

A close-up photograph of several kiwi fruits. Some are whole with their characteristic brown, fuzzy skin, while others are sliced in half, revealing the vibrant green flesh and black seeds. The fruits are resting on a green mesh net, which is visible in the foreground and background. The lighting is soft, highlighting the textures of the fruit and the net.

ANNUAL REPORT 2023.

Income and Wholesale Funds

Tynda  **am**

Tyndall Australian Equities Trusts

Annual financial reports - 30 June 2023



Tyndall Australian Equities Trusts

Annual financial reports - 30 June 2023

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Directors' report

The directors of Yarra Funds Management Limited (ABN: 63 005 885 567; AFSL: 230251), the responsible entity ("Responsible Entity") of the managed investment schemes (the "Schemes") listed below, present their report together with the annual financial reports of the Schemes for the year ended 30 June 2023.

	ARSN
Tyndall Australian Share Wholesale Fund	090 089 562
Tyndall Australian Share Income Fund	133 980 819

Principal activities

The Schemes primarily invest in a range of securities listed on the Australian Securities Exchange and cash. The Schemes can utilise derivative financial instruments to gain or reduce market exposure. This is in accordance with the governing documents of the Schemes.

The Schemes did not have any employees during the year.

Directors

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

Priscilla Boreham	
Roy Keenan	
Jennifer Horrigan	
Vito D'Introno	(Resigned 1 May 2023)
Naomi Edwards	(Appointed 1 May 2023)
Edward Eason	(Appointed 1 May 2023)

Directors' report (continued)

Review and results of operations

There have been no significant changes to the operations of the Schemes since the previous financial year.

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, are as follows:

Results

	Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
	Year ended		Year ended	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
	\$'000	\$'000	\$'000	\$'000
Operating profit/(loss)	58,129	11,233	15,748	(997)
Distributions paid and payable	41,102	67,982	7,187	11,258
Distributions - cents per unit (CPU)	17.4564	26.2160	6.3250	10.0312

Recent geo-political uncertainty, including conflict, political uncertainty and related tensions, have significantly impacted financial markets, commodity prices and global trade. Whilst not directly impacted by any such events, the Schemes' assets have been subject to valuation movements as a result of market uncertainties. The Responsible Entity continues to monitor the effects of unfolding events and will continue to actively manage the Schemes' asset portfolio in response to relevant developments.

Significant changes in state of affairs

On 20 March 2023, the responsibility for the Schemes was transferred from Yarra Investment Management Limited to Yarra Funds Management Limited, following Yarra Investment Management Limited's cessation of regulated activities and return of its Australian Financial Services License. The relationship and arrangements under the Responsible Entity agreement have remained consistent throughout the year.

In the opinion of the directors, there were no other significant changes in the state of affairs of the Schemes that occurred during the year ended 30 June 2023.

Directors' report (continued)

Combining registered scheme financial reports

The Schemes are of a kind referred to in the *ASIC Corporations (Related Scheme Reports) Instrument 2015/839* issued by the Australian Securities and Investments Commission. This ASIC Corporations Instrument enables the Responsible Entity to combine the financial reports for the Schemes in adjacent columns in a single financial report. Amounts have been combined in the financial reports and the directors' report in accordance with this ASIC Corporations Instrument.

Matters subsequent to the end of the year

No matter or circumstance has arisen since 30 June 2023, 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.

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.

The results of the Schemes' operations will be affected by a number of factors, including the performance of investment markets in which the Schemes invest. 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.

Indemnification and insurance of the Responsible Entity, directors and auditors

No insurance premiums are paid for out of the assets of the Schemes in regards to insurance cover provided to the Responsible Entity, directors or the auditors of the Schemes. As long as the Responsible Entity acts in accordance with the Schemes' Constitutions and the Law, the Responsible Entity remains fully indemnified out of the assets of the Schemes against losses incurred while acting on behalf of the Schemes. The auditors of the Schemes are in no way indemnified out of the assets of the Schemes.

Directors' report (continued)

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

Fees paid to the Responsible Entity and its associates out of Schemes property during the year are disclosed in note 14.

