

SGH Australian Small Companies Fund

ARSN 095 866 872

Condensed interim financial report For the half-year ended 31 December 2023

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Directors' report

The directors of Melbourne Securities Corporation Limited (ACN 160 326 545, AFSL 428 289), (the 'Responsible Entity' or 'MSCL') of "SGH Australian Small Companies Fund" (the "Fund"), present their report together with the condensed interim financial statements of the Scheme for the half-year ended 31 December 2023 and the auditor's report thereon.

Responsible Entity

On 1 July 2023 the Responsible Entity was re-named from abrdn Australia Ltd to MSC Australia Limited (ABN 59 002 123 364) which was subsequently replaced by Melbourne Securities Corporation Limited effective 11 October 2023.

The registered office and principal place of business of the Responsible Entity and the Scheme is Level 2, 395 Collins Street, Melbourne VIC 3000.

The directors of the Retired Responsible Entity during the period 1 July 2023 to 10 October 2023 were as follows:

Steven O'Connell	(appointed 1 July 2023)
Ruth McClelland	(appointed 1 July 2023)
Matthew Fletcher	(appointed 1 July 2023)

The directors of Melbourne Securities Corporation Limited during the period 11 October 2023 to date of this report were as follows:

Michael Fleming
 Matthew Fletcher
 Steven O'Connell
 Ruth McClelland
 Shelley Brown

Principal activities

The Fund is a registered managed investment scheme domiciled in Australia.

The Fund maintains its investment strategy by investing primarily in securities listed on the Australian Securities Exchange and New Zealand listed companies, in accordance with the provisions of the Fund's Constitution.

The overall investment objective of the Fund is to outperform the S&P/ASX Small Ordinaries Accumulation Index excluding S&P/ASX 20 Leaders Index, after fees, over rolling three year periods.

The Fund did not have any employees during the half-year.

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

Review and results of operations

Results

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

	Half-year ended	
	31 December 2023 \$'000	31 December 2022 \$'000
Operating profit	<u>13,436</u>	32,784
Distributions		
Distributions paid/payable (31 December)	<u>1,890</u>	2,346
Distributions (cents per unit)	<u>2.97</u>	2.53

Directors' report (continued)

Significant changes in the state of affairs

On 1 July 2023 the Responsible Entity was re-named from abrdn Australia Ltd to MSC Australia Limited (ABN 59 002 123 364) which was subsequently replaced by Melbourne Securities Corporation Limited effective 11 October 2023.

Since the balance sheet date, the associated economic impacts of geopolitical events remain uncertain. As the investments are measured at their 31 December 2023 fair values in the financial report, any volatility in values subsequent to the reporting date are not reflected in the statement of comprehensive income or the statement of financial position. However the current value of investments has been reflected in the current unit price.

In the opinion of the Responsible Entity, there were no significant changes in the state of affairs of the Fund that occurred during the half-year.

Matters subsequent to the end of the half-year

No matter or circumstance has arisen since 31 December 2023 that has significantly affected, or may have a significant effect on:

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

Likely developments and expected results of operations

The Fund will continue to pursue its policy of increasing returns through active investment selection.

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

Indemnity and insurance premiums of officers and auditors

Indemnity

Since the end of the previous financial year, the Fund has not been indemnified or made a relevant agreement for indemnifying against a liability, any person who is or has been an officer of the Responsible Entity or an auditor of the Fund.

Insurance Premiums

During the half-year, the Responsible Entity paid a premium under a contract insuring each director of the Fund against liability incurred in their respective capacities. Disclosure of the nature of the liability and the amount of the premium is prohibited by the confidentiality clause as stated in the insurance contract. The Responsible Entity has not provided any insurance to a related body corporate or to an auditor of the Fund.

Environmental regulation

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

Rounding of amounts to the nearest thousand dollars

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

Directors' report (continued)

Auditor's independence declaration

The lead auditor's independence declaration is set out on page 5 and forms part of the director's report for the half-year ended 31 December 2023.

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

A handwritten signature in black ink, appearing to read 'Shelley Brown', is centered on a light blue rectangular background.

