	<b>411</b>	<b>(4)</b>
<b>Cash flows from investing activities</b>			
Investments purchased		(162,355)	(87,289)
Proceeds from investments sold		204,938	91,506
Net cash payments from foreign exchange transactions		-	(1,071)
<b>Net cash inflow from investing activities</b>		<b>42,583</b>	<b>3,146</b>
<b>Cash flows from financing activities</b>			
Payments for share buybacks		(10,028)	(29,970)
Dividends paid		(10,526)	(3,515)
<b>Net cash outflow from financing activities</b>		<b>(20,554)</b>	<b>(33,485)</b>
Net increase/(decrease) in cash and cash equivalents held		22,440	(30,343)
Cash and cash equivalents at beginning of year		12,778	42,112
Effect of foreign currency translations		(680)	1,009
<b>Cash and cash equivalents at end of year</b>	6	<b>34,538</b>	<b>12,778</b>

*The Statement of Cash Flows should be read in conjunction with the accompanying Notes.*

## 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

The general purpose financial statements of the Company have been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board. Compliance with Australian Accounting Standards results in full compliance with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). The Company is a for-profit entity for the purpose of preparing the financial report.

The Company is a listed public company, incorporated and domiciled in Australia.

The Company's financial statements for the year ended 30 June 2014 were approved and authorised for issue by the Board of Directors on 27 August 2014.

The financial report has been prepared on an accruals basis and is based on historical costs and does not take into account changing money values or, except where stated, current valuations of non-current assets. Cost is based on the fair values of the consideration given in exchange for assets.

### Summary of Significant Accounting Policies

The following is a summary of the material accounting policies adopted by the Company in the preparation of the financial report. They have been consistently applied unless otherwise stated.

#### a. Revenue and other income

Dividend income is recognised on a receivable basis on the date shares are quoted ex-dividend.

Distribution income is recognised on a receivable basis as of the date the unit value is quoted ex-distribution.

Interest from fixed interest and discount securities is recognised as income on the basis of the accumulated entitlement that would be received on the disposal of the security according to the trading practices accepted by the market for the relevant security. Interest on cash on deposit is recognised in accordance with the terms and conditions which apply to the deposit. All revenue is stated net of the amount of Goods and Services Tax (GST).

#### b. Cash and cash equivalents

Cash and cash equivalents include cash on hand and in banks, and money market investments readily convertible to cash within two working days.

For the purpose of the Statement of Cash Flows, cash includes cash on hand and at call deposits with banks or financial institutions.

#### c. Fair values of financial assets and liabilities

##### Recognition and initial measurement

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions to the instrument. For financial assets this is equivalent to the date that the Company commits itself to either the purchase or sale of the asset (i.e. trade date accounting is adopted).

Financial assets and liabilities are valued at fair value. Financial instruments are classified into the following categories and fair values of financial instruments are determined on the following basis:

##### i. Investments

All investments are initially recognised at cost, being the fair value of the consideration given including acquisition charges associated with the investment. After initial recognition, investments have been classified as designated "fair value through profit or loss". Gains and losses on investments are recognised in the Statement of Profit and Loss and Other Comprehensive Income. Investment performance is measured and evaluated by Key Management Personnel on the basis of fair value movement and managed in accordance with the documented investment strategy.

Investments traded in an organised financial market (traded securities) are valued at current quoted market bid price for an asset. Quoted market prices are available for listed shares, options, debentures and other equity and debt securities.

# Notes to the Financial Statements

Year ended 30 June 2014 *continued*

## 1: Statement of Significant Accounting Policies *continued*

### c. Fair values of financial assets and liabilities *continued*

#### ii. *Monetary financial assets and liabilities not traded in an organised financial market*

Financial assets and liabilities related to trade debtors, trade accounts payable, accruals and dividends payable are valued on a cost basis carrying amount (which approximates fair value).

#### iii. *Receivables*

Receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost. Receivables are included in current assets, except for those which are not expected to mature within 12 months following the end of the reporting period.

#### iv. *Financial liabilities*

Non-derivative financial liabilities are subsequently measured at amortised cost and can include trade accounts payable and accrued expense provisions.

### d. Foreign currency translation

Transactions denominated in foreign currencies are translated into Australian Dollars at the rates of exchange ruling on the date of the transaction. All realised exchange gains and losses are taken to account in the period in which they arise.

Foreign currency monetary assets and liabilities existing at reporting date are revalued at the rates of foreign exchange at reporting date. The resulting unrealised exchange differences are brought to account in determining the profit or loss for the year.

### e. Derivative financial instruments

The Company uses derivative financial instruments such as foreign currency contracts to hedge its risks associated with foreign currency fluctuations. Such derivative financial instruments are stated at fair value.

The fair value of forward contracts is calculated by reference to current forward exchange rates for contracts with similar maturity profiles.

Gains and losses arising from changes in fair value are taken directly to the Statement of Profit and Loss and Other Comprehensive Income.

### f. Income Tax

The income tax expense/(revenue) for the year comprises current income tax expense/(revenue) and deferred tax expense/(revenue).

The Company adopts the liability method of tax-effect accounting whereby the income tax expense is based on the profit from ordinary activities adjusted for any non-assessable or disallowed items.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the Statement of Profit and Loss and Other Comprehensive Income except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the economic entity will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

It should be noted that for the 2014 year, the Company has made a decision to derecognise net deferred tax assets. Further details can be found in Note 1 (i) below.

g. Goods and Services Tax

Revenue, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or is expensed. Receivables and payables in the Statement of Financial Position are shown inclusive of GST. Cash flows are presented in the Statement of Cash Flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

h. Trade and Other Payables

Trade and other payables represent the liability outstanding at the end of the reporting period for goods and services received by the Company during the reporting period which remains unpaid. The balance is recognised as a current liability with the amount being normally paid within 30 days of recognition of the liability.

i. Critical accounting estimates and judgements

The Directors evaluate estimates and judgements incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Company.

*Key estimates – recognition of Deferred Tax Asset*

Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised based upon the likely timing and the level of future taxable profits. The Company has tax losses carried forward amounting to \$44.755m (2013: \$69.768m). These relate mainly to realised losses on the investment portfolio of the Company and subject to satisfying the specific income tax rules regarding the carry forward and utilisation of tax losses, do not expire regardless of their recognition in the financial statements. The Company expects to be able to meet the income tax rules for utilisation of carried forward losses in future.