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

Environmental regulation

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

Rounding

The Schemes are of a kind referred to in *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191* issued by the Australian Securities and Investments Commission relating to the "rounding" of amounts in the directors' report and financial reports. Amounts in the directors' report and financial reports for the Schemes have been rounded to the nearest thousand dollars in accordance with that ASIC Corporations Instrument, unless otherwise stated.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 7.

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



Roy Keenan
Director

Melbourne
25 September 2023

26 September 2023

The Board of Directors
Yarra Funds Management Limited as Responsible Entity for
the Tyndall Australian Equities Trusts, comprising:
Tyndall Australian Share Wholesale Fund; and
Tyndall Australian Share Income Fund
Level 19, 101 Collins Street
Melbourne VIC 3000

Dear Directors,

Auditor's Independence Declaration – Tyndall Australian Equities Trusts

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Yarra Funds Management Limited, the Responsible Entity, regarding the financial reports for the Tyndall Australian Equities Trusts, comprising Tyndall Australian Share Wholesale Fund and Tyndall Australian Share Income Fund.

As lead audit partner for the audit of the financial reports of the Tyndall Australian Equities Trusts for the financial year ended 30 June 2023, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the Corporations Act 2001 in relation to the audits; and
- (ii) any applicable code of professional conduct in relation to the audits.

Liability limited by a scheme approved under Professional Standards Legislation.

Member of Deloitte Asia Pacific Limited and the Deloitte organisation.

Yours faithfully

A handwritten signature in black ink that reads "Deloitte Touche Tohmatsu". The signature is written in a cursive, flowing style.

DELOITTE TOUCHE TOHMATSU

A handwritten signature in black ink that reads "Kuziow". The signature is written in a cursive, flowing style.

Adam Kuziow
Partner
Chartered Accountants

Statements of comprehensive income

	Notes	Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
		Year ended		Year ended	
		30 June 2023 \$'000	30 June 2022 \$'000	30 June 2023 \$'000	30 June 2022 \$'000
Investment income					
Interest income		285	1	112	-
Dividends/trust distributions		28,645	40,384	8,570	12,756
Net gains/(losses) on financial instruments at fair value through profit or loss	5	34,357	(22,388)	8,558	(12,241)
Other income		-	28	-	-
Total net investment income/(loss)		63,287	18,025	17,240	515
Expenses					
Responsible Entity's fees	14	4,701	5,764	1,290	1,319
Transaction costs		444	648	202	185
Withholding tax expense		13	380	-	8
Total expenses		5,158	6,792	1,492	1,512
Operating profit/(loss)		58,129	11,233	15,748	(997)
Profit/(loss) for the year		58,129	11,233	15,748	(997)
Other comprehensive income for the year		-	-	-	-
Total comprehensive income/(loss) for the year		58,129	11,233	15,748	(997)

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

Statements of financial position

		Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
		As at		As at	
		30 June	30 June	30 June	30 June
		2023	2022	2023	2022
		\$'000	\$'000	\$'000	\$'000
	Notes				
Assets					
Cash and cash equivalents	8	18,224	8,532	3,826	857
Applications receivable		38	229	212	57
Receivables		2,414	2,909	1,103	717
Margin accounts		-	-	443	-
Financial assets at fair value through profit or loss	6	521,569	609,001	148,892	142,533
Total assets		542,245	620,671	154,476	144,164
Liabilities					
Distributions payable	4	25,995	56,168	2,269	4,813
Redemptions payable		236	299	384	263
Other payables		481	1,263	106	218
Financial liabilities at fair value through profit or loss	7	-	-	105	-
Total liabilities		26,712	57,730	2,864	5,294
Net assets attributable to unitholders - equity	3	515,533	562,941	151,612	138,870

The above statements of financial position should be read in conjunction with the accompanying notes.