Shelley Brown
Director
Melbourne Securities Corporation Limited.

8 March 2024



Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the Directors of Melbourne Securities Corporation Limited, the Responsible Entity for the SGH Australian Small Companies Fund

I declare that, to the best of my knowledge and belief, in relation to the review of the SGH Australian Small Companies Fund for the half-year ended 31 December 2023 there have been:

- i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- ii. no contraventions of any applicable code of professional conduct in relation to the review.


KPMG


Andrew Reeves

Partner

Sydney

8 March 2024

SGH Australian Small Companies Fund
Condensed interim statement of comprehensive income
For the half-year ended 31 December 2023

Condensed interim statement of comprehensive income

	Notes	Half-year ended	
		31 December	31 December
		2023	2022
		\$'000	\$'000
Investment income			
Interest income from financial assets at amortised cost		-	35
Distribution and dividend income		3,820	4,369
Net gains on financial instruments at fair value through profit or loss		11,204	30,193
Net foreign exchange (losses)/gains		(18)	54
Total investment income		15,006	34,651
Expenses			
Management costs		1,447	1,782
Transaction costs		-	8
Withholding tax expense		123	77
Total operating expenses		1,570	1,867
Profit from operating activities		13,436	32,784
Finance costs			
Distributions to unitholders	6	(1,890)	(2,346)
Change in net assets attributable to unitholders	5	11,546	30,438
Profit		-	-
Other comprehensive income		-	-
Total comprehensive income		-	-

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

Condensed interim statement of financial position

		As at	
		31 December	30 June
		2023	2023
		\$'000	\$'000
Assets			
		3,400	2,112
Cash and cash equivalents			
Receivables		444	333
Financial assets at fair value through profit or loss	3,4	<u>201,509</u>	<u>250,643</u>
Total assets		<u>205,353</u>	<u>253,088</u>
Liabilities			
Payables		502	838
Distributions payable	6	<u>1,890</u>	<u>2,752</u>
Total liabilities (excluding net assets attributable to unitholders)		<u>2,392</u>	<u>3,590</u>
Net assets attributable to unitholders – liability	5	<u>202,961</u>	<u>249,498</u>

The above condensed interim statement of financial position should be read in conjunction with the accompanying notes.

Condensed interim statement of changes in equity

For the half-year ended 31 December 2023

The Fund's net assets attributable to unitholders are classified as a liability under AASB 132 *Financial Instruments: Presentation*. As such, the Fund has no equity and no changes in equity have been presented for the current or comparative period.

Condensed interim statement of cash flows

	Half-year ended	
	31 December	31 December
	2023	2022
	\$'000	\$'000
Cash flows from operating activities		
Proceeds from sale of financial instruments	84,110	44,973
Payments for purchase of financial instruments	(23,772)	(26,130)
Distributions and dividends received	3,731	4,369
Interest received	-	35
GST received	(145)	-
Management fees paid	(1,783)	(887)
Withholding tax paid	-	(77)
Transaction costs paid	-	(8)
Payments for foreign exchange movements	(18)	-
Net cash inflow from operating activities	62,123	22,275
Cash flows from financing activities		
Proceeds from applications by unitholders	10,502	22,891
Payments for redemptions by unitholders	(68,673)	(42,427)
Distributions paid	(2,664)	(2,791)
Net cash outflow from financing activities	(60,835)	(22,327)
Net increase/(decrease) in cash and cash equivalents	1,288	(52)
Cash and cash equivalents at the beginning of the half-year	2,112	8,984
Effects of foreign currency exchange rate changes on cash and cash equivalents	-	1
Cash and cash equivalents at the end of the half-year	3,400	8,933
Non-cash operating and financing activities	88	-

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

Contents of the notes to the condensed interim financial statements

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1 General information

This condensed interim financial report covers SGH Australian Small Companies Fund ("the Fund") as an individual entity.

On 1 July 2023 the Responsible Entity was re-named from abrdn Australia Ltd to MSC Australia Limited (ABN 59 002 123 364) which was subsequently replaced by Melbourne Securities Corporation Limited effective 11 October 2023. The registered office and principal place of business of the Responsible Entity and the Scheme is Level 2, 395 Collins Street, Melbourne VIC 3000.

