

# PERPETUAL WEALTHFOCUS INVESTMENT FUNDS

ANNUAL FINANCIAL REPORT  
30 JUNE 2019

Perpetual Investment Management Limited  
ABN 18 000 866 535 AFSL 234426

Perpetual 

# Perpetual WealthFocus Investment Funds Annual Financial Report 30 June 2019

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## Directors' report

The directors of Perpetual Investment Management Limited (a wholly owned subsidiary of Perpetual Limited), the Responsible Entity of Perpetual WealthFocus Investment Funds, present their report together with the annual financial report of Perpetual WealthFocus Investment Funds (the Schemes) for the year ended 30 June 2019 and the auditor's report thereon.

The following are the Schemes included within this report:

<b>Statutory name</b>	<b>Referred to in this document as</b>	<b>ARSN</b>
Perpetual International Share Fund	Perpetual Global Share Fund	090 691 624
Perpetual Industrial Share Fund	Perpetual Industrial Share Fund	089 547 875

## Responsible Entity

The Responsible Entity of Perpetual WealthFocus Investment Funds is Perpetual Investment Management Limited (ABN 18 000 866 535). The Responsible Entity's registered office and principal place of business is Level 18, 123 Pitt Street, Sydney, NSW 2000.

## Directors

The following persons held office as directors of Perpetual Investment Management Limited during the year or since the end of the year and up to the date of this report:

D Lane (appointed 20 April 2017)  
C Green (appointed 17 October 2018)  
R Adams (appointed 17 October 2018)  
G Larkins (appointed 7 January 2013, resigned 12 October 2018)  
M Smith (appointed 3 November 2016, resigned 17 October 2018)  
G Foster (appointed 25 January 2013, resigned 12 October 2018, Alternate for G Larkins)

## Principal activities

The Schemes invest and trade in equities, unlisted unit trusts and derivatives in accordance with the provisions of the Constitutions of the Schemes.

The objectives and investment strategies of the Schemes are disclosed in the Perpetual WealthFocus Investment Funds Product Disclosure Statement.

The Schemes did not have any employees during the year.

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

## Directors' report (continued)

### Review and results of operations

During the year, the Schemes continued to invest in accordance with target asset allocations as set out in the governing documents of the Schemes and in accordance with the provisions of the Schemes' Constitutions.

The performance of the Schemes, as represented by the results of their operations, was as follows:

	<b>Perpetual Global Share Fund</b>		<b>Perpetual Industrial Share Fund<sup>1</sup></b>	
	<b>30 June 2019 \$'000</b>	30 June 2018 \$'000	<b>30 June 2019 \$'000</b>	30 June 2018 \$'000
Operating profit/(loss)	<b>14,524</b>	19,886	<b>111,800</b>	186,572
Distributions paid and payable	<b>3,563</b>	871	<b>237,447</b>	268,737
Distributions (cents per unit)	<b>3.51</b>	0.83	<b>20.16</b>	20.48

### Interests in the Schemes

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

The value of the Schemes' assets and liabilities is disclosed on the balance sheets and derived using the basis set out in note 2 to the financial statements.

### Significant changes in state of affairs

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

<sup>1</sup> The distributions paid & payable, and distributions (cents per unit) values are the total of both classes of units. The split between the two classes is provided in note 5.

## Directors' report (continued)

### Likely developments and expected results of operations

The Schemes will continue to be managed in accordance with the investment objectives and guidelines as set out in the governing documents of the Schemes and in accordance with the provisions of the Schemes' Constitutions.

### Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2019 that has significantly affected, or may significantly affect:

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

### Environmental regulation

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

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

Fees paid to the Responsible Entity and its related parties out of Schemes' properties during the year are disclosed in note 12 to the financial statements.

No fees were paid out of Schemes' property to the directors of the Responsible Entity during the year.

The number of interests in the Schemes held by the Responsible Entity or its associates as at the end of the financial year are disclosed in note 12 to the financial statements.

### Indemnification and insurance of officers and auditors

No insurance premiums are paid for out of the assets of the Schemes in regards to insurance cover provided to either the officers of Perpetual Investment Management Limited or the auditor of the Schemes. So long as the officers of Perpetual Investment Management Limited act in accordance with the Schemes' Constitutions and the law, the officers remain indemnified out of the assets of the Schemes against losses incurred while acting on behalf of the Schemes. The auditor of the Schemes is in no way indemnified out of the assets of the Schemes.

**Directors' report (continued)**

**Rounding of amounts to the nearest thousand dollars**

The Schemes are entities of a kind referred to in *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191*. Amounts in the directors' report and financial report have been rounded to the nearest thousand dollars in accordance with the legislative instrument, unless otherwise indicated.

**Financial statements presentation**

The Schemes are entities of the kind referred to in *ASIC Corporations (Related Scheme Reports) Instrument 2015/839* and in accordance with that Instrument, Schemes with common Responsible Entity (or related Responsible Entities) can include their financial reports in adjacent columns in a single set of financial report.

**Lead auditor's independence declaration**

A copy of the lead auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 6.

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



Director

Sydney  
18 September 2019



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

To the Directors of Perpetual Investment Management Limited as the Responsible Entity of the following Schemes:  
Perpetual International Share Fund; and  
Perpetual Industrial Share Fund

I declare that, to the best of my knowledge and belief, in relation to the audits of the Schemes for the financial year ended 30 June 2019 there have been:

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

KPMG

Jessica Davis  
*Partner*  
Sydney  
18 September 2019

**Perpetual WealthFocus Investment Funds**  
**Statements of comprehensive income**  
**For the year ended 30 June 2019**

**Statements of comprehensive income**

	Notes	Perpetual Global Share Fund		Perpetual Industrial Share Fund	
		30 June 2019 \$'000	30 June 2018 \$'000	30 June 2019 \$'000	30 June 2018 \$'000
<b>Investment income</b>					
Dividend/distribution income		12,123	25,348	133,985	125,683
Interest income		1	-	216	162
Net gains/(losses) on financial instruments at fair value through profit or loss	3	3,931	(3,980)	(3,649)	83,914
Net foreign exchange gains/(losses)		-	-	(578)	(702)
Other income		1	-	1,421	31
<b>Total net investment income/(loss)</b>		<b>16,056</b>	<b>21,368</b>	<b>131,395</b>	<b>209,088</b>
<b>Expenses</b>					
Responsible Entity's fees	12	1,532	1,478	15,750	18,211
Other operating expenses	4	-	4	3,845	4,305
<b>Total expenses</b>		<b>1,532</b>	<b>1,482</b>	<b>19,595</b>	<b>22,516</b>
<b>Operating profit/(loss)</b>		<b>14,524</b>	<b>19,886</b>	<b>111,800</b>	<b>186,572</b>
<b>Finance costs attributable to unitholders</b>					
Distributions to unitholders	5	-	-	237,447	268,737
Changes in net assets attributable to unitholders	6	-	-	(125,647)	(82,165)
<b>Profit/(loss)</b>		<b>14,524</b>	<b>19,886</b>	<b>-</b>	<b>-</b>
Other comprehensive income		-	-	-	-
<b>Total comprehensive income</b>		<b>14,524</b>	<b>19,886</b>	<b>-</b>	<b>-</b>