As at 30 June 2014 the Company has made the decision to continue to derecognise net deferred tax assets based on uncertainties over the recoverability arising from trading performance. It should be noted that the decision to derecognise the net deferred tax asset was necessary to comply with AASB 112: Income Taxes in respect of which the Company has taken a conservative approach in considering the probability of recoupment over a short-term lookout period. The Board of Directors of the Company are of the belief that the deferred tax asset will eventually be recoverable.

*Key estimates – impairment*

The Company assesses impairment at each reporting date by evaluating conditions specific to the Company that may lead to impairment of assets. When an impairment trigger exists, the recoverable amount of the asset is determined. Value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates.

No impairment has been recognised in respect of any assets for the year ended 30 June 2014.

j. Rounding of amounts

Unless otherwise shown in the financial statements, amounts have been rounded to the nearest thousand dollars and are shown in A\$'000.

Hunter Hall Global Value Limited is a company of the kind referred to in the Australian Securities and Investments Commission Class Order 98/100 issued 10 July 1998.

## 1: Statement of Significant Accounting Policies *continued*

### k. New and amended standards adopted by the Company

The Company adopted the following accounting standards which became effective for the annual reporting period commencing 1 July 2013:

#### *AASB 13 Fair Value Measurement*

*AASB 13* establishes a single framework for measuring fair value and making disclosures about fair value measurements, when such measurements are required or permitted by other AASBs. In particular, it unifies the definition of fair value as the price at which an orderly transaction to sell an asset or to transfer a liability would take place between market participants at the measurement date. It also replaces and expands the disclosure requirements about fair value measurements in other AASBs, including *AASB 7 Financial Instruments: Disclosures*. The Company has adopted *AASB 13 Fair Value Measurement* with effect from 1 July 2013. In accordance with the transitions provisions, *AASB 13* has been applied prospectively from that date. As a result, the Company has adopted a new definition of fair value, as set out below. The change had no material impact on the measurement of the Company's assets and liabilities.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal, or in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

### l. New standards and interpretations not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2014 reporting periods and have not been early adopted by the Company. The Company's assessment of the impact of these new standards (to the extent relevant to the Company) and interpretations is set out below:

#### *AASB 2013-4 Amendments to Australian Accounting Standards – Novation of Derivatives and Continuation of Hedge Accounting*

*AASB 2013-4* makes amendments to *AASB 139 Financial Instruments: Recognition & Measurement* to permit the continuation of hedge accounting in circumstances where a derivative, which has been designated as a hedging instrument, is novated from one counterparty to a central counterparty as a consequence of laws or regulations. The Company has not yet assessed the full impact of these amendments.

#### *AASB 2013-9 Amendments to Australian Accounting Standards – Conceptual Framework, Materiality and Financial Instruments (Part C: Financial Instruments)*

These amendments:

- add a new chapter on hedge accounting to *AASB 9 Financial Instruments*, substantially overhauling previous accounting requirements in this area;
- allow the changes to address the so-called 'own credit' issue that were already included in *AASB 9* to be applied in isolation without the need to change any other accounting for financial instruments; and
- defer the mandatory effective date of *AASB 9* from '1 January 2015' to '1 January 2017'.

The Company has not yet assessed the full impact of these amendments.

#### *AASB 2014-1 Amendments to Australian Accounting Standards (Part A: Annual Improvements 2010–2012 and 2011–2013 Cycles)*

Part A of *AASB 2014-1* makes amendments to various Australian Accounting Standards arising from the issuance by the International Accounting Standards Board (IASB) of International Financial Reporting Standards Annual Improvements to IFRSs 2010-2012 Cycle and Annual Improvements to IFRSs 2011-2013 Cycle.

Among other improvements, the amendments arising from Annual Improvements to IFRSs 2010-2012 Cycle:

- (a) clarify that the definition of a 'related party' includes a management entity that provides key management personnel services to the reporting entity (either directly or through a group entity); and
- (b) amend *AASB 8 Operating Segments* to explicitly require the disclosure of judgements made by management in applying the aggregation criteria.

Among other improvements, the amendments arising from Annual Improvements to IFRSs 2011-2013 Cycle clarify that an entity should assess whether an acquired property is an investment property under *AASB 140 Investment Property* and perform a separate assessment under *AASB 3 Business Combinations* to determine whether the acquisition of the investment property constitutes a business combination.

The Company has not yet assessed the full impact of these amendments.

*AASB 2014-1 Amendments to Australian Accounting Standards (Part E: Financial Instruments)*

Part E of *AASB 2014-1* makes amendments to Australian Accounting Standards to reflect the AASB's decision to defer the mandatory application date of *AASB 9 Financial Instruments* to annual reporting periods beginning on or after 1 January 2018. Part E also makes amendments to numerous Australian Accounting Standards as a consequence of the introduction of Chapter 6 Hedge Accounting into *AASB 9* and to amend reduced disclosure requirements for *AASB 7 Financial Instruments: Disclosures* and *AASB 101 Presentation of Financial Statements*.

The Company has not yet assessed the full impact of these amendments.

There are no other standards that are not yet effective and that are expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

## 2: CHANGES IN FAIR VALUE OF INVESTMENTS

	2014 \$'000	2013 \$'000
<b>Realised gains/(losses) on investments</b>		
Investments designated at fair value through profit and loss	17,267	4,403
Investments held for trading (foreign currency forward contracts)	(3,410)	(1,016)
Foreign exchange	(902)	(55)
<b>Total realised gains on investments</b>	<b>12,955</b>	<b>3,332</b>
<b>Unrealised gains/(losses) on investments</b>		
Investments designated at fair value through profit and loss	24,401	36,331
Investments held for trading (foreign currency forward contracts)	2,649	(2,207)
Foreign exchange	(679)	1,004
<b>Total unrealised gains on investments</b>	<b>26,371</b>	<b>35,128</b>
<b>Total changes in fair value of investments</b>	<b>39,326</b>	<b>38,460</b>

## 3: EXPENSES

### a. Management Fees

In accordance with the Investment Management Agreement (outlined in the Shareholder Information section of this Annual Report), the Investment Manager is entitled to a management fee of 1.5% per annum of the gross value of the Company, payable on a monthly basis.