The Fund is a registered managed investment scheme under the Corporations Act 2001. In accordance with the Fund's Constitution, it commenced on 31st December 1992 and will terminate on the day immediately preceding the 80th anniversary of its commencement date, unless terminated earlier in accordance with the provisions of the Fund's Constitution (as amended).

The Fund maintains its investment strategy by investing primarily in securities listed on the Australia Securities Exchange, in accordance with the provisions of the Fund's Constitution.

The overall investment objective of the Fund is to outperform the benchmark, the S&P/ASX Small Ordinaries Accumulation Index, after fees, over rolling three year periods.

The condensed interim financial report was authorised for issue by the directors on 8 March 2024. The directors of the Responsible Entity have the power to amend and reissue the financial statements.

2 Basis of preparation of condensed interim financial statements

The condensed interim financial report for the half-year ended 31 December 2023 has been prepared in accordance with Corporations Act 2001 and Australian Accounting Standard AASB 134 Interim Financial Reporting. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 Interim Financial Reporting.

This condensed interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this condensed interim financial report should be read in conjunction with the annual financial report for the year ended 30 June 2023 and any public announcements made in respect of the Fund during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

(a) Material accounting policies

Except as disclosed in the financial report for the year ended 30 June 2023, there were no new accounting standards, amendments and interpretations that are expected to have a material impact on the condensed interim financial statements.

(b) Use of estimates

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

For the majority of the Fund's financial instruments, quoted market prices are readily available.

Other financial instruments, including amounts receivable/payable for securities sold and purchased, accounts payable and accrued expenses, the carrying amounts approximate fair value due to the immediate or short-term nature of these financial instruments. Further details on how the fair values of financial instruments are measured are disclosed in Note 3.

Rounding of amounts to the nearest thousand dollars

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

3 Fair value measurement

The Fund measures and recognises financial assets and liabilities at fair value through profit or loss on a recurring basis.

- Financial assets/liabilities at fair value through profit or loss (FVTPL) (see Note 4)

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

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

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

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

The fair value of financial assets and liabilities traded in active markets are based on quoted market prices at the close of trading at the end of the reporting period without any deduction for estimated future selling costs. For the majority of its investments, the Fund relies on information provided by independent pricing services for the valuation of its investments.

The quoted market price used for financial assets and liabilities is the last traded price. Where the last traded price does not fall within the bid-ask spread, an assessment is performed by management to determine the appropriate valuation price to use that is most representative of fair value.

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

An active market is a market in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

Recognised fair value measurements

The following table presents the Fund's financial assets and liabilities measured and recognised at fair value as at 31 December 2023 and 30 June 2023.

As at 31 December 2023	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Financial assets at fair value through profit or loss				
Australian listed equity securities	180,754	-	-	180,754
New Zealand listed equity securities	11,626	-	-	11,626
Listed real estate investment trusts	9,129	-	-	9,129
Total	201,509	-	-	201,509
As at 30 June 2023	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Financial assets at fair value through profit or loss				
Australian listed equity securities	218,438	-	-	218,438
New Zealand listed equity securities	16,344	-	-	16,344
Listed real estate investment trusts	15,861	-	-	15,861
Total	250,643	-	-	250,643

(i) *Transfers between levels*

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

There were no transfers between the levels for the half-year ended 31 December 2023 and year ended 30 June 2023. There were also no changes made to any of the valuation techniques applied as of 30 June 2023.

3 Fair value measurement (continued)

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

The Fund did not hold any financial instruments with fair value measurements using significant unobservable inputs during the half-year ended 31 December 2023 or year ended 30 June 2023.

(iii) *Valuation processes*

Portfolio reviews are undertaken regularly by management to identify securities that potentially may not be actively traded or have stale security pricing. This process identifies securities which possibly could be regarded as being level 3 securities. Further analysis, should it be required, is undertaken to determine the accounting significance of the identification. For certain security types, in selecting the most appropriate valuation model, management performs back testing and considers actual market transactions. Changes in allocation to or from level 3 are analysed at the end of each reporting period. There were no investments classified as level 3 within the Fund for the half-year ended 31 December 2023.