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

Perpetual WealthFocus Investment Funds  
Balance sheets  
As at 30 June 2019

**Balance sheets**

		Perpetual Global Share Fund		Perpetual Industrial Share Fund	
	Notes	30 June 2019 \$'000	30 June 2018 \$'000	30 June 2019 \$'000	30 June 2018 \$'000
<b>Assets</b>					
Cash and cash equivalents	10(b)	1	-	12,295	31,998
Financial assets at fair value through profit or loss	7	158,444	137,260	2,546,143	2,913,876
Receivables for securities sold		1,284	179	2,065	7,721
Receivables	8	12,612	25,426	9,969	21,798
<b>Total assets</b>		<b>172,341</b>	<b>162,865</b>	<b>2,570,472</b>	<b>2,975,393</b>
<b>Liabilities</b>					
Distributions payable to unitholders of the Schemes	5	3,563	871	171,757	195,111
Payables for securities purchased		529	49	18,743	10,035
Payables	9	1,426	316	3,281	4,887
<b>Total liabilities (excluding net assets attributable to unitholders)</b>		<b>5,518</b>	<b>1,236</b>	<b>193,781</b>	<b>210,033</b>
<b>Net assets attributable to unitholders - liability</b>	6	<b>-</b>	<b>-</b>	<b>2,376,691</b>	<b>2,765,360</b>
<b>Net assets attributable to unitholders - equity</b>	6	<b>166,823</b>	<b>161,629</b>	<b>-</b>	<b>-</b>

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

**Perpetual WealthFocus Investment Funds**  
**Statements of changes in equity**  
**For the year ended 30 June 2019**

**Statements of changes in equity**

		<b>Perpetual Global Share Fund</b>	
		<b>30 June 2019 \$'000</b>	<b>30 June 2018 \$'000</b>
	Notes		
<b>Total equity at the beginning of the year</b>	6	<b>161,629</b>	-
Reclassification due to AMIT tax regime implementation*	6	-	146,604
<b>Comprehensive income for the year</b>			
Profit/(loss)		<b>14,524</b>	19,886
Other comprehensive income		-	-
<b>Total comprehensive income for the year</b>		<b>14,524</b>	19,886
<b>Transactions with unitholders</b>			
Applications	6	<b>15,708</b>	16,112
Redemptions	6	<b>(22,233)</b>	(21,922)
Units issued upon reinvestment of distributions	6	<b>758</b>	1,820
Distributions to unitholders	5, 6	<b>(3,563)</b>	(871)
<b>Total transactions with unitholders</b>		<b>(9,330)</b>	(4,861)
<b>Total equity at the end of the year</b>	6	<b>166,823</b>	161,629

\*Effective from 1 July 2017, the Perpetual Global Share Fund's units have been reclassified from financial liability to equity.

Perpetual Industrial Share Fund classified the net assets attributable to unitholders as a liability under AASB 132 *Financial Instruments: Presentation*. As such the Scheme has no equity and no items of changes in equity have been presented for the current or comparative period.

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

Perpetual WealthFocus Investment Funds  
Statements of Cash Flows  
For the year ended 30 June 2019

Statements of cash flows

	Perpetual Global Share Fund		Perpetual Industrial Share Fund	
	30 June 2019 \$'000	30 June 2018 \$'000	30 June 2019 \$'000	30 June 2018 \$'000
<b>Cash flows from operating activities</b>				
Dividends/distributions received	25,409	6,543	145,337	126,819
Interest received	1	-	217	162
Other income received	123	106	2,938	1,658
Responsible Entity's fees paid	(1,640)	(1,576)	(16,908)	(19,522)
Other operating expenses paid	(11)	(4)	(4,284)	(4,572)
<b>Net cash inflow/(outflow) from operating activities</b>	<b>23,882</b>	<b>5,069</b>	<b>127,300</b>	<b>104,545</b>
<b>Cash flows from investing activities</b>				
Proceeds from sale of investments	22,557	23,568	2,384,597	2,336,368
Payments for purchase of investments	(40,434)	(22,576)	(2,006,561)	(2,055,808)
<b>Net cash inflow/(outflow) from investing activities</b>	<b>(17,877)</b>	<b>992</b>	<b>378,036</b>	<b>280,560</b>
<b>Cash flows from financing activities</b>				
Proceeds from applications by unitholders	15,237	16,159	190,536	244,744
Payments for redemptions by unitholders	(21,128)	(21,908)	(686,174)	(590,324)
Distributions paid	(113)	(312)	(29,233)	(28,178)
<b>Net cash inflow/(outflow) from financing activities</b>	<b>(6,004)</b>	<b>(6,061)</b>	<b>(524,871)</b>	<b>(373,758)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>1</b>	<b>-</b>	<b>(19,535)</b>	<b>11,347</b>
Cash and cash equivalents at the beginning of the year	-	-	31,998	20,655
Effects of foreign currency exchange rate changes on cash and cash equivalents	-	-	(168)	(4)
<b>Cash and cash equivalents at the end of the year</b>	<b>1</b>	<b>-</b>	<b>12,295</b>	<b>31,998</b>

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

## 1 General information

This annual financial report covers Perpetual WealthFocus Investment Funds (the Schemes). The Schemes are registered managed investment schemes under the *Corporations Act 2001*. The Schemes are domiciled in Australia and are for-profit entities.

The Responsible Entity of the Schemes is Perpetual Investment Management Limited. The Responsible Entity's registered office is Level 18, 123 Pitt Street, Sydney, NSW 2000.

The annual financial report was authorised for issue by the directors of the Responsible Entity on 18 September 2019. The directors of the Responsible Entity have the power to amend and reissue the annual financial report.

## 2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of this annual financial report are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

### (a) Basis of preparation

The annual financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001* in Australia.

The annual financial report is prepared on the basis of fair value measurement of assets and liabilities except where otherwise stated.

#### *Compliance with International Financial Reporting Standards*

The annual financial report of the Schemes also complies with International Financial Reporting Standards and Interpretations issued by the International Accounting Standards Board.

#### *Functional and presentation currency*

The annual financial report is presented in Australian dollars, which is the Schemes' functional currency.

#### *Use of estimates*

Management makes estimates and assumptions that affect the reported amounts in the financial statements. These estimates and associated assumptions are continuously evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

For the majority of the Schemes' financial instruments, quoted market prices are readily available. However, when certain financial instruments are fairly valued using valuation techniques (for example, pricing models), observable data is used to the extent practicable. Management may be required to make estimates which may be based on assumptions and any changes in assumptions would affect the reported fair value of financial instruments.

The adoption of AASB 9 introduced a new expected credit loss (ECL) impairment model, which has not materially impacted the Schemes (refer to note 2(f)).

## 2 Summary of significant accounting policies (continued)

### (b) New accounting standards and interpretations

#### *New and amended accounting standards adopted by the Schemes*

The following Australian Accounting Standards have been adopted by the Schemes for the reporting period beginning 1 July 2018:

#### *(i) AASB 9 Financial Instruments*

AASB 9 addresses the classification, measurement and derecognition of financial assets and financial liabilities. It replaces the multiple classification and measurement models in AASB 139 with a new model that classifies financial instruments based on the business model within which the financial instruments are managed, and whether the contractual cash flows under the instrument solely represent the payment of principal and interest. It also introduces revised rules around hedge accounting and impairment.

Under AASB 9, financial instruments are classified as:

- Amortised cost if the objective of the business model is to hold the financial instruments to collect contractual cash flows only and the contractual cash flows under the instrument represent solely payments of principal and interest (SPPI);
- Fair value through other comprehensive income if the objective of the business model is to hold the financial instruments both to collect contractual cash flows from SPPI and for the purpose of sale; or
- All other financial instruments must be recognised at fair value through profit or loss. An entity may however, at initial recognition, irrevocably designate a financial instrument as measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency.