The Investment Manager is also entitled to a performance fee when the Company outperforms the MSCI Total Return Index, Net Dividends Reinvested in Australian dollars. The method of calculating the fee is detailed in the Investment Management Agreement.

The amounts paid and payable to the Investment Manager in accordance with the Investment Management Agreement were:

	2014 \$'000	2013 \$'000
Management fees	3,344	3,076
	<b>3,344</b>	<b>3,076</b>

### b. Indirect Cost Ratio (ICR)

The ICR is a measure of the additional expense incurred by shareholders as a result of investing in the Company. The majority of these expenses comprise fees paid to the Investment Manager and the custodian. Expenses that would otherwise be incurred by a direct investor, such as transaction costs, brokerage, government taxes and charges on purchases and sales, are excluded.

The ICR of the Company is calculated in accordance with the Government's Enhanced Fee Disclosure measures (Corporations Amendment Regulations 2005), as shown in the following table. The table combines the expenses incurred directly by the Company and those incurred indirectly through investments in other managed investments.

<b>ICR related expenses incurred by the Company</b>	2014 \$'000	2013 \$'000
Including performance fees	3,859	3,586
Excluding performance fees	3,859	3,586

<b>ICR related expenses incurred by the Company as a % of average net assets</b>	2014 %	2013 %
Including performance fees	1.76	1.77
Excluding performance fees	1.76	1.77

## c. Auditor's Remuneration

	2014 \$	2013 \$
Remuneration of the Auditor of the Company for:		
Audit of year end Financial Report	43,750	39,000
Review of half year Financial Report	23,700	23,000
	<b>67,450</b>	<b>62,000</b>

## d. Other expenses

	2014 \$'000	2013 \$'000
Custody	58	66
Australian Securities Exchange	44	36
Brokerage	17	10
Insurance	9	-
Travel	7	7
Research	7	7
Omgeo trade settlement services	5	5
Postage	4	5
Other	24	3
	<b>175</b>	<b>139</b>

## 4: INCOME TAX EXPENSE

	Note	2014 \$'000	2013 \$'000
The components of tax expense comprise:			
Current tax		-	-
Deferred tax	9c	-	-
		-	-
<b>The prima facie tax on profit before tax is reconciled to the income tax expense provided in the financial report as follows:</b>			
Prima facie tax payable on profit before income tax of 30%		11,945	11,595
Less tax effect of:			
Foreign withholding tax		(252)	(302)
Franking credits		(971)	(583)
Add tax effect of:			
Foreign withholding tax		76	90
Franking credits		291	175
Utilisation of tax assets previously not recognised		(11,089)	(10,975)
<b>Income tax attributable to entity</b>		<b>-</b>	<b>-</b>
The applicable weighted average effective tax rates are as follows:		28%	28%
Tax losses not brought to account		15,640	26,729

## 5: EARNINGS PER SHARE (EPS)

	2014 \$'000	2013 \$'000
Profit used in the calculation of basic EPS	39,815	38,651
	2014 No.	2013 No.
Weighted average number of ordinary shares outstanding during the year used in calculation of basic EPS	189,550,007	215,487,127
<b>Weighted average number of ordinary shares and potential ordinary shares outstanding during the year used in calculation of EPS</b>	<b>189,550,007</b>	<b>215,487,127</b>

The basic earnings per share has been calculated using the profit attributable to the shareholders of the Company as the numerator.

## 6: CASH AND CASH EQUIVALENTS

	2014 \$'000	2013 \$'000
Cash at bank	34,538	12,778
	<b>34,538</b>	<b>12,778</b>

## 7: TRADE AND OTHER RECEIVABLES

	2014 \$'000	2013 \$'000
Dividends accrued	302	140
Interest accrued	13	6
GST receivable	53	124
Prepayments	45	-
Amounts receivable on investments sold	773	1,353
	<b>1,186</b>	<b>1,623</b>

There are no past due or impaired receivables at reporting date.

## 8: FINANCIAL ASSETS

	2014 \$'000	2013 \$'000
Equity securities at fair value	186,245	193,677
Options at fair value	-	21
	<b>186,245</b>	<b>193,698</b>

Details of the Company's largest 10 investments as at 30 June 2014 are as follows:

Name of investment	Principal activities	Total value of net assets %	Carrying value \$'000
Sirtex Medical Ltd	liver cancer treatments	19%	41,152
M2 Telecommunications Group	telecommunications	5%	10,319
Danelli & Co - RNC	metal processing machinery	3%	7,487
Take Two Interactive Software Inc.	interactive entertainment	2%	5,365
Bank of New York Mellon Corp	financial services	2%	5,273
Apple Inc	consumer electronics	2%	4,607
Leopalace21 Corp	apartment construction & management	2%	4,587
GT Advanced Technologies Inc	solar and LED servicer	2%	4,543
Citigroup Inc	bank	2%	4,514
JDS Uniphase Corp	optical components	2%	4,154

Details of the Company's largest 10 investments as at 30 June 2013 are as follows:

Name of investment	Principal activities	Total value of net assets %	Carrying value \$'000
Sirtex Medical Ltd	liver cancer treatments	16%	33,242
M2 Telecommunications Group	telecommunications	6%	11,601
Sberbank	bank	4%	7,484
Apple Inc	consumer electronics	3%	6,896
Danelli & Co - RNC	metal processing machinery	3%	6,775
Expedia Inc	online travel services	3%	6,024
Nvidia Corp	graphic processors	2%	4,807
Afren Plc	oil and gas exploration and production	2%	4,356
Sumitomo Electric Industries	electric wire manufacturer	2%	4,262
Samchully Co Ltd	energy distributor	2%	4,198

# Notes to the Financial Statements

Year ended 30 June 2014 *continued*

## 9: TAX

### a. Assets

	2014 \$'000	2013 \$'000
Deferred tax assets comprise:		
Attributable to realised tax loss	-	-
Attributable to carried forward tax loss	-	-
Tax losses utilised	(10,984)	(10,951)
Other	(105)	(24)
Recognition of net deferred tax asset not brought to account	11,089	10,975
	-	-
<b>Total Tax Assets</b>	-	-

### b. Liabilities

	2014 \$'000	2013 \$'000
Income tax payable	(3,023)	-
Tax losses utilised	3,023	-
	-	-
Deferred tax liability comprises:		
Other	(50)	12
Fair value adjustments	(7,911)	(10,525)
Tax losses utilised	7,961	10,513
<b>Total Tax Liabilities</b>	-	-