Statements of changes in equity

	Notes	Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
		Year ended		Year ended	
		30 June 2023 \$'000	30 June 2022 \$'000	30 June 2023 \$'000	30 June 2022 \$'000
Total equity at the beginning of the year		562,941	-	138,870	-
Reclassification due to AMIT Tax Regime reassessment*	1, 3	-	735,979	-	159,247
Comprehensive income for the year					
Profit/(loss) for the year		58,129	11,233	15,748	(997)
Other comprehensive income		-	-	-	-
Total comprehensive income/(loss) for the year		58,129	11,233	15,748	(997)
Transactions with unitholders					
Applications	3	45,939	60,329	30,542	22,565
Redemptions	3	(140,516)	(189,984)	(28,182)	(32,337)
Units issued upon reinvestment of distributions	3	30,142	13,366	1,821	1,650
Distributions paid and payable	3	(41,102)	(67,982)	(7,187)	(11,258)
Total transactions with unitholders		(105,537)	(184,271)	(3,006)	(19,380)
Total equity at the end of the year		515,533	562,941	151,612	138,870

*Effective from 1 July 2021, the Schemes' units have been reclassified from a financial liability to equity. Refer to notes 1 and 3 for further details.

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

Statements of cash flows

	Notes	Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
		Year ended		Year ended	
		30 June 2023 \$'000	30 June 2022 \$'000	30 June 2023 \$'000	30 June 2022 \$'000
Cash flows from operating activities					
Proceeds from sale of financial instruments at fair value through profit or loss		234,760	301,728	73,365	76,516
Purchase of financial instruments at fair value through profit or loss		(113,684)	(186,546)	(71,706)	(71,141)
Dividends/trust distributions received		29,163	40,810	8,192	13,002
Other income received		-	28	-	-
Interest received		286	-	112	-
Payment of expenses		(5,251)	(5,441)	(1,410)	(1,252)
Net cash inflows/(outflows) from operating activities	9(a)	145,274	150,579	8,553	17,125
Cash flows from financing activities					
Proceeds from applications by unitholders		46,130	60,334	30,387	22,766
Payments for redemptions by unitholders		(140,579)	(190,250)	(28,061)	(32,397)
Distributions paid		(41,133)	(17,723)	(7,910)	(7,822)
Net cash inflows/(outflows) from financing activities		(135,582)	(147,639)	(5,584)	(17,453)
Net increase/(decrease) in cash and cash equivalents		9,692	2,940	2,969	(328)
Cash and cash equivalents at beginning of the year		8,532	5,592	857	1,185
Cash and cash equivalents at the end of the year	8	18,224	8,532	3,826	857
Non-cash financing activities	9(b)	30,142	13,366	1,821	1,650

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

1 General information

The annual financial reports cover the following schemes ("the Schemes") as individual entities, each constituted pursuant to the following separate Constitutions and limited to a period of 80 years unless terminated earlier under the provisions of their Constitutions:

Schemes	Date of Constitution	Date of Termination
Tyndall Australian Share Wholesale Fund	6 March 1995	5 March 2075
Tyndall Australian Share Income Fund	11 November 2008	10 November 2088

The Responsible Entity of the Schemes is Yarra Fund Management Limited (the "Responsible Entity"). The Responsible Entity's registered office is Level 19, 101 Collins Street, Melbourne VIC 3000.

On 20 March 2023, the Trustee, Yarra Investment Management Limited ceased operations and the trusteeship changed to Yarra Funds Management Limited. At this date, the investment management service was also transferred from Yarra Investment Management Limited to Yarra Funds Management Limited. The relationship and arrangements under the Trustee agreement have remained consistent throughout the year.

Prior to 1 July 2021, units in the Schemes were classified as liabilities. During the 2022 financial year, the Responsible Entity reassessed the classification of units in the Schemes, and due to the wording included in the Schemes' Constitutions and Product Disclosure Statements concluded that the units satisfy the definition of a puttable instrument requiring classification as equity in accordance with AASB 132 *Financial Instruments: Presentation*. This reclassification has been applied in the financial report prospectively, with effect from 1 July 2021. The change in classification of units did not impact the net assets attributable to unitholders. Subsequent to the reclassification, distributions to unitholders are treated as an equity transaction rather than a finance cost.

The annual financial reports were authorised for issue by the directors on 25 September 2023. The directors of the Responsible Entity have the power to amend and reissue the annual financial reports.

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

(a) Basis of preparation

These general purpose annual reports have been prepared on a going concern basis in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001* in Australia. The Schemes are for-profit unit trust for the purpose of preparing the annual financial reports.