Derivative and equity instruments are measured at fair value through profit or loss unless, for equity instruments not held for trading, an irrevocable option is taken to measure at fair value through other comprehensive income.

A debt instrument is measured at amortised cost if the objective of the business model is to hold the financial asset for the collection of the contractual cash flows and the contractual cash flows under the instrument represent solely payments of principal and interest (SPPI). A debt instrument is measured at fair value through other comprehensive income if the objective of the business model is to hold the financial asset both to collect contractual cash flows from SPPI and to sell.

All other debt instruments must be recognised at fair value through profit or loss. An entity may however, at initial recognition, irrevocably designate a financial asset as measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency.

AASB 9 has been applied retrospectively (without restating comparatives) by the Schemes from 1 July 2018 and it did not result in a change to the measurement of financial instruments. The Schemes' investment portfolio continues to be measured at fair value through profit or loss and other financial assets which are held for collection continue to be measured at amortised cost. The derecognition rules have not been changed from previous requirements and the Schemes does not apply hedge accounting. As the Schemes' investments are all at fair value through profit or loss, the change in impairment rules will not have a material impact on the Schemes. The Schemes' cash and cash equivalents and receivables which had previously been classified as loans and receivables and measured at amortised cost under AASB 139 are now classified as amortised cost and continue to be measured at amortised cost under AASB 9 and the impact of any expected credit losses (ECL) is not material.

## 2 Summary of significant accounting policies (continued)

### (ii) AASB 15 Revenue from Contracts with Customers

AASB 15 establishes a single revenue recognition framework using a five-step model based on the transfer of goods and services and the consideration expected to be received in return for that transfer.

The Schemes' main source of income is investment income, in the form of gains on financial instruments at fair value as well as interest, dividend and distribution income. All these income types are outside the scope of the standard. Accordingly, the adoption of new revenue recognition rules did not have a material impact on the Schemes' accounting policies or the amounts recognised in the financial statements.

AASB 15 has been applied retrospectively (without restating comparatives) by the Schemes from 1 July 2018 and it did not result in a material change in revenue recognition for the Schemes.

#### *New accounting standards and interpretations not yet adopted*

A number of new standards, amendments to standards and interpretations are effective for annual reporting periods beginning after 1 January 2019. Management has made an assessment and concluded that none of these are expected to have a material impact on the financial statements.

### (c) Financial instruments

#### *(i) Classification*

The Schemes classify its investments based on its business model for managing those financial assets and their contractual cash flow characteristics. The Schemes' portfolio of financial assets are managed and its performance is evaluated on a fair value basis in accordance with the Schemes' documented investment strategy. The Schemes evaluate the information about its investments on a fair value basis together with other related financial information.

Derivatives, equity securities and unlisted unit trusts are measured at fair value through profit or loss.

For debt securities, the contractual cash flows are solely payments of principal and interest, however, they are neither held for collecting contractual cash flows nor held for collecting contractual cash flows and for sale. The collection of contractual cash flows is only incidental to achieving the Schemes' business model's objective. Consequently, the debt securities are measured at fair value through profit or loss.

The Schemes hold financial assets comprising equity securities, debt securities and unlisted unit trusts which had previously been designated at fair value through profit or loss under AASB 139 prior to 1 July 2018. On adoption of AASB 9 from 1 July 2018, these securities continued to be measured at fair value but are now mandatorily classified as fair value through profit or loss.

Derivative contracts that have negative fair values are presented as financial liabilities at fair value through profit or loss.

## 2 Summary of significant accounting policies (continued)

### (ii) Recognition/derecognition

The Schemes recognise financial assets and liabilities on the date they become party to the purchase contractual agreement (trade date) and recognise changes in fair value of the financial assets or financial liabilities from this date.

Investments are derecognised on the date the Schemes become party to the sale contractual agreement (trade date).

### (iii) Measurement

At initial recognition, a financial asset or liability is measured at fair value. Transaction costs are expensed in profit or loss as incurred. Subsequently all financial assets and liabilities are measured at fair value without any deduction for estimated future selling cost. Gains and losses arising from changes in the fair value measurement are included in profit or loss in the period in which they arise.

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. Further details of fair value measurement are disclosed in note 14(d).

### (iv) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheets when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

## (d) Net assets attributable to unitholders

Units are redeemable at the unitholders' option, however applications and redemptions may be suspended by the Responsible Entity if it is in the best interests of the unitholders.

The units can be put back to the Schemes at any time for cash based on the redemption price, which is equal to a proportionate share of the Schemes' net asset value attributable to unitholders. The units are carried at the redemption amount that is payable at the reporting date if the unitholders exercise their right to put the units back to the Schemes.

Under AASB 132 *Financial instruments: Presentation*, puttable financial instruments are classified as equity where certain strict criteria are met.

The Scheme offering a single unit class classifies the net assets attributable to unitholders as equity as they satisfy the following criteria:

- the puttable financial instrument entitles the holder to a pro-rata share of net assets in the event of the Schemes' liquidation;
- the puttable financial instrument is in the class of instruments that is subordinate to all other classes of instruments and the class features are identical;
- no contractual obligations to deliver cash or another financial asset, or to exchange financial instruments with another entity under potentially unfavourable conditions to the Schemes, and it is not a contract settled in the Schemes' own equity instrument; and
- the total expected cash flows attributable to the puttable financial instrument over the life are based substantially on the profit or loss.

The Scheme offering multiple unit classes do not meet the criteria as they have different contractual features. Consequently, this scheme classifies their net asset attributable to unitholders as financial liability.

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

### **(e) Cash and cash equivalents**

For the purpose of presentation in the statements of cash flows, cash and cash equivalents include cash at bank, margin accounts, other short term and highly liquid financial assets with a maturity period of three months or less from the date of acquisition that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Margin accounts comprise cash held as collateral for derivative transactions. The cash is held by the broker and is only available to meet margin calls.

### **(f) Receivables**

Receivables include accrued income, application monies receivable and receivables for securities sold. Amounts are generally received within 30 days of being accrued for.

These amounts are recognised initially at fair value and subsequently measured at amortised cost. At each reporting date, the Schemes shall measure the loss allowance on receivables at an amount equal to the lifetime expected credit losses if the credit risk has increased significantly since initial recognition. If, at the reporting date, the credit risk has not increased significantly since initial recognition, the Schemes shall measure the loss allowance at an amount equal to 12-month expected credit losses. Significant financial difficulties of the counterparty, probability that the counterparty will enter bankruptcy or financial reorganisation, and default in payments are all considered indicators that a loss allowance may be required. If the credit risk increases to the point that it is considered to be credit impaired, interest income will be calculated based on the gross carrying amount adjusted for the loss allowance.

The amount of the impairment loss is recognised in profit or loss within other operating expenses. When a trade receivable for which an impairment allowance had been recognised becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other operating expenses in profit or loss.

### **(g) Payables**

Payables include accrued expenses and redemption monies owing by the Schemes which are unpaid at the end of the reporting date. Amounts are generally paid within 30 days of being accrued for.

### **(h) Investment income**

Interest income from financial assets at amortised cost is recognised using the effective interest method and includes interest from cash and cash equivalents.

Dividend and distribution income from financial assets at fair value through profit or loss is recognised in profit or loss when the Schemes' right to receive payment is established.

### **(i) Expenses**

All expenses, including Responsible Entity's fees, are recognised in profit or loss on an accruals basis.