### c. Reconciliations

	2014 \$'000	2013 \$'000
<i>(i) Gross Movements</i>		
Opening balance	-	-
Charged to the Statement of Profit and Loss and Other Comprehensive Income	11,089	10,975
Tax losses utilised	(11,089)	(10,975)
<b>Closing balance</b>	-	-

Movements	Fair value gain adjustments \$'000	Other \$'000	Total \$'000
<i>(ii) Deferred Tax Assets</i>			
<b>At 1 July 2012</b>	-	-	-
Credited to the Statement of Profit and Loss and Other Comprehensive Income	-	(24)	(24)
Tax losses utilised	-	(10,951)	(10,951)
Recognition of net deferred tax asset	-	10,975	10,975
<b>At 30 June 2013</b>	-	-	-
Carried forward tax loss	-	-	-
Credited to the Statement of Profit and Loss and Other Comprehensive Income	-	(105)	(105)
Tax losses utilised	-	(10,984)	(10,984)
Recognition of net deferred tax asset	-	11,089	11,089
<b>At 30 June 2014</b>	-	-	-
<i>(iii) Deferred Tax Liabilities</i>			
<b>At 1 July 2012</b>	-	-	-
Charged to the Statement of Profit and Loss and Other Comprehensive Income	(10,525)	12	(10,513)
Tax losses utilised	10,525	(12)	10,513
<b>At 30 June 2013</b>	-	-	-
Charged to the Statement of Profit and Loss and Other Comprehensive Income	(7,911)	(50)	(7,961)
Tax losses utilised	7,911	50	7,961
<b>At 30 June 2014</b>	-	-	-

## 10: TRADE AND OTHER PAYABLES

	2014 \$'000	2013 \$'000
Amounts owing on investments purchased	187	2,993
Sundry accruals	7	264
Payable to related parties:		
Manager's account	579	255
	<b>773</b>	<b>3,512</b>

## 11: FINANCIAL LIABILITIES

	2014 \$'000	2013 \$'000
Financial Liabilities (foreign currency forward contracts)	13	2,665
	<b>13</b>	<b>2,665</b>

## 12: CONTRIBUTED EQUITY

	2014 No. shares	2013 No. shares
Issued ordinary shares at the beginning of the reporting period	198,522,203	236,967,936
Share buy backs	(10,796,953)	(38,445,733)
Dividends reinvested (DRP)	749,512	-
<b>Issued ordinary shares at reporting date</b>	<b>188,474,762</b>	<b>198,522,203</b>

### Capital Management

The Company manages its capital to ensure that it is able to continue as a going concern while maximising the return to shareholders and benefits for other stakeholders. The Board also aims to maintain a capital structure that ensures the lowest cost of capital available to the entity.

For the year ended 30 June 2014, the Company paid dividends of \$11,298,490 (2013: \$3,514,944).

The Company's overall strategy remains unchanged from 2013.

The capital structure of the Company consists of cash and cash equivalents, comprising issued capital, reserves and retained earnings as disclosed in the Statement of Changes of Equity.

The Company is not subject to externally imposed capital requirements.

Operating cash flows are used to maintain and expand the Company's investment portfolio, as well as to make the routine outflows of tax and dividends.

## 13: ACCUMULATED LOSSES

	2014 \$'000	2013 \$'000
Balance at beginning of period	(78,457)	(78,457)
Current period profit	39,815	38,651
Transfer to Profit Reserve	(39,815)	(38,651)
<b>Balance at end of period</b>	<b>(78,457)</b>	<b>(78,457)</b>

## 14: PROFIT RESERVE

	2014 \$'000	2013 \$'000
Balance at beginning of period	35,136	-
Transfer from retained earnings	39,815	38,651
Interim dividend paid	(6,570)	(3,515)
Final dividend paid	(4,728)	-
<b>Balance at end of period</b>	<b>63,653</b>	<b>35,136</b>

## 15: DIVIDENDS

	2014 \$'000	2013 \$'000
Partially franked final ordinary dividend of 2.5 cents per share (2013: nil cents)	4,729	-
Partially franked interim ordinary dividend of 3.5 cents per share (2013: 1.7 cents per share fully franked)	6,569	3,515
	<b>11,298</b>	<b>3,515</b>
The amount of franking credits available for subsequent reporting periods are:		
Balance at the end of the reporting period	565	323
Franking credits that will arise from the payment of the amount of provision for income tax	-	-
Franking debits that will arise from the payment of dividends recognised as a liability at the end of the reporting period	-	-
Franking credits that will arise from the receipt of dividends recognised as receivables at the end of the reporting period	-	-
The amount of franking credits available for future reporting periods due to the dividends declared after the end of the reporting period	<b>565</b>	<b>323</b>

## 16: CASH FLOW INFORMATION

	2014 \$'000	2013 \$'000
<b>a. Reconciliation of net cash flow inflow/(outflow) from operating activities to net profit after income tax</b>		
Net profit after income tax	39,815	38,651
Changes in fair value of investments	(39,326)	(38,460)
Net change in working capital:		
Change in trade and other receivable	(101)	11
Change in trade and other payables	68	(206)
Change in prepayments	(45)	-
<b>Net cash inflow/(outflow) from operating activities</b>	<b>411</b>	<b>(4)</b>

### b. Non-cash financing activities

During the year \$771,507 (2013: nil) in dividends were reinvested by shareholders for additional shares under the terms of the Company's Dividend Reinvestment Plan.

## 17: FINANCIAL RISK MANAGEMENT

The Company's financial instruments consist mainly of deposits with banks, investments, accounts receivable and payable, and derivatives. Derivatives are used by the Company for economic hedging purposes. Such instruments include forward exchange contracts. The Company does not speculate in the trading of derivative instruments.

The sensitivity analysis shown below is based on changes that are considered to be reasonably possible based on current market conditions.

The Company holds the following financial instruments:

	2014 \$'000	2013 \$'000
<b>Financial Assets</b>		
Cash and cash equivalents	34,538	12,778
Trade and other receivables	1,186	1,623
Investments at fair value	186,245	193,698
	<b>221,969</b>	<b>208,099</b>
<b>Financial Liabilities</b>		
Trade and other payables	773	3,512
Foreign currency forward contracts	13	2,665
	<b>786</b>	<b>6,177</b>

### Financial Risk Exposures and Management

The main risks the Company is exposed to through its financial instruments are foreign exchange risk, price risk, interest rate risk, credit risk and liquidity risk.