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

2 Summary of significant accounting policies

(a) Basis of preparation (continued)

The statements of financial position are presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and do not distinguish between current and non-current. All balances are expected to be recovered or settled within twelve months, except for financial assets and liabilities at fair value through profit or loss and net assets attributable to unitholders. The Schemes manage financial assets at fair value through profit or loss based on the economic circumstances at any given point in time, as well as to meet any liquidity requirements. As such, it is expected that a portion of their portfolios will be realised within 12 months, however, an estimate of that amount cannot be determined as at balance date. In the case of net assets attributable to unitholders, the units are redeemed on demand at the unitholder's option. However, holders of these instruments typically retain them for the medium to long term. As such, the amount expected to be settled within 12 months cannot be reliably determined.

Compliance with International Financial Reporting Standards

The annual financial reports of the Schemes also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

(b) Financial instruments

(i) Classification

The Schemes' investments are classified as at fair value through profit or loss.

These are investments in options, listed equity securities and listed unit trusts.

(ii) Recognition/derecognition

The Schemes recognise financial assets and financial liabilities on the date they become party to the contractual agreement (trade date) and recognise changes in fair value of the financial assets or financial liabilities from this date. Classification and measurement of securities is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Investments are derecognised when the right to receive cash flows from the investments have expired or the Schemes have transferred substantially all risks and rewards of ownership.

2 Summary of significant accounting policies (continued)

(b) Financial instruments (continued)

(iii) Measurement

At initial recognition, the Schemes measure financial instruments at its fair value. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the statements of comprehensive income.

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

The fair value of financial assets and liabilities traded in active markets is subsequently based on their quoted market prices at the end of the reporting period without any deduction for estimated future selling costs. The quoted market price used for financial assets held by the Schemes are the last traded prices and the quoted market prices for financial liabilities are the current asking prices.

The fair value of financial assets and liabilities that are not traded in an active market is determined using valuation techniques. Accordingly, there may be a difference between the fair value at initial recognition and amounts determined using a valuation technique. If such a difference exists, the Schemes recognise the difference in the statements of comprehensive income to reflect a change in factors, including time, that market participants would consider in setting a price.

Further details on how the fair values of financial instruments are determined are disclosed in note 12.

(iv) Offsetting financial instruments

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

(c) Investment income

Interest income is recognised on a time apportioned basis using the effective interest method. It mainly includes interest income from cash and cash equivalents.

Dividends are recognised on the ex-dividend date with any related foreign withholding tax recorded as an expense. The Schemes currently incur withholding tax imposed by certain countries on investment income. Such income is recorded gross of withholding tax in the statements of comprehensive income.

Trust distributions are recognised on an entitlements basis.

2 Summary of significant accounting policies (continued)

(d) Expenses

All expenses are recognised in the statements of comprehensive income on an accruals basis.

(e) Distributions

The Schemes distribute their distributable income adjusted for amounts determined by the Responsible Entity in accordance with the Schemes' Constitutions to unitholders in the form of cash or via the issuance of units upon a reinvestment of distributions. The Schemes' distributions are classified as distributions paid and payable in the statements of changes in equity. Distributions paid are included in cash flows from financing activities in the statements of cash flows.

(f) Cash and cash equivalents

For the purpose of presentation in the statements of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities 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, and bank overdrafts. Where relevant, bank overdrafts are shown as liabilities in the statements of financial position.

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

(g) Margin accounts

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.

2 Summary of significant accounting policies (continued)

(h) Receivables

Receivables may include amounts for dividends, interest and trust distributions. Dividends and trust distributions are accrued when the right to receive payment is established. Interest is accrued at the end of each reporting period from the time of last payment in accordance with the policy set out in note 2(c) above. Amounts are generally received within 30 days of being recorded as receivables.

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 amounts due from broker 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.

(i) Payables

Payables include liabilities and accrued expenses owing by the Schemes which are unpaid as at the end of the reporting period.

Trades are recorded on trade date, and normally settled in line with market conventions. Purchases of financial instruments that are unsettled at the end of each reporting period are included in payables.