## 2 Summary of significant accounting policies (continued)

### (j) Income tax

The Schemes are not subject to income tax provided the taxable income of the Schemes are attributed in full to its unitholders each financial year either by way of cash or reinvestment. Unitholders are subject to income tax at their own marginal tax rates on amounts attributable to them.

The benefits of franking credits and foreign tax paid are passed on to unitholders, providing certain conditions are met.

### (k) Distributions

Distributions are payable as set out in the Schemes' Constitutions. Such distributions are recognised as payable when they are determined by the Responsible Entity of the Schemes.

### (l) Changes in net assets attributable to unitholders

Income not distributed from the Scheme offering multiple unit classes is included in net assets attributable to unitholders. Changes in net assets attributable to unitholders are recognised in profit or loss as finance costs attributable to unitholders.

### (m) Goods and Services Tax

The Goods and Services Tax (GST) is incurred on the cost of various services provided to the Schemes by third parties. The Schemes qualify for Reduced Input Tax Credit; hence expenses such as Responsible Entity's fees have been recognised in profit or loss net of the amount of GST recoverable from the Australian Taxation Office. Payables are stated with the amount of GST included. The net amount of GST recoverable is included in receivables in the balance sheets. Cash flows are included in the statements of cash flows on a gross basis.

### (n) Foreign currency translation

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translations at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when fair value was determined. Translation differences on assets and liabilities carried at fair value are reported in profit or loss on a net basis within net gains/(losses) on financial instruments at fair value through profit or loss.

### 3 Net gains/(losses) on financial instruments at fair value through profit or loss

Net gains/(losses) arising from changes in the fair value measurement comprise:

Net unrealised gains/(losses) on financial instruments at fair value through profit or loss  
Net realised gains/(losses) on financial instruments at fair value through profit or loss  
**Net gains/(losses) on financial instruments at fair value through profit or loss**

Perpetual Global Share Fund		Perpetual Industrial Share Fund	
30 June 2019 \$'000	30 June 2018 \$'000	30 June 2019 \$'000	30 June 2018 \$'000
3,255	(6,287)	(115,575)	(88,094)
676	2,307	111,926	172,008
<b>3,931</b>	<b>(3,980)</b>	<b>(3,649)</b>	<b>83,914</b>

### 4 Other operating expenses

Transaction costs  
Sundry expenses  
**Total**

Perpetual Global Share Fund		Perpetual Industrial Share Fund	
30 June 2019 \$'000	30 June 2018 \$'000	30 June 2019 \$'000	30 June 2018 \$'000
-	-	3,843	3,516
-	4	2	789
<b>-</b>	<b>4</b>	<b>3,845</b>	<b>4,305</b>

Sundry expenses include legal fees and other expenses incurred by the Schemes.

## 5 Distributions to unitholders

The distributions for the year were as follows:

	Perpetual Global Share Fund			
	30 June 2019 \$'000	30 June 2019 CPU	30 June 2018 \$'000	30 June 2018 CPU
	Distributions payable - June	3,563	3.51	871
<b>Total distributions</b>	<b>3,563</b>		871	

	Perpetual Industrial Share Fund - Class A				Perpetual Industrial Share Fund - Class B			
	30 June 2019 \$'000	30 June 2019 CPU	30 June 2018 \$'000	30 June 2018 CPU	30 June 2019 \$'000	30 June 2019 CPU	30 June 2018 \$'000	30 June 2018 CPU
	Distributions paid - September	3,098	0.56	3,525	0.59	14,174	0.63	15,415
Distributions paid - December	6,774	1.27	6,955	1.20	25,530	1.17	26,815	1.16
Distributions paid - March	2,229	0.43	3,035	0.53	13,885	0.66	17,881	0.79
Distributions payable - June	45,713	9.09	49,547	8.97	126,044	6.35	145,564	6.59
<b>Total distributions</b>	<b>57,814</b>		63,062		<b>179,633</b>		205,675	

## 6 Net assets attributable to unitholders

Perpetual Global Share Fund offering a single unit class classifies its net assets as attributable to unitholders as equity from 1 July 2017 as the puttable financial instruments satisfy all the criteria set out under AASB 132 (refer to note 2(d)). Perpetual Industrial Share Fund offering multiple unit classes classifies its net assets attributable to unitholders as financial liability as the the puttable financial instruments do not satisfy all the criteria set out under AASB 132 (refer to note 2(d)).

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

	<b>Perpetual Global Share Fund</b>			
	<b>30 June 2019</b>	30 June 2018	<b>30 June 2019</b>	30 June 2018
	<b>Units '000</b>	Units '000	<b>\$'000</b>	\$'000
<b>Net assets attributable to unitholders</b>				
Opening balance	105,191	107,933	161,629	146,604
Applications	9,999	11,026	15,708	16,112
Redemptions	(14,152)	(15,108)	(22,233)	(21,922)
Units issued upon reinvestment of distributions	493	1,340	758	1,820
Distributions to unitholders	-	-	(3,563)	(871)
Profit/(loss)	-	-	14,524	19,886
<b>Closing balance</b>	<b>101,531</b>	105,191	<b>166,823</b>	161,629
	<b>Perpetual Industrial Share Fund</b>			
	<b>30 June 2019</b>	30 June 2018	<b>30 June 2019</b>	30 June 2018
	<b>Units '000</b>	Units '000	<b>\$'000</b>	\$'000
<b>Net assets attributable to unitholders</b>				
Opening balance	2,761,729	2,891,168	2,765,360	2,994,188
Applications	211,944	251,984	189,986	242,349
Redemptions	(739,911)	(591,820)	(684,576)	(592,259)
Units issued upon reinvestment of distributions	253,417	210,397	231,568	203,247
Changes in net assets attributable to unitholders	-	-	(125,647)	(82,165)
<b>Closing balance</b>	<b>2,487,179</b>	2,761,729	<b>2,376,691</b>	2,765,360

As stipulated within the Schemes' Constitutions, each unit represents a right to an individual unit in the Schemes and does not extend to a right to the underlying assets of the Schemes. For Perpetual Global Share Fund, there are no separate classes of units and each unit has the same right attaching to it as all other units of the Scheme. For Perpetual Industrial Share Fund, there are two classes of unitholders in the Scheme - Class A for retail investors and Class B for wholesale investors.

## 6 Net assets attributable to unitholders (continued)

### *Capital risk management*

The Schemes consider their net assets attributable to unitholders as capital. The amount of net assets attributable to unitholders can change significantly on a daily basis as the Schemes are subject to daily applications and daily redemptions at the discretion of unitholders.