#### a. Market Risk

##### (i) Foreign exchange risk

With approximately 60.0% (2013: 52.0%) of the Company's investment portfolio (including cash), held in foreign stocks there is a risk associated with movements in foreign exchange rates. In addition 7.7% (2013: 3.2%) of the Company's investment portfolio is held in foreign currency cash. The Australian Dollar weighting of the Company's portfolio is mainly comprised of Australian Dollar cash, Australian equities, and forward contracts hedging foreign currency exposures back into Australian Dollars.

The use of forward contracts resulted in a realised loss of \$3,411,620 in the year to 30 June 2014 (2013: gain of \$1,015,151).

In absolute terms the Company is a net investor in foreign currency assets including cash and to a varying degree benefits from any weakening in the Australian Dollar against those currencies to which it is exposed. The accounting policy in regard to forward exchange contracts is detailed in Note 1e.

The Company's total net exposure to fluctuations in foreign currency exchange rates at the reporting date was as follows:

2014	Cash \$'000	Investments \$'000	Forwards \$'000	Other \$'000	Total \$'000	Total %
<b>Assets</b>						
Australian Dollar	17,499	73,110	-	773	91,382	41.2%
Euro	3	8,405	-	-	8,408	3.8%
British Pound	-	3,695	-	5	3,700	1.7%
Hong Kong Dollar	-	9,511	-	270	9,781	4.4%
Japanese Yen	-	17,849	-	111	17,960	8.1%
New Zealand Dollar	-	2,915	-	-	2,915	1.3%
Norwegian Kroner	4	-	-	-	4	0.0%
Korean Won	-	5,389	-	-	5,389	2.4%
Swedish Kroner	-	1,495	-	-	1,495	0.7%
Swiss Francs	-	2,986	-	-	2,986	1.3%
Taiwanese Dollar	76	-	-	-	76	0.0%
United States Dollar	16,956	60,217	-	27	77,200	34.8%
Israeli Shekal	-	673	-	-	673	0.3%
	<b>34,538</b>	<b>186,245</b>	<b>-</b>	<b>1,186</b>	<b>221,969</b>	<b>100.0%</b>
<b>Liabilities</b>						
Australian Dollar			-	586	586	74.5%
Japanese Yen			-	79	79	10.1%
Korean Won			13	-	13	1.7%
United States Dollar			-	108	108	13.7%
			<b>13</b>	<b>773</b>	<b>786</b>	<b>100.0%</b>

# Notes to the Financial Statements

Year ended 30 June 2014 *continued*

## 17: Financial Risk Management *continued*

### a. Market Risk *continued*

#### (i) Foreign exchange risk *continued*

The Company's total net exposure to fluctuations in foreign currency exchange rates at the comparative reporting date was as follows:

2013	Cash \$'000	Investments \$'000	Forwards \$'000	Unsettled Trades \$'000	Total \$'000	Total %
<b>Assets</b>						
Australian Dollar	2,529	92,909	-	202	95,640	46.0%
Canadian Dollar	-	5,510	-	-	5,510	2.6%
Euro	3	9,587	-	-	9,590	4.6%
British Pound	-	3,567	-	-	3,567	1.7%
Hong Kong Dollar	-	2,576	-	125	2,701	1.3%
Indian Rupee	-	334	-	-	334	0.2%
Japanese Yen	-	6,417	-	-	6,417	3.1%
New Zealand Dollar	-	8,495	-	-	8,495	4.1%
Norwegian Kroner	4	3,213	-	-	3,217	1.5%
Singapore Dollar	-	746	-	-	746	0.4%
Korean Won	-	5,666	-	-	5,666	2.7%
Philippine Peso	-	66	-	49	115	0.1%
Swedish Kroner	-	10,919	-	-	10,919	5.2%
Swiss Francs	-	42	-	68	110	0.1%
Thailand Baht	-	873	-	-	873	0.4%
United States Dollar	10,242	42,778	-	1,179	54,199	26.0%
	<b>12,778</b>	<b>193,698</b>	-	<b>1,623</b>	<b>208,099</b>	<b>100.0%</b>
<b>Liabilities</b>						
Australian Dollar	-	-	-	2,687	2,687	43.6%
Canadian Dollar	-	-	1	-	1	0.0%
British Pound	-	-	12	-	12	0.2%
Swiss Francs	-	-	3	-	3	0.0%
Euro	-	-	89	62	151	2.4%
Hong Kong Dollar	-	-	-	22	22	0.4%
Japanese Yen	-	-	409	224	633	10.2%
Indian Rupee	-	-	68	53	121	2.0%
Korean Won	-	-	483	-	483	7.8%
Philippine Peso	-	-	9	-	9	0.1%
Thailand Baht	-	-	91	246	337	5.5%
United States Dollar	-	-	1,500	218	1,718	27.8%
			<b>2,665</b>	<b>3,512</b>	<b>6,177</b>	<b>100.0%</b>

#### *Sensitivity analysis*

At reporting date a 10% strengthening/weakening of the Australian Dollar at 30 June 2014 would have (decreased)/increased profit or loss before income tax by (\$13,310,131)/\$13,310,131 (2013:(\$10,532,768)/ \$10,532,768). The analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis as for 2013.

*(ii) Price risk*

The Company is exposed to equity securities price risk. This arises from investments held by the Company and classified on the Statement of Financial Position as fair value through profit or loss.

To manage its price risk arising from investments in equity securities, the Company diversifies its portfolio. The majority of the Company's equity investments are publicly traded.

*Sensitivity analysis*

At reporting date, if the equity prices had been 10% lower or higher profit or loss before income tax of the Company would have (decreased)/increased by (\$18,624,428)/\$18,624,428 (2013: (\$19,367,565)/\$19,367,565). The analysis assumes that all other variables remain constant. The analysis is performed on the same basis as for 2013.

The sensitivity to equity prices has not changed significantly from the prior year.