The distribution amount payable to unitholders as at the end of each reporting period is recognised separately on the statements of financial position when unitholders are presently entitled to the distributable income.

(j) Net assets attributable to unitholders

The units in the Schemes represent puttable financial instruments and are redeemable at the unitholders' option, however, 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 the unitholders.

The units are carried at the redemption amount that is payable at the statements of financial position date if the unitholder exercises the right to put the unit back to the Schemes. This amount represents the expected cash flows on redemption of these units.

2 Summary of significant accounting policies (continued)

(j) Net assets attributable to unitholders (continued)

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

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

The units in the Schemes satisfy these requirements, and consequently net assets attributable to unitholders are classified as equity. Units in the Schemes can generally be redeemed at any time for cash equal to a proportionate share of the Schemes' net asset values, subject to restrictions on withdrawals as disclosed in the governing documents.

(k) Applications and redemptions

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

(l) Goods and Services Tax ("GST")

Revenues, expenses and assets are recognised net of amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office ("ATO"). In these circumstances, the GST is recognised as part of the cost of acquisition of the assets or as part of the expense.

With respect to disclosures in the statements of financial position, payables are stated with the amount of GST included, while the net amount of GST recoverable from the ATO is included as a receivable.

Cash flows relating to GST are included in the statements of cash flows on a gross basis.

(m) Foreign currency translation

Functional and presentation currency

Items included in the Schemes' annual financial reports are measured using the currency of the primary economic environment in which it operates (the "functional currency"). This is the Australian dollar, which reflects the currency of the economy in which the Schemes compete for funds, primarily invests and is regulated. The Australian dollar is also the Schemes' presentation currency.

2 Summary of significant accounting policies (continued)

(n) Use of judgements and estimates

The preparation of the financial reports in conformity with Australian Accounting Standards requires the Responsible Entity to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from the judgements and estimates made and assumptions applied.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In the process of preparing the financial reports of the Schemes and in the application of the Schemes' accounting policies, the Responsible Entity is of the opinion that there are no areas of significant estimation uncertainty or material judgement that have been exercised and is expected to have a significant effect on the amounts recognised within the financial reports.

(o) Income tax

Under current legislation, the Schemes are not subject to income tax provided they attribute the entirety of their taxable income to their unitholders.

The benefit of imputation credits and foreign tax paid is passed on to unitholders.

(p) New accounting standards and interpretations

(i) *New and amended standards adopted by the Schemes*

There are no standards, interpretations or amendments to existing standards that are effective for the first time for the financial year beginning 1 July 2022 that have a material impact on the amounts recognised in the prior periods or will affect the current or future periods.

(ii) *New standards and interpretations not yet adopted*

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 July 2023 and have not been early adopted in preparing this annual financial reports. These new standards, amendments to standards and interpretations are not expected to have a material impact on the future annual financial reports of the Schemes.

(q) Rounding

The Schemes are of a kind referred to in *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191* issued by the Australian Securities and Investments Commission relating to the "rounding" of amounts in the directors' report and financial reports. Amounts in the directors' report and financial reports for the Schemes have been rounded to the nearest thousand dollars in accordance with that ASIC Corporations Instrument, unless otherwise stated.

3 Net assets attributable to unitholders

Under AASB 132 *Financial instruments: Presentation*, puttable financial instruments meet the definition of a financial liability to be classified as equity where certain strict criteria are met. In accordance with AASB 132, the units in the Schemes are classified as equity as they meet all the required features and conditions therein.

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

	Tyndall Australian Share Wholesale Fund				Tyndall Australian Share Income Fund			
	As at		As at		As at		As at	
	30 June 2023 No. of units (000)	30 June 2022 No. of units (000)	30 June 2023 \$'000	30 June 2022 \$'000	30 June 2023 No. of units (000)	30 June 2022 No. of units (000)	30 June 2023 \$'000	30 June 2022 \$'000
Opening balance*	254,714	300,173	562,941	735,979	110,853	116,890	138,870	159,247
Applications	20,148	24,002	45,939	60,329	23,168	16,463	30,542	22,565
Redemptions	(59,815)	(74,902)	(140,516)	(189,984)	(21,325)	(23,721)	(28,182)	(32,337)
Units issued upon reinvestment of distributions	13,545	5,441	30,142	13,366	1,424	1,221	1,821	1,650
Distributions paid and payable	-	-	(41,102)	(67,982)	-	-	(7,187)	(11,258)
Profit/(loss) for the year	-	-	58,129	11,233	-	-	15,748	(997)
Closing balance	228,592	254,714	515,533	562,941	114,120	110,853	151,612	138,870