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

## 7 Financial assets at fair value through profit or loss

	<b>Perpetual Global Share Fund</b>		<b>Perpetual Industrial Share Fund</b>	
	<b>30 June 2019 \$'000</b>	30 June 2018 \$'000	<b>30 June 2019 \$'000</b>	30 June 2018 \$'000
<b>Mandatorily at fair value through profit or loss (2018: Held for trading)</b>				
Foreign exchange forward contracts	-	-	<b>343</b>	-
<b>Mandatorily at fair value through profit or loss (2018: Designated at fair value through profit or loss)</b>				
Equities	-	-	<b>2,393,472</b>	2,793,317
Unlisted unit trusts	<b>158,444</b>	137,260	<b>152,328</b>	120,559
<b>Total financial assets at fair value through profit or loss</b>	<b>158,444</b>	137,260	<b>2,546,143</b>	2,913,876

## 8 Receivables

	Perpetual Global Share Fund		Perpetual Industrial Share Fund	
	30 June 2019 \$'000	30 June 2018 \$'000	30 June 2019 \$'000	30 June 2018 \$'000
Dividends/distributions receivable	12,062	25,348	8,755	20,107
Interest receivable	-	-	-	1
Applications receivable	520	49	728	1,278
Other receivables	30	29	486	412
<b>Total receivables</b>	<b>12,612</b>	<b>25,426</b>	<b>9,969</b>	<b>21,798</b>

## 9 Payables

	Perpetual Global Share Fund		Perpetual Industrial Share Fund	
	30 June 2019 \$'000	30 June 2018 \$'000	30 June 2019 \$'000	30 June 2018 \$'000
Responsible Entity's fees payable	142	137	409	415
Redemptions payable	1,284	179	2,872	4,470
Other payables	-	-	-	2
<b>Total payables</b>	<b>1,426</b>	<b>316</b>	<b>3,281</b>	<b>4,887</b>

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

	Perpetual Global Share Fund		Perpetual Industrial Share Fund	
	30 June 2019 \$'000	30 June 2018 \$'000	30 June 2019 \$'000	30 June 2018 \$'000
<b>(a) Reconciliation of operating profit/(loss) to net cash inflow/(outflow) from operating activities</b>				
Operating profit/(loss)	14,524	19,886	111,800	186,572
(Increase)/decrease in dividends/distributions receivable	13,286	(18,805)	11,352	1,136
(Increase)/decrease in interest receivable	-	-	1	-
(Increase)/decrease in other receivables	(1)	(3)	(74)	27
Increase/(decrease) in payables	4	11	(6)	22
Net (gains)/losses on financial instruments at fair value through profit or loss	(3,931)	3,980	3,649	(83,914)
Net foreign exchange (gains)/losses	-	-	578	702
<b>Net cash inflow/(outflow) from operating activities</b>	<b>23,882</b>	<b>5,069</b>	<b>127,300</b>	<b>104,545</b>

### (b) Components of cash and cash equivalents

Cash at the end of the year as shown in the statements of cash flows reconciled to the balance sheets as follows:

Cash at bank	1	-	11,918	31,622
Margin accounts	-	-	377	376
<b>Total cash and cash equivalents</b>	<b>1</b>	<b>-</b>	<b>12,295</b>	<b>31,998</b>

### (c) Non-cash financing activities

During the year, the following distribution payments were satisfied by the issue of units under the distribution reinvestment plans

	758	1,820	231,568	203,247
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## 11 Remuneration of auditors

	Perpetual Global Share Fund		Perpetual Industrial Share Fund	
	30 June 2019 \$	30 June 2018 \$	30 June 2019 \$	30 June 2018 \$
Amount received or due and receivable by KPMG:				
Audit and review of financial report and compliance plan	13,966	13,504	24,099	23,300

Audit fees were paid or payable by the Responsible Entity.

## 12 Related party transactions

### Responsible Entity

The Responsible Entity of Perpetual WealthFocus Investment Funds is Perpetual Investment Management Limited (ABN 18 000 866 535), a wholly owned subsidiary of Perpetual Limited (ACN 000 431 827).

The Schemes do not employ personnel in their own right. However, they are required to have an incorporated Responsible Entity to manage the activities of the Schemes and this is considered the key management personnel.

### Key management personnel

#### (a) Directors

The directors of Perpetual Investment Management Limited during the financial year or since the end of the year and up to the date of this report were as follows:

D Lane (appointed 20 April 2017)  
C Green (appointed 17 October 2018)  
R Adams (appointed 17 October 2018)  
G Larkins (appointed 7 January 2013, resigned 12 October 2018)  
M Smith (appointed 3 November 2016, resigned 17 October 2018)  
G Foster (appointed 25 January 2013, resigned 12 October 2018, Alternate for G Larkins)

#### (b) Other key management personnel

There were no other persons with responsibility for planning, directing and controlling the activities of the Schemes, directly or indirectly, during or since the end of the financial year.

### Key management personnel unitholdings

From time to time directors of the Responsible Entity, or their related entities, may invest in or withdraw from the Schemes. These investments or withdrawals are on the same terms and conditions as those entered into by other unitholders of the Schemes.

No key management personnel of the Responsible Entity held units in the Schemes as at 30 June 2019 (2018: nil).

## 12 Related party transactions (continued)

### Transactions with key management personnel

Key management personnel services are provided by Perpetual Investment Management Limited and included in the Responsible Entity's fees. There is no separate charge for these services. There were no compensation paid directly by the Schemes to any of the key management personnel during the year.

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

### Responsible Entity's fees and other transactions

Under the terms of the Schemes' constitutions, the Responsible entity is entitled to receive management fees and expense recoveries calculated by reference to the net asset value of the Schemes. Where the Schemes invest into other schemes, the Responsible Entity's fees are calculated after rebating management fees charged in the underlying schemes.

The Responsible Entity's fees rate for each of the Schemes is as follows:

Schemes	Responsible Entity's fees	
	Management Fee	Expense Recoveries
Perpetual Global Share Fund	2.02%	0.03%
Perpetual Industrial Share Fund - Class A	1.95%	0.03%
Perpetual Industrial Share Fund - Class B	nil	nil

The transactions during the year and amounts payable at the reporting date between the Schemes and the Responsible Entity were as follows:

	Perpetual Global Share Fund		Perpetual Industrial Share Fund	
	30 June 2019	30 June 2018	30 June 2019	30 June 2018
Responsible Entity's fees paid and payable	\$ 1,531,653	\$ 1,478,131	\$ 15,749,533	\$ 18,211,048
Fees payable to the Responsible Entity	141,796	136,857	408,513	414,595

## 12 Related party transactions (continued)

### Related party unitholdings

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

Perpetual Global Share Fund	Number of	Interest	Number of	Number of	Distributions	Number of	Interest	Number of	Number of	Distributions
	units held	held	units	units	paid/payable	units held	held	units	units	paid/payable
	30 June	30 June	30 June	30 June	30 June	30 June	30 June	30 June	30 June	30 June
	2019	2019	2019	2019	2019	2018	2018	2018	2018	2018
	'000	%	'000	'000	\$'000	'000	%	'000	'000	\$'000
<b>Unitholders</b>										
Perpetual WealthFocus Investment Advantage Fund	34,225	33.7	1,979	3,406	1,201	35,652	33.9	2,514	3,965	295
Perpetual WealthFocus Superannuation Fund	30,890	30.4	7,280	7,078	1,084	30,688	29.2	7,623	5,666	254
Perpetual's Pooled Superannuation Trust	7,777	7.7	377	1,293	273	8,693	8.3	1,014	1,641	72
<b>Perpetual Industrial Share Fund</b>										
	Number of	Interest	Number of	Number of	Distributions	Number of	Interest	Number of	Number of	Distributions
	units held	held	units	units	paid/payable	units held	held	units	units	paid/payable
	30 June	30 June	30 June	30 June	30 June	30 June	30 June	30 June	30 June	30 June
	2019	2019	2019	2019	2019	2018	2018	2018	2018	2018
	'000	%	'000	'000	\$'000	'000	%	'000	'000	\$'000
<b>Unitholders - Class A</b>										
Perpetual's Pooled Superannuation Trust	42,779	8.5	5,013	8,816	4,938	46,582	8.4	5,987	7,864	5,315
<b>Unitholders - Class B</b>										
Perpetual Wholesale Industrial Fund	1,963,375	68.8	425,334	650,211	177,793	2,188,252	69.4	422,696	512,982	203,750
Perpetual Wholesale Split Growth Fund	20,822	0.7	4,675	5,029	1,840	21,176	0.7	5,541	3,978	1,925