*(iii) Interest rate risk*

The majority of the Company's financial assets are non-interest bearing. The main interest rate risk for the Company arises from its cash holdings. The Company's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of change in market interest rates and the effective weighted average interest rates on classes of financial assets and financial liabilities are as follows:

	2014		2013	
	Cash Balance Subject to Floating Interest Rate \$'000	Weighted Average Effective Interest Rate %	Cash Balance Subject to Floating Interest Rate \$'000	Weighted Average Effective Interest Rate %
Cash and cash equivalents	34,538	2.31	12,778	2.84

*Sensitivity analysis*

At reporting date, if the interest rates had been 10% lower or higher profit or loss before income taxes of the Company would have (decreased)/increased by (\$40,460)/\$40,460 (2013: (\$7,174)/\$7,174).

**b. Credit risk**

Credit risk arises from cash and cash equivalents, derivative financial instruments and deposits with banks and financial institutions, as well as outstanding receivables. The Company minimises concentrations of credit risk by undertaking transactions with a number of customers and counter parties on recognised and reputable exchanges.

With 99.8% of cash balances held under custody with JP Morgan Chase Bank, the Company has a concentration of credit risk. However the risk is considered negligible as JP Morgan is a reputable bank with a high external credit rating.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at reporting date in respect of recognised financial assets is the carrying amount, net of any provisions for doubtful debts of those assets, as disclosed in the Statement of Financial Position and Notes to the Financial Statements.

The Company's management considers that all the above financial assets that are not impaired or past due for each of the reporting dates under review are of good credit quality. As disclosed in Note 7 there were no past due or impaired receivables at reporting date.

## 17: Financial Risk Management *continued*

### c. Liquidity risk

The Company manages liquidity risk by monitoring forecast cash flows and ensuring that adequate uninvested cash levels are maintained.

#### *Maturities of financial liabilities*

Financial liabilities held by the Company include management fees payable to the Investment Manager, unsettled trades and other sundry accruals. The below table shows the maturities of financial liabilities held by the Company. The Company holds short term forward contracts which are also included below where any liability existed at reporting date. Further information on these instruments is in Note 15e below.

2014 Financial Liabilities	Less than 1 month \$'000	1 to 3 months \$'000	3 to 6 months \$'000	6 to 12 months \$'000	Total \$'000
Due to brokers	187	-	-	-	<b>187</b>
Foreign currency forward contracts	-	13	-	-	<b>13</b>
Other payables & accrued expenses	586	-	-	-	<b>586</b>
<b>Total</b>	<b>773</b>	<b>13</b>	-	-	<b>786</b>

2013 Financial Liabilities	Less than 1 month \$'000	1 to 3 months \$'000	3 to 6 months \$'000	6 to 12 months \$'000	Total \$'000
Due to brokers	2,993	-	-	-	2,993
Foreign currency forward contracts	-	2,389	276	-	<b>2,665</b>
Other payables & accrued expenses	519	-	-	-	<b>519</b>
<b>Total</b>	<b>3,512</b>	<b>2,389</b>	<b>276</b>	-	<b>6,177</b>

### d. Net fair values

The net fair values of listed investments have been valued at the quoted market bid price at reporting date. For unlisted investments where there is no organised financial market, the net fair value has been based on either cost or the redemption price published by the issuer at reporting date. The net fair value of loans and amounts due approximates their carrying value. For other assets and other liabilities the net fair value approximates their carrying value. No financial assets and financial liabilities are readily traded on organised markets in standardised form other than listed investments. Financial assets where the carrying amount exceeds net fair values have not been written down as the Company believes the diminution to be temporary.

The following table provides an analysis of financial instruments as at reporting date that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which fair value is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurement are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Fair value of financial assets that are traded in active markets are based on quoted prices or dealer price quotations. For all other financial instruments the Company determines fair values using broker quoted bid prices & unlisted unit trust prices.

<b>2014</b>				
<b>Financial assets at fair value through profit or loss</b>	<b>Level 1 \$'000</b>	<b>Level 2 \$'000</b>	<b>Level 3 \$'000</b>	<b>Total \$'000</b>
Listed investments at fair value	186,245	-	-	<b>186,245</b>
<b>Total</b>	<b>186,245</b>	<b>-</b>	<b>-</b>	<b>186,245</b>
<b>Financial liabilities at fair value through profit or loss</b>	<b>Level 1 \$'000</b>	<b>Level 2 \$'000</b>	<b>Level 3 \$'000</b>	<b>Total \$'000</b>
Foreign currency forward contracts	-	13	-	<b>13</b>
<b>Total</b>	<b>-</b>	<b>13</b>	<b>-</b>	<b>13</b>
<b>2013</b>				
<b>Financial assets at fair value through profit or loss</b>	<b>Level 1 \$'000</b>	<b>Level 2 \$'000</b>	<b>Level 3 \$'000</b>	<b>Total \$'000</b>
Listed investments at fair value	192,388	-	-	<b>192,388</b>
Unlisted investments at fair value	-	1,310	-	<b>1,310</b>
<b>Total</b>	<b>192,388</b>	<b>1,310</b>	<b>-</b>	<b>193,698</b>
<b>Financial liabilities at fair value through profit or loss</b>	<b>Level 1 \$'000</b>	<b>Level 2 \$'000</b>	<b>Level 3 \$'000</b>	<b>Total \$'000</b>
Foreign currency forward contracts	-	2,665	-	<b>2,665</b>
<b>Total</b>	<b>-</b>	<b>2,665</b>	<b>-</b>	<b>2,665</b>

## e. Specific instruments

### *Derivative financial instruments*

A derivative is a financial contract the value of which depends on or is derived from the value of underlying assets, liabilities or indices. Derivative transactions include a wide assortment of instruments, such as forwards, futures, options and swaps. Derivatives are considered to be part of the investment process. The use of derivatives is an essential part of the Company's portfolio management. In particular the Company utilises short term forward contracts to manage its risk associated with movements in foreign exchange rates.

For details of forward exchange contracts outstanding at the reporting date refer to Note 11.

## 18: RELATED PARTY TRANSACTIONS

	2014 \$	2013 \$
Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.		
<b>a. Hunter Hall International Ltd</b>		
Expense reimbursements paid in relation to cost incurred on behalf of the Company	485,925	(526,595)
<b>b. Hunter Hall Investment Management Ltd</b>		
Pursuant to the Investment Management Agreement:		
Performance fees paid and payable	-	-
Management fees paid and payable	(3,344,415)	(3,075,640)
<b>c. Bennelong Administration Services Pty Ltd</b>		
Administration fees paid and payable pursuant to administration services provided by Bennelong Administration Services Pty Ltd during the year ended 30 June 2013	-	(137,390)

## 19: STATEMENT OF OPERATIONS BY SEGMENT

The Company has identified its operating segments based on the internal reports that are reviewed and used by the Chief Investment Officer of the Investment Management Company in assessing and determining the allocation of resources.