3 Net assets attributable to unitholders (continued)

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

Capital risk management

The amount of net assets attributable to unitholders can change significantly on a daily basis as the Schemes are subject to 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 for units and to defer or adjust a redemption of units if the exercise of such discretion is in the best interests of unitholders.

4 Distributions to unitholders

The distributions paid and payable for the year were as follows:

	Tyndall Australian Share Wholesale Fund				Tyndall Australian Share Income Fund			
	Year ended		Year ended		Year ended		Year ended	
	30 June 2023 \$'000	30 June 2023 CPU	30 June 2022 \$'000	30 June 2022 CPU	30 June 2023 \$'000	30 June 2023 CPU	30 June 2022 \$'000	30 June 2022 CPU
Distribution paid - September	-	-	-	-	251	0.2197	1,472	1.2768
Distribution paid - December	15,107	6.0848	11,814	4.1645	3,674	3.2510	4,105	3.6346
Distribution paid - March	-	-	-	-	993	0.8658	868	0.7778
Distribution payable - June	25,995	11.3716	56,168	22.0515	2,269	1.9885	4,813	4.3420
	41,102	17.4564	67,982	26.2160	7,187	6.3250	11,258	10.0312

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

	Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
	Year ended		Year ended	
	30 June 2023 \$'000	30 June 2022 \$'000	30 June 2023 \$'000	30 June 2022 \$'000
Financial assets				
Net gains/(losses) on financial assets at fair value through profit or loss	34,357	(22,388)	8,380	(12,241)
Financial liabilities				
Net gains/(losses) on financial liabilities at fair value through profit or loss	-	-	178	-
Total net gains/(losses) on financial instruments at fair value through profit or loss	34,357	(22,388)	8,558	(12,241)

6 Financial assets at fair value through profit or loss

	Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
	As at		As at	
	30 June 2023 \$'000	30 June 2022 \$'000	30 June 2023 \$'000	30 June 2022 \$'000
Financial assets at fair value through profit or loss				
Listed equity securities	507,750	573,062	141,318	130,434
Listed unit trusts	13,819	35,939	7,574	12,099
Total financial assets at fair value through profit or loss	521,569	609,001	148,892	142,533

An overview of the risk exposures and fair value measurements relating to financial assets at fair value through profit or loss is included in notes 11 and 12.

7 Financial liabilities at fair value through profit or loss

	Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
	As at		As at	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
	\$'000	\$'000	\$'000	\$'000
Financial liabilities at fair value through profit or loss				
Options	-	-	105	-
Total financial liabilities at fair value through profit or loss	-	-	105	-

An overview of the risk exposures and fair value measurements relating to financial liabilities at fair value through profit or loss is included in notes 11 and 12.

8 Cash and cash equivalents

	Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
	As at		As at	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
	\$'000	\$'000	\$'000	\$'000
Cash at bank	18,224	8,532	3,826	857

9 Reconciliation of profit/(loss) to net cash inflows/(outflows) from operating activities

	Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
	Year ended		Year ended	
	30 June	30 June	30 June	30 June
	2023	2022	2023	2022
	\$'000	\$'000	\$'000	\$'000
(a) Reconciliation of profit/(loss) to net cash inflows/(outflows) from operating activities				
Profit/(loss) for the year	58,129	11,233	15,748	(997)
Proceeds from sale of financial instruments at fair value through profit or loss	234,760	301,728	73,365	76,516
Purchase of financial instruments at fair value through profit or loss	(113,684)	(185,897)	(71,706)	(70,952)
Net (gains)/losses on financial instruments at fair value through profit or loss	(34,357)	22,388	(8,558)	12,241
Transaction cost	444	-	202	-
Net change in receivables	512	757	(386)	262
Net change in payables	(530)	370	(112)	56
Net cash inflows/(outflows) from operating activities	145,274	150,579	8,553	17,126
(b) Non-cash financing activities				
During the year, the following distribution payments were satisfied by the issue of units under the distribution reinvestment plan	30,142	13,366	1,821	1,650