## 12 Related party transactions (continued)

### Investments

The Schemes held investments in the following schemes which are also managed by the Responsible Entity or its related parties:

Perpetual Global Share Fund	Number of units held	Fair value of investments	Interest held	Number of units acquired	Number of units disposed	Distributions received/receivable	Number of units held	Fair value of investments	Interest held	Number of units acquired	Number of units disposed	Distributions received/receivable
	30 June 2019	30 June 2019	30 June 2019	30 June 2019	30 June 2019	30 June 2019	30 June 2018	30 June 2018	30 June 2018	30 June 2018	30 June 2018	30 June 2018
	'000	\$'000	%	'000	'000	\$'000	'000	\$'000	%	'000	'000	\$'000
<b>Investments</b>												
Perpetual Global Share Fund - Class A	124,097	158,379	58.5	32,451	18,493	12,123	110,139	137,216	60.2	16,586	17,117	25,348
Perpetual's International Share Pool Fund	56	65	51.2	-	-	-	56	44	51.1	-	-	-
<b>Perpetual Industrial Share Fund</b>												
Perpetual Industrial Share Fund	Number of units held	Fair value of investments	Interest held	Number of units acquired	Number of units disposed	Distributions received/receivable	Number of units held	Fair value of investments	Interest held	Number of units acquired	Number of units disposed	Distributions received/receivable
	30 June 2019	30 June 2019	30 June 2019	30 June 2019	30 June 2019	30 June 2019	30 June 2018	30 June 2018	30 June 2018	30 June 2018	30 June 2018	30 June 2018
	'000	\$'000	%	'000	'000	\$'000	'000	\$'000	%	'000	'000	\$'000
<b>Investments</b>												
Perpetual Institutional Cash Management Trust	152,328	152,328	10.8	945,669	913,900	1,983	120,559	120,559	8.7	924,449	928,100	2,961

### 13 Structured entities

A structured entity is an entity that has been designed so that voting or similar rights are not the dominant factor in deciding control and the relevant activities are directed by means of contractual arrangements.

The Schemes consider all investments in unlisted unit trusts to be structured entities. The Schemes invest in unlisted unit trusts for the purpose of capital appreciation and earning investment income.

The unlisted unit trusts are invested in accordance with the investment strategy by their respective investment managers. The return of the unlisted unit trusts is exposed to the variability of the performance of their investments. The unlisted unit trusts finance their operations by issuing redeemable units which are puttable at the holder's option and entitle the holder to a proportional stake in the respective trusts' net assets and distributions.

The Schemes' exposure to structured entities is disclosed in note 7. The fair value of these entities is included in financial assets at fair value through profit or loss in the balance sheets.

The Schemes' maximum exposure to loss from their interests in the structured entities is equal to the total fair value of their investments in these entities as there are no off balance sheet exposures relating to them. The Schemes' exposure to any risk from the structured entities will cease when these investments are disposed of.

The Schemes do not have current commitments or intentions and contractual obligations to provide financial or other support to the structured entities. There are no loans or advances currently made to these entities.

There are no significant restrictions on the ability of the structured entities to transfer funds to the Schemes in the form of cash distributions.

#### *Unconsolidated subsidiaries*

The Schemes apply the investment entity exception to consolidation available under AASB 10 *Consolidated Financial Statements* and measure their subsidiaries at fair value through profit or loss.

The following unconsolidated structured entities are considered to be the Schemes' subsidiaries at the reporting date:

	Perpetual Global Share Fund			
	Fair value		Ownership interest	
	30 June 2019 \$'000	30 June 2018 \$'000	30 June 2019 %	30 June 2018 %
Perpetual Global Share Fund - Class A	158,379	137,216	58.5	60.2
Perpetual's International Share Pool Fund	65	44	51.2	51.1

Each of the above subsidiaries is domiciled in Australia.

## 14 Financial risk management

The Schemes' investing activities expose them to a variety of financial risks: market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk.

A risk management framework has been established by the Responsible Entity of the Schemes to monitor the Schemes' compliance with their governing documents and to minimise risks in their investment activities. This framework incorporates a regular assessment process to ensure procedures and controls adequately manage the investment activities. The Schemes are permitted to use derivative products. However, the use of derivatives must be consistent with the investment strategy and restrictions specified in the Schemes' governing documents.

All securities investments present a risk of loss of capital. The maximum loss of capital on long equities, unlisted unit trusts and debt securities is limited to the fair values of those positions. The maximum loss of capital on derivatives is limited to the notional contract values of those positions.

The Schemes' asset managers aim to manage these risks through the use of consistent and carefully considered investment strategy and guidelines specifically tailored for the Schemes' investment objectives. Risk management techniques are used in the selection of investments. Assets managers will only purchase securities (including derivatives) which meet the prescribed investment criteria. Risk may also be reduced by diversifying investments across several asset managers, markets, regions or different asset classes and counterparties.

The Schemes use different methods to measure different types of risks to which they are exposed. These methods include sensitivity analysis in the case of currency risk, interest rate risk and price risk; and credit ratings analysis for credit risk.

### (a) Market risk

#### (i) Currency risk

Currency risk arises as the fair value or future cash flows of monetary securities denominated in foreign currency will fluctuate due to changes in exchange rates. The currency risk relating to non-monetary assets and liabilities is a component of price risk not currency risk. However, management monitors the exposures on all foreign currency denominated assets and liabilities.

The Schemes did not have any significant direct exposure to currency risk at the reporting period.

#### (ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Schemes are exposed to cash flow interest rate risk on financial instruments with floating interest rates. Financial instruments with fixed interest rates expose the Schemes to fair value interest rate risk.

The Schemes' exposure to interest rate risk arises from cash and cash equivalents and units in cash management trusts, which earn/charge a floating rate of interest.

## 14 Financial risk management (continued)

### (a) Market risk (continued)

#### (ii) Interest rate risk (continued)

The following table summarises the Schemes' exposure to interest rate risk:

	30 June 2019				30 June 2018			
	Floating interest rate \$'000	Fixed interest rate \$'000	Non-interest bearing \$'000	Total \$'000	Floating interest rate \$'000	Fixed interest rate \$'000	Non-interest bearing \$'000	Total \$'000
<b>Perpetual Industrial Share Fund</b>								
<b>Financial assets</b>								
Cash and cash equivalents	12,295	-	-	12,295	31,998	-	-	31,998
Cash management trusts	152,328	-	-	152,328	120,559	-	-	120,559

#### (iii) Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk).

The Schemes are exposed to price risk predominantly through their investments for which prices in the future are uncertain.

The fair value of the Schemes' investments exposed to price risk were as follows:

	Perpetual Global Share Fund		Perpetual Industrial Share Fund	
	30 June 2019 \$'000	30 June 2018 \$'000	30 June 2019 \$'000	30 June 2018 \$'000
Investments exposed to price risk	158,444	137,260	2,393,472	2,793,317

The table presented in note 14(a)(iv) summarises sensitivity analysis to price risk. This analysis assumes that all other variables remain constant.