(iv) *Financial instruments not measured at fair value*

The carrying value less impairment provision of other receivables and payables are assumed to approximate their fair values due to their short term nature.

4 Financial assets at fair value through profit or loss

	As at	
	31 December	30 June
	2023	2023
	\$'000	\$'000
Financial assets at fair value through profit or loss		
Australian listed equity securities	180,754	218,438
New Zealand listed equity securities	11,626	16,344
Listed real estate investment trusts	9,129	15,861
Total financial assets at fair value through profit or loss	201,509	250,643

5 Net assets attributable to unitholders

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

In line with the Fund's Constitution, the Fund has separate classes of units as outlined in the Product Disclosure Statement; however, each unit has the same rights attaching to it as all other units in the Fund.

The Fund classifies the net assets attributable to unitholders as financial liability as the puttable financial instruments do not satisfy all the criteria set out under AASB 132.

	Half-year ended			
	31 December	31 December	31 December	31 December
	2023	2022	2023	2022
	No. '000	No. '000	\$'000	\$'000
Opening balance	82,356	99,580	249,498	267,832
Applications	3,374	7,619	10,502	22,430
Redemptions	(22,241)	(14,288)	(68,673)	(42,268)
Units issued upon reinvestment of distributions	29	23	88	68
Change in net assets attributable to unitholders	-	-	11,546	30,438
Closing balance	63,518	92,934	202,961	278,500

Capital risk management

The Fund considers its net assets attributable to unitholders as capital, notwithstanding net assets attributable to unitholders are classified as a financial liability. The amount of net assets attributable to unitholders can change significantly on a daily basis as the Fund is subject to daily applications and redemptions at the discretion of unitholders.

5 Net assets attributable to unitholders (continued)

Capital risk management (continued)

Daily applications and redemptions are reviewed relative to the liquidity of the Fund's underlying assets on a daily basis by the Responsible Entity. Under the terms of the Fund Constitution, the Responsible Entity has the discretion to reject an application for units and to defer or adjust a redemption of units if the exercise of such discretion is in the best interests of unitholders.

6 Distributions to unitholders

The distributions paid/payable for the half-year were as follows:

	Half-year ended			
	31 December 2023 \$'000	31 December 2023 CPU	31 December 2022 \$'000	31 December 2022 CPU
Distributions - Class A				
Distribution reinvested (31 December)	-	-	68	2.53
Distribution payable (31 December)	<u>1,890</u>	<u>2.97</u>	<u>2,278</u>	<u>2.53</u>
Total distributions	<u>1,890</u>		<u>2,346</u>	

7 Related party transactions

Responsible Entity

On 1 July 2023 the Responsible Entity was re-named from abrdn Australia Ltd to MSC Australia Limited (ABN 59 002 123 364) which was subsequently replaced by Melbourne Securities Corporation Limited effective 11 October 2023.

The registered office and principal place of business of the Responsible Entity and the Scheme is Level 2, 395 Collins Street, Melbourne VIC 3000.

The directors of the Retired Responsible Entity during the period 1 July 2023 to 10 October 2023 were as follows:

Steven O'Connell	(appointed 1 July 2023)
Ruth McClelland	(appointed 1 July 2023)
Matthew Fletcher	(appointed 1 July 2023)

The directors of Melbourne Securities Corporation Limited during the period 11 October 2023 to date of this report were as follows:

Michael Fleming
Matthew Fletcher
Steven O'Connell
Ruth McClelland
Shelley Brown

- (a) There have been no significant changes to the related party transactions disclosed in the last annual report.
- (b) All transactions with related parties are conducted on normal commercial terms and conditions. From time to time the Fund or its director-related entities may invest in or withdraw from the Fund. These investments or withdrawals are on the same terms and conditions as those entered into by other Fund investors or are trivial and domestic in nature.