10 Derivative financial instruments

In the normal course of business the Scheme enters into transactions in various derivative financial instruments which have certain risks. 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 exchange rate, 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 forwards, futures and options. Derivatives are considered to be part of the investment process and the use of derivatives is an essential part of the Scheme's 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 Scheme against a fluctuation in market values or to reduce volatility;
- a substitution for trading of physical securities;
- 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 Scheme.

The Schemes hold the following derivative instruments:

Options

An option is a contractual arrangement under which the seller (writer) grants the purchaser (holder) the right, but not the obligation, either to buy (a call option) or sell (a put option) at or by a set date or during a set period, a specific amount of securities or a financial instrument at a predetermined price. The seller receives a premium from the purchaser in consideration for the assumption of future securities price risk. Options held by the Scheme are exchange-traded. The Scheme is exposed to credit risk on purchased options to the extent of their carrying amount, which is their fair value. Options are settled on a gross basis.

30 June 2023

Tyndall Australian Share Income Fund

	Contract/ notional \$'000	Fair values	
		Assets \$'000	Liabilities \$'000
Options	2,946	-	105

11 Financial risk management

The Schemes' assets principally consist of listed equity securities and listed unit trusts. They hold these investments in accordance with their investment strategy.

The Schemes' investment activities expose them to a variety of financial risks: market risk (including price risk, foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Schemes use different methods to measure different types of risk to which they are exposed. These methods include sensitivity analysis in the case of price, interest rate and foreign exchange risk.

The possible movements in the risk variables presented in the below sensitivity analysis have been determined based on management's best estimate, having regard for a number of factors, including historical changes in security prices. However, actual movements in these risk variables may be more or less significant and historic variations are not a definitive indicator of future variations in the risk variables.

The Board of Directors of the Responsible Entity has overall responsibility for the establishment and oversight of the Schemes' risk management framework. The Schemes' overall risk management program focused on ensuring compliance with the Schemes' Investment Guidelines and seek to maximise the returns derived for the level of risk to which the Schemes is exposed.

(a) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Schemes' income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

(i) Price risk

The Schemes are exposed to price risk from listed equity securities, listed unit trusts and options. This arises from investments held by the Schemes for which prices in the future are uncertain. These investments are classified on the statement of financial position as at fair value through profit or loss.

The investment manager mitigates this price risk through diversification and a careful selection of securities and other financial instruments within specified limits in the Investment Guidelines as follows:

- A minimum of 80% of Tyndall Australian Share Wholesale Fund is invested in securities listed on the Australian Securities Exchange, and up to 10% may be invested in cash. The Scheme measures its performance relative to the S&P/ASX 200 Accumulation Index.
- A minimum of 70% of Tyndall Australian Share Income Fund is invested in securities listed on the Australian Securities Exchange, up to 10% may be invested in International shares, and up to 20% may be invested in cash. The Scheme measures its performance relative to the dividend yield of the S&P/ASX 200 Accumulation Index.

The Schemes' performance with reference to the respective indices is reported to the Board of Directors of the Responsible Entity on a regular basis.

11 Financial risk management (continued)

(a) Market risk (continued)

(i) Price risk (continued)

Sensitivity analysis

The following table summarises the sensitivity of the Schemes' operating profit/(loss) and net assets attributable to unitholders to price risk. The possible movements in the risk variables have been determined based on management's best estimate, having regard to a number of factors, including historical levels of changes in interest rates and foreign exchange rates, 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.