## 14 Financial risk management (continued)

### (a) Market risk (continued)

#### (iv) Sensitivity analysis

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

	Sensitivity rates	Impact on operating profit/net assets attributable to unitholders			
		Perpetual Global Share Fund		Perpetual Industrial Share Fund	
		30 June 2019 \$'000	30 June 2018 \$'000	30 June 2019 \$'000	30 June 2018 \$'000
<b>Interest rate risk</b>	+0.5%	-	-	823	-
	-0.5%	-	-	(823)	-
	+1%	-	-	-	1,526
	-1%	-	-	-	(1,526)
<b>Price risk</b>	+10%	15,844	13,726	239,347	279,332
	-10%	(15,844)	(13,726)	(239,347)	(279,332)

### (b) Credit risk

Credit risk is the risk that a counterparty will be unable to pay amounts when they fall due. The Schemes are exposed to counterparty credit risk on derivative financial instruments, cash and cash equivalents, and receivables for securities sold. The maximum exposure to credit risk at the reporting date is the carrying amount of the financial assets. None of these assets are impaired nor past due but not impaired.

The Schemes determine credit risk and measure expected credit losses for financial assets measured at amortised cost using probability of default, exposure at default and loss given default. Management considers relevant, historical analysis and forward looking information in determining any expected credit loss. At the reporting date, all receivables and cash and cash equivalents are held with approved counterparties and are either callable on demand or due within 30 days. Management consider the probability of default to be low, as a result, no loss allowance has been recognised based on 12-month expected credit losses as any such impairment would be wholly insignificant to the Schemes.

## 14 Financial risk management (continued)

### (b) Credit risk (continued)

#### *(i) Derivative financial instruments*

The risk of counterparty default for over the counter derivatives is minimised by applying minimum credit ratings to counterparties at the time of entering into a contract and ISDA agreements are put in place with counterparties.

#### *(ii) Cash and cash equivalents*

The exposure to credit risk for cash and cash equivalents is low as all counterparties have a rating of A or higher (as determined by Standard & Poor's).

#### *(iii) Receivables for securities sold*

All transactions in listed securities are settled/paid for upon delivery using approved brokers. The risk of default is considered low, as delivery of securities sold is only made once the broker has received payment from the counterparty. Payments on securities acquired are only made after the broker has received the securities. The trade will fail if either party fails to meet its obligations.

All transactions in unlisted unit trusts are settled/unitised when unit prices are issued. The risk of default is considered low except when trading in a suspended unlisted unit trust.

### (c) Liquidity risk

Liquidity risk is the risk that the Schemes will not be able to meet their financial obligations as they fall due.

The Schemes are exposed to daily cash redemptions of redeemable units and daily margin calls on derivatives.

The Schemes' investments in equity securities are considered to be readily realisable. The Schemes primarily hold investments in an active market which can be readily disposed. There were no significant holdings of equity securities that were not actively traded on a stock exchange at year end.

The Schemes' investments in unlisted unit trusts expose them to the risk that the responsible entity or the manager of those trusts may be unwilling or unable to fulfil the redemption requests within the timeframe requested by the Schemes. However, these investments are considered readily realisable unless the unlisted unit trusts are declared illiquid or suspended.

## 14 Financial risk management (continued)

### (c) Liquidity risk (continued)

In order to manage the Schemes' overall liquidity, asset managers will only purchase securities (including derivatives) which meet the Schemes' investment criteria, including the assessment of saleability in different market conditions. The Schemes' investment strategy generally defines a minimum liquidity level for the Schemes which are monitored regularly. The Responsible Entity has the discretion to reject an application and to defer or adjust redemption of units if the exercise of such discretion is in the best interests of unitholders. The Schemes did not reject or withhold any redemptions during the reporting period.

The following tables summarise the contractual maturities of financial liabilities, including interest payments where applicable:

	30 June 2019			30 June 2018		
	Contractual cash flows			Contractual cash flows		
	Carrying amount \$'000	At call \$'000	Less than 6 months \$'000	Carrying amount \$'000	At call \$'000	Less than 6 months \$'000
<b>Perpetual Global Share Fund</b>						
<b>Non-derivative financial liabilities</b>						
Distributions payable to unitholders of the Scheme	3,563	-	3,563	871	-	871
Payables for securities purchased	529	-	529	49	-	49
Payables	1,426	-	1,426	316	-	316
<b>Total</b>	<b>5,518</b>	<b>-</b>	<b>5,518</b>	1,236	-	1,236

	30 June 2019			30 June 2018		
	Contractual cash flows			Contractual cash flows		
	Carrying amount \$'000	At call \$'000	Less than 6 months \$'000	Carrying amount \$'000	At call \$'000	Less than 6 months \$'000
<b>Perpetual Industrial Share Fund</b>						
<b>Non-derivative financial liabilities</b>						
Distributions payable to unitholders of the Scheme	171,757	-	171,757	195,111	-	195,111
Payables for securities purchased	18,743	-	18,743	10,035	-	10,035
Payables	3,281	-	3,281	4,887	-	4,887
Net assets attributable to unitholders - liability	2,376,691	2,376,691	-	2,765,360	2,765,360	-
<b>Total</b>	<b>2,570,472</b>	<b>2,376,691</b>	<b>193,781</b>	2,975,393	2,765,360	210,033

## 14 Financial risk management (continued)

### (d) Fair value measurement

The Schemes classify fair value measurement of their financial assets and liabilities using a fair value hierarchy model that reflects the subjectivity of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- 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 (that is, as prices) or indirectly (that is, derived from prices) (level 2); and
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

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

The fair value of financial assets and liabilities traded in active markets is based on quoted market prices at the end of the reporting period without any deduction for estimated future selling costs. For the majority of exchange traded financial assets and liabilities, information provided by the independent pricing services is relied upon for valuation.

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 financial asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

Listed securities and exchange traded derivatives are valued at the last traded price. Investments in unlisted unit trusts that are considered actively traded are recorded at the redemption value per unit as reported by the investment managers of such trusts.

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

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

The fair value of derivatives that are not exchange traded is estimated at the amount that would be received or paid to terminate the contract at the end of the reporting period taking into account current market conditions (volatility and appropriate yield curve) and the current creditworthiness of the counterparties.

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

## 14 Financial risk management (continued)

### (d) Fair value measurement (continued)

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

Some of the inputs to a valuation model may not be market observable and are therefore estimated based on assumptions. The output of a model is always an estimate or approximation of a value that cannot be determined with certainty, and valuation techniques employed may not fully reflect all factors relevant to the positions held.

The Schemes did not hold any financial instruments with fair value measurements using significant unobservable inputs (level 3) at 30 June 2019 and 30 June 2018.

The following tables present the Schemes' financial assets and liabilities (by class) measured at fair value according to the fair value hierarchy:

Perpetual Global Share Fund	30 June 2019				30 June 2018			
	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>Financial assets mandatorily at fair value through profit or loss:</b>								
Unlisted unit trusts	158,379	65	-	158,444	137,216	44	-	137,260
<b>Total</b>	<b>158,379</b>	<b>65</b>	<b>-</b>	<b>158,444</b>	<b>137,216</b>	<b>44</b>	<b>-</b>	<b>137,260</b>

Perpetual Industrial Share Fund	30 June 2019				30 June 2018			
	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>Financial assets mandatorily at fair value through profit or loss:</b>								
Derivatives								
Foreign exchange forward contracts	-	343	-	343	-	-	-	-
Equities	2,393,472	-	-	2,393,472	2,793,317	-	-	2,793,317
Unlisted unit trusts	152,328	-	-	152,328	120,559	-	-	120,559
<b>Total</b>	<b>2,545,800</b>	<b>343</b>	<b>-</b>	<b>2,546,143</b>	<b>2,913,876</b>	<b>-</b>	<b>-</b>	<b>2,913,876</b>

#### Transfers between levels

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

There were no transfers between levels for the years ended 30 June 2019 and 30 June 2018.