8 Events occurring after the reporting period

No significant events have occurred since the end of the period which would impact on the financial position of the Fund as disclosed in the statement of financial position as at 31 December 2023 or on the results and cash flows of the Fund for the half-year ended on that date.

9 Contingent assets and liabilities and commitments

There are no outstanding contingent assets, liabilities or commitments as at 31 December 2023 and 30 June 2023.

Directors' declaration

In the opinion of the directors of Melbourne Securities Corporation Limited, the Responsible Entity of SGH Australian Small Companies Fund (the "Fund"):

- (a) The condensed interim financial statements and notes set out on pages 6 to 14, are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the Fund's financial position as at 31 December 2023 and of its performance, for the six month period ended on that date; and
 - (ii) complying with Australian Accounting Standards AASB 134 Interim Financial Reporting and the Corporations Regulations 2001; and
- (b) There are reasonable grounds to believe that the Fund will be able to pay its debts as and when they become due and payable;

This declaration is made in accordance with a resolution of the directors of Melbourne Securities Corporation Limited through a delegated authority given by Melbourne Securities Corporation Limited's Board.



Shelley Brown
Director
Melbourne Securities Corporation Limited.

8 March 2024



Independent Auditor's Review Report

To the unitholders of SGH Australian Small Companies Fund

Conclusion

We have reviewed the accompanying **Condensed Interim Financial Report** of SGH Australian Small Companies Fund (the Scheme).

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the Condensed Interim Financial Report of SGH Australian Small Companies Fund does not comply with the *Corporations Act 2001*, including:

- giving a true and fair view of the Scheme's financial position as at 31 December 2023 and of its performance for the Half-year ended on that date; and
- complying with *Australian Accounting Standard AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*.

The **Condensed Interim Financial Report** comprises:

- Condensed interim statement of financial position as at 31 December 2023
- Condensed interim statement of comprehensive income for the half-year ended on that date
- Condensed interim statement of changes in equity and Condensed interim statement of cash flows for the Half-year ended on that date
- Notes 1 to 9 including selected explanatory notes
- The Directors' Declaration.

The **Interim Period** is the 6 months ended on 31 December 2023.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report.

We are independent of the Scheme and Melbourne Securities Corporation Limited, the Responsible Entity of the Scheme in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with these requirements.



Responsibilities of the Directors for the Condensed Interim Financial Report

The Directors of Melbourne Securities Corporation Limited are responsible for:

- the preparation of the Condensed Interim Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*; and
- for such internal control as the Directors determine is necessary to enable the preparation of the Condensed Interim Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's responsibility for the review of the Condensed Interim Financial Report

Our responsibility is to express a conclusion on the Condensed Interim Financial Report based on our review. *ASRE 2410* requires us to conclude whether we have become aware of any matter that makes us believe that the Condensed Interim Financial Report does not comply with the *Corporations Act 2001* including giving a true and fair view of the Scheme's financial position as at 31 December 2023 and its performance for the Half-year ended on that date, and complying with *Australian Accounting Standard AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*. As auditor of SGH Australian Small Companies Fund, *ASRE 2410* requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a Condensed Interim Financial Report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with *Australian Auditing Standards* and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.


KPMG


Andrew Reeves

Partner

Sydney

8 March 2024

Directory**Responsible Entity**

Melbourne Securities Corporation Limited

ABN 57 160 326 545

Registered Office and Principal Place of Business

Melbourne Securities Corporation Limited

Level 2

395 Collins Street

MELBOURNE VIC 3000

Administrator, registry and custodian

Apex Fund Services Pty Ltd

Level 10

12 Shelley Street

SYDNEY NSW 2001

Auditor

KPMG

Tower Three

International Towers Sydney

300 Barangaroo Avenue

SYDNEY NSW 2000

<https://www.msc.group.com>

Responsible entity and registered address:

Melbourne Securities Corporation Limited
ACN 160 326 545
ABN 57 160 326 545
AFS Licence No. 428289
Level 2, 395 Collins Street
MELBOURNE VIC 3000
Phone: +61 3 9050 2000
Australia: 1300 798 790