The Company operates in one business segment, being investment in securities. The Company operates from Australia only and therefore has only one geographical segment.

## 20: SUBSEQUENT EVENTS

On 30 July 2014, Jeremy Freeman resigned as Company Secretary and Victoria De Greyte was appointed Company Secretary. There were no other events subsequent to year end that require disclosure other than those matters referred to elsewhere in this report.

The financial report was authorised for issue on 27 August 2014 by the Board of Directors.

## 21: CONTINGENT LIABILITIES

There were no contingent liabilities at 30 June 2014 and 30 June 2013 that require disclosure.

- 1) In the opinion of the directors of the Company:
    - a) the financial statements and notes of the Company are in accordance with the *Corporations Act 2001*, including
      - i) giving a true and fair view of its financial position as at 30 June 2014 and of its performance for the financial year ended on that date; and
      - ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and
    - b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
  - 2) The directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the Chief Executive Officer (or equivalent) and Chief Financial Officer for the financial year ended 30 June 2014.
  - 3) The financial statements comply with International Financial Reporting Standards as stated in Note 1.
- Signed in accordance with a resolution of the directors of the Company.



**Philip Marcus Clark AM**

*Chairman*

Sydney

Dated this 27th day of August 2014



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## **Auditor's Independence Declaration To the Directors of Hunter Hall Global Value Limited**

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the audit of Hunter Hall Global Value Limited for the year ended 30 June 2014, 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.

GRANT THORNTON AUDIT PTY LTD  
Chartered Accountants

G S Layland  
Director – Audit & Assurance

Sydney, 27 August 2014

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## **Independent Auditor's Report To the Members of Hunter Hall Global Value Limited**

### **Report on the financial report**

We have audited the accompanying financial report of Hunter Hall Global Value Limited (the "Company"), which comprises the statement of financial position as at 30 June 2014, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the company .

### **Directors' responsibility for the financial report**

The Directors of the Company 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. The Directors' responsibility also includes 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. The Directors also state, in the notes to the financial report, in accordance with Accounting Standard AASB 101 Presentation of Financial Statements, the financial statements comply with International Financial Reporting Standards.

### **Auditor's responsibility**

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require us to comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of the financial report that gives a true and fair view 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 Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial report.

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

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## Independence

In conducting our audit, we have complied with the independence requirements of the Corporations Act 2001.

## Auditor's opinion

In our opinion:

- a the financial report of Hunter Hall Global Value Limited is in accordance with the Corporations Act 2001, including:
  - i giving a true and fair view of the Company's financial position as at 30 June 2014 and of its performance for the year ended on that date; and
  - ii complying with Australian Accounting Standards and the Corporations Regulations 2001; and
- b the financial report also complies with International Financial Reporting Standards as disclosed in the notes to the financial statements.

## Report on the remuneration report

We have audited the remuneration report included in pages 6 to 9 of the directors' report for the year ended 30 June 2014. The Directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.

## Auditor's opinion on the remuneration report

In our opinion, the remuneration report of Hunter Hall Global Value Limited for the year ended 30 June 2014 complies with section 300A of the Corporations Act 2001.

GRANT THORNTON AUDIT PTY LTD  
Chartered Accountants

G S Layland  
Director – Audit & Assurance

Sydney, 27 August 2014

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As at 25 September 2014 there were 5,937 shareholders.

## Distribution of Shareholders

Category (size of Holding)	Number of shareholders	Number of ordinary shares
1 – 1,000	266	88,863
1,001 – 5,000	1,079	3,787,999
5,001 – 10,000	1,253	10,353,312
10,001 – 100,000	3,168	98,564,329
100,001 – 999,999,999	225	75,680,259
<b>TOTAL</b>	<b>5,991</b>	<b>188,474,762</b>

The number of shareholders holding less than a marketable parcel is 152.

## Substantial Shareholders

The names of the substantial shareholders listed in the Company's register as at 25 September 2014 are:

	Number held	Percentage
RBC INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <BKCUST A/C>	12,380,505	6.57

## Net Tangible Assets (NTA) reconciliation of monthly ASX Announcement to Financial Statements

	30 June 2014	30 June 2013
NTA as announced to ASX	221,366,988	202,195,959
Adjustment to bid price valuation	(746,046)	(858,923)
Reversal of accrual for realisation costs	560,971	583,590
Tax adjustments	-	-
Other	-	-
	<b>221,181,913</b>	<b>201,920,626</b>

## 20 Largest Shareholders – Ordinary Shares (as at 25 September 2014)

Name	Number of ordinary shares	% of total issued ordinary shares
1. RBC INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <BKCUST A/C>	12,380,505	6.57
2. UBS WEALTH MANAGEMENT AUSTRALIA NOMINEES PTY LTD	5,038,028	2.67
3. BNP PARIBAS NOMS PTY LTD <DRP>	3,406,275	1.81
4. FORSYTH BARR CUSTODIANS LTD <FORSYTH BARR LTD-NOMINEE A/C>	3,011,798	1.60
5. J P MORGAN NOMINEES AUSTRALIA LIMITED	2,296,198	1.22
6. HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	1,622,521	0.86
7. NULIS NOMINEES (AUSTRALIA) LIMITED <NAVIGATOR MAST PLAN SETT A/C>	1,497,770	0.79
8. NAVIGATOR AUSTRALIA LTD <MLC INVESTMENT SETT A/C>	1,341,874	0.71
9. HUNTER HALL INTERNATIONAL LIMITED	1,079,150	0.57
10. BOND STREET CUSTODIANS LIMITED <MCGOL - DR0020 A/C>	967,963	0.51
11. FITZPATRICK SUPERANNUATION PTY LTD <FITZPATRICK SUPER FUND A/C>	900,000	0.48
12. GREEN SUPER PTY LTD <ROSS KNOWLES SUPER FUND A/C>	748,766	0.40
13. TREE POT PTY LTD <TREE POT A/C>	736,000	0.39
14. LIC INVESTMENTS PTY LTD <LIC INVESTMENTS UNIT A/C>	730,000	0.39
15. AUSTRALIAN EXECUTOR TRUSTEES LIMITED <NO 1 ACCOUNT>	720,773	0.38
16. MRS JEAN THYNE HADGES	643,095	0.34
17. CLARK/KIRK NOMINEES PTY LTD <CLARK/KIRK FAMILY A/C>	617,882	0.33
18. INVIA CUSTODIAN PTY LIMITED <MATTHEW DILLON A/C>	600,000	0.32
19. ASHMORE INVESTMENTS PTY LTD	513,330	0.27
20. CHARANDA NOMINEE COMPANY PTY LTD <THE AMANCHAR A/C>	500,000	0.27