## 15 Offsetting financial assets and financial liabilities

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

	30 June 2019					30 June 2018				
	Effects of offsetting on the balance sheet			Related amounts not offset		Effects of offsetting on the balance sheet			Related amounts not offset	
	Gross amounts set off in the balance sheet \$'000	Gross amounts presented in the balance sheet \$'000	Net amounts presented in the balance sheet \$'000	Amounts subject to master netting arrange- ments \$'000	Net amounts \$'000	Gross amounts set off in the balance sheet \$'000	Gross amounts presented in the balance sheet \$'000	Net amounts presented in the balance sheet \$'000	Amounts subject to master netting arrange- ments \$'000	Net amounts \$'000
<b>Perpetual Industrial Share Fund</b>										
<b>Financial assets</b>										
Margin accounts	377	-	377	-	377	376	-	376	-	376
<b>Total</b>	<b>377</b>	<b>-</b>	<b>377</b>	<b>-</b>	<b>377</b>	<b>376</b>	<b>-</b>	<b>376</b>	<b>-</b>	<b>376</b>

Perpetual Global Share Fund did not hold financial assets or liabilities subject to offsetting arrangements as at 30 June 2019 and 30 June 2018.

*Master netting arrangement - not currently enforceable*

Agreements with derivative counterparties are based on the ISDA Master Agreements. Under the terms of these arrangements, only where certain credit events occur (such as default), the net position owing/receivable to a single counterparty in the same currency will be taken as owing and all the relevant arrangements terminated. As the Scheme does not presently have a legally enforceable right of set-off, these amounts have not been offset in the balance sheets, but have been presented separately in this note.

## **16 Derivative financial instruments**

A derivative is a financial instrument or other contract which is settled at a future date and whose value changes in response to the change in a specified interest rate, financial instrument price, commodity price, foreign currency exchange rates, index of prices or rates, credit rating or credit index or other variables.

Derivative financial instruments require no initial net investment or an initial net investment that is smaller than would be required for other types of contracts that would be expected to have a similar response to changes in market factors.

Derivative transactions include many different instruments such as foreign exchange forward contracts, futures and options. Derivatives are considered to be part of the investment process and the use of derivatives is an essential part of the Schemes' portfolio management. Derivatives are not managed in isolation. Consequently, the use of derivatives is multifaceted and includes:

- hedging to protect an asset or liability of the Schemes against a fluctuation in market values or to reduce volatility;
- a substitution for trading of physical securities; and
- adjusting asset exposures within the parameters set in the investment strategy, and adjusting the duration of fixed interest portfolios or the weighted average maturity of cash portfolios.

While derivatives are used for trading purposes, they are not used to gear (leverage) a portfolio. Gearing a portfolio would occur if the level of exposure to the markets exceeds the underlying value of the Schemes.

As at the reporting date, there were no derivative financial instruments held by Perpetual Global Share Fund (2018: nil).

Perpetual Industrial Share Fund held the following derivative instrument during the year:

### **Foreign exchange forward contracts**

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

### **Risk exposure and fair value measurements**

Information about the Schemes' exposure to financial risks and the methods and assumptions used in determining fair values is provided in note 14. The maximum exposure to credit risk at the end of the reporting period is the carrying amount of the derivative financial instruments.

## **17 Events occurring after the reporting period**

No significant events have occurred since the reporting date which would have impact on the financial position of the Schemes disclosed in the balance sheets as at 30 June 2019 or on the results and cash flows of the Schemes for the year ended on that date.

## **18 Contingent assets, liabilities and commitments**

There were no outstanding contingent assets, liabilities or commitments as at 30 June 2019 and 30 June 2018.

## Directors' declaration

Perpetual Investment Management Limited presents the Directors' declaration in respect of the following Schemes:

Perpetual International Share Fund  
Perpetual Industrial Share Fund

In the opinion of the directors of Perpetual Investment Management Limited, the Responsible Entity of the Schemes:

- (a) the annual financial statements and notes, set out on pages 7 to 36, are in accordance with the *Corporations Act 2001*, including:
  - (i) complying with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the *Corporations Regulations 2001*; and
  - (ii) giving a true and fair view of the Schemes' financial positions as at 30 June 2019 and of their performances for the financial year ended on that date;
- (b) there are reasonable grounds to believe that the Schemes will be able to pay their debts as and when they become due and payable; and
- (c) note 2(a) confirms that the financial statements comply with International Financial Reporting Standards and Interpretations issued by the International Accounting Standards Board.

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



Director  
Sydney  
18 September 2019



## Independent Auditor's Report

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To the respective unitholders of the following Schemes:

Perpetual International Share Fund; and

Perpetual Industrial Share Fund

For the purpose of this report, the term Scheme and Schemes denote the individual and distinct entity for which the financial information is prepared and upon which our audit is performed. Each is to be read as a singular subject matter.

### Opinions

We have audited the **Financial Reports** of the Schemes.

In our opinion, the accompanying Financial Report of each Scheme is in accordance with the *Corporations Act 2001*, including

- giving a true and fair view of the Scheme's financial position as at 30 June 2019 and of its financial performance for the year ended on that date; and
- complying with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The respective **Financial Reports** of the individual Schemes comprise of:

- Balance sheets as at 30 June 2019
- Statements of comprehensive income, Statements of changes in equity, and Statements of cash flows for the year then ended
- Notes including a summary of significant accounting policies
- Directors' Declarations.



## Basis for opinions

We conducted our audits in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report.

We are independent of the Schemes in accordance with the *Corporations Act 2001* and the relevant ethical requirements of *the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants* (the Code). We have fulfilled our other ethical responsibilities in accordance with the Code.

## Other Information

Other Information is financial and non-financial information in the issuer of the respective Scheme's annual reporting which is provided in addition to the Financial Report and the Auditor's Report. This includes the Directors' report. The Directors of Perpetual Investment Management Limited (the Responsible Entity) are responsible for the Other Information.

Our opinions on the Financial Reports do not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audits of the Financial Reports, our responsibility is to read the Other Information. In doing so, we consider whether the Other Information is materially inconsistent with the Financial Reports or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

We are required to report if we conclude that there is a material misstatement of this Other Information, and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report.

## Responsibilities of the Directors for the Financial Reports

The Directors of Perpetual Investment Management Limited (the Responsible Entity) are responsible for:

- preparing the Financial Reports that give a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001*;
- implementing necessary internal control to enable the preparation of the Financial Reports that give a true and fair view and are free from material misstatement, whether due to fraud or error; and



- assessing the Schemes' ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Schemes or to cease operations, or have no realistic alternative but to do so.

### Auditor's responsibilities for the audits of the Financial Reports

Our objective is:

- to obtain reasonable assurance about whether the Financial Reports as a whole are free from material misstatement, whether due to fraud or error; and
- to issue an Auditor's Report that includes our opinions.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Reports.

A further description of our responsibilities for the audits of the Financial Reports is located at the *Auditing and Assurance Standards Board* website at: [http://www.auasb.gov.au/auditors\\_responsibilities/ar4.pdf](http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf). This description forms part of our Auditor's Report.

KPMG

Jessica Davis

*Partner*

Sydney

18 September 2019



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