## Transactions in Securities

	30 June 2014	30 June 2013
Total number of transactions in securities during the year	1,446	1,490
Total brokerage paid or accrued during the year	497,911	579,112

## Voting Rights

Subject to the Company's Constitution:

- At meetings of shareholders, each shareholder is entitled to vote in person, by proxy, by attorney or by representative
- On a show of hands, each shareholder present in person, by proxy, by attorney or by representative is entitled to one vote
- On a poll, each shareholder present in person, by proxy, by attorney or by representative is entitled to one vote for every share held by the shareholder

In the case of joint holdings, only one joint holder may vote.

## Voting by Proxy

Shareholders may appoint a proxy or attorney to represent them at a shareholder meeting. If a proxy is appointed and the shareholder attends the meeting then that proxy is automatically revoked.

A corporate shareholder may appoint a proxy, an attorney or a corporate representative.

## Dividend Payments

The Company offers shareholders the following choices of how dividend entitlements can be received:

- Cash – a cheque is mailed to the shareholder's registered address
- Direct Credit Deposit – the dividend is paid directly to the nominated bank account. Direct credits avoid delay in postal delivery and the possibility of lost cheques and are therefore a preferred option.
- Dividend Reinvestment – the dividend is reinvested into ordinary shares of the Company as per the Company's Dividend Reinvestment Plan.

## Principal Registered Address of the Company

The principal registered office is Level 2, 56 Pitt Street, Sydney NSW 2000.

Telephone (02) 8224 0300.

## Registry

Computershare Investor Services Pty Limited, Level 3, 60 Carrington Street, Sydney NSW 2000.

Investor Enquiries 02 8234 5000.

## Stock Exchange Listing

Quotation has been granted for all the ordinary shares of the Company on all Member Exchanges of the Australian Securities Exchange Limited ("ASX"). The company shares are traded under the symbol HHV. Details of trading activity are published in most daily newspapers and also obtainable from the ASX website: [www.asx.com.au](http://www.asx.com.au).

### Investment Management Agreement

The Company has appointed Hunter Hall Investment Management Limited (the Manager), under an Investment Management Agreement dated 29 January 2004, to manage the investment portfolio of the Company. The Manager manages and supervises all investments of the Company, including providing monthly valuations, for the term of the contract.

#### Term

The Investment Management Agreement is for an initial period of 25 years commencing on the date the Company listed on the ASX, unless terminated earlier in accordance with terms of the Investment Management Agreement.

#### Powers of the Manager

For the purpose of carrying out its functions and duties under the Investment Management Agreement, the Manager has the powers of a natural person and absolute and unfettered discretion to manage the investment portfolio and to do all things and execute all documents necessary for the purpose of managing the investment portfolio.

#### Management Fee

In return for the performance of its duties as Manager of the Company's investment portfolio, the Manager is entitled to be paid a monthly management fee equal to 0.125% of the gross value of the investment portfolio calculated on the last day of the month (equivalent to a fee of 1.5% per annum of the average value of the investment portfolio).

#### Performance Fee

The Manager is also entitled to a Performance Fee, equal to 15% of any out-performance of the investment portfolio compared to its benchmark the MSCI World Accumulation Net Return Index in Australian Dollars. The fee is aggregated daily and paid annually, subject to the following:

- i. if the aggregate Performance Fee for a Financial Year (including any amounts accrued from a previous year) is a positive amount but the Investment Return of the investment portfolio is not greater than zero, then that Performance Fee shall be carried forward (as an accrual) to the following Financial Year;
- ii. if the aggregate Performance Fee for a Financial Year (including any positive or negative amount carried forward from the previous year) is a positive amount but the payment of the accrued Performance Fee would cause the adjusted Investment Return of the investment portfolio for the year to be negative, that portion of the Performance Fee that would cause the Investment Return of the investment portfolio to be negative shall be carried forward (as an accrual) to the following Financial Year;
- iii. if the aggregate Performance Fee for a Financial Year is a negative amount, no Performance Fees shall be payable to the Manager in respect of that Financial Year, and the negative amount shall be added to the Performance Fee of the succeeding year.

#### Reimbursement of Expenses

The Company must reimburse to the Manager, in addition to its remuneration and rights of indemnification or reimbursement conferred under any other provision of the Investment Management Agreement or by law, all charges and expenses reasonably and properly incurred by the Manager in respect of the Company.





## Principal and Registered Office

Hunter Hall Global Value Limited  
Level 2, 56 Pitt Street  
Sydney NSW 2000  
Australia

Telephone: (61 2) 8224 0300

Facsimile: (61 2) 8224 0333

Email: [invest@hunterhall.com.au](mailto:invest@hunterhall.com.au)

Website: [www.hunterhall.com.au](http://www.hunterhall.com.au)

## Investor Relations

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0800 448 305 (New Zealand callers)  
(61 2) 8224 0300 (international callers)

Facsimile: (61 2) 8224 0333

Email: [invest@hunterhall.com.au](mailto:invest@hunterhall.com.au)

Website: [www.hunterhall.com.au](http://www.hunterhall.com.au)

## Directors

Philip Marcus Clark AM  
*Non-executive Chairman*

Julian Constable  
*Non-executive Director*

Adam Paul Blackman  
*Non-executive Director*

Alex Koroknay  
*Non-executive Director*

## Company Secretary

Victoria De Greyte

## Auditor

Grant Thornton Audit Pty Ltd  
Level 17, 383 Kent Street  
Sydney NSW 2000  
Australia

## Share Registry

Computershare Investor Services Pty Limited  
Level 4, 60 Carrington Street  
Sydney NSW 2000  
Australia



Ethical  
Managed Funds

Hunter Hall Investment Management Limited

Investor Relations 1800 651 674

[www.hunterhall.com.au](http://www.hunterhall.com.au)