	Impact on operating profit/(loss)/Net assets attributable to unitholders	
	Price risk	
	-25%	+25%
30 June 2023	\$'000	\$'000
Tyndall Australian Share Wholesale Fund	(130,393)	130,393
Tyndall Australian Share Income Fund	(36,487)	36,487

	Impact on operating profit/(loss)/Net assets attributable to unitholders	
	Price risk	
	-25%	+25%
30 June 2022	\$'000	\$'000
Tyndall Australian Share Wholesale Fund	(152,250)	152,250
Tyndall Australian Share Income Fund	(35,633)	35,633

In determining the impact of an increase/decrease in net assets attributable to unitholders arising from market risk, the Responsible Entity has considered prior period and expected future movements of the portfolio information in order to determine a reasonably possible shift in assumptions.

11 Financial risk management (continued)

(a) Market risk (continued)

(ii) Foreign exchange risk

In accordance with the Schemes' Investment Guidelines, the Schemes may not enter into transactions denominated in currencies other than Australian dollars. The Schemes therefore do not have any exposure to currency risk on financial instruments, receivables and liabilities. The functional currency of the Schemes is Australian dollars.

(iii) Interest rate risk

The Schemes' Investment Guidelines permit them to hold a 20% maximum in cash and cash equivalents, therefore the majority of the Schemes' financial assets and liabilities are non-interest bearing. Any excess cash and cash equivalents are invested at short-term market interest rates.

(b) Credit risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Schemes.

Credit risk is controlled by restricting investments to high quality counterparties. The creditworthiness of all counterparties to the Schemes' list of investments is regularly reviewed. Credit risk primarily arises from investments in debt securities and from trading derivative products. Other credit risk arises from cash and cash equivalents, deposits with banks and other financial institutions and amounts due from brokers. The Schemes are not permitted to invest in debt securities, however up to 20% of the value of the Schemes can be held in cash and cash equivalents. No assets of the Schemes were impaired at 30 June 2023 or 30 June 2022, and as a result credit risk is not considered to be a significant risk to the Schemes. The maximum exposure to credit risk at the reporting date is the carrying amount of the financial assets.

(i) Settlement of securities transactions

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. Payment is made once purchase on the securities have been received by the broker. The trade will fail if either party fails to meet its obligations.

(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-1 or higher as determined by Standard & Poor's (S&P) (2022: A-1).

In accordance with the Schemes' policy, the Schemes' cash position is monitored on a daily basis.

11 Financial risk management (continued)

(b) Credit risk (continued)

(iii) Other

The clearing and depository operations for the Schemes' security and derivatives transactions are mainly concentrated with one counterparty, Citigroup Pty Ltd (2022: BNP Paribas Securities Services). Citigroup Pty Ltd is a member of a major securities exchange, and at 30 June 2023 had a credit rating of A (S&P) and A3 (Moody's) (2022: BNP Paribas Securities Services; A (S&P) and A3 (Moody's)). At 30 June 2023, substantially all cash and cash equivalents, balances due from broker and investments are held in custody by Citigroup Pty Ltd (2022: BNP Paribas Securities Services).

(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 redemptions of redeemable units. The Schemes therefore primarily hold investments that are traded in an active market and can be readily disposed. The Schemes' listed securities are considered readily realisable, as they are listed on the Australian Securities Exchange.

Investments in unlisted unit trusts expose the Schemes to the risk that the Responsible Entity or investment manager of those trusts may be unable to fulfill the redemption requests within the timeframe requested by the Schemes.

The Schemes maintain adequate liquidity to pay withdrawals and distributions within the timeframes outlined in the Constitutions. This is achieved by retaining sufficient liquid assets or access to other forms of liquidity to cover immediate liquidity requirements.

All financial liabilities of the Schemes have contractual maturities of less than 12 months.

12 Fair value measurement

The Schemes measure and recognise the following assets and liabilities at fair value on a recurring basis:

- Financial assets / liabilities at fair value through profit or loss (FVTPL).

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

12 Fair value measurements (continued)

(a) Fair value hierarchy

Classification of financial assets and financial liabilities

The Schemes classify fair value measurements using a fair value hierarchy 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).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. For this purpose, the significance of an input is assessed against the fair value measurement in its entirety. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a level 3 measurement. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgment, considering factors specific to the asset or liability.

The determination of what constitutes 'observable' requires significant judgment by the Responsible Entity. The Responsible Entity considers observable data to be that market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

(i) Fair value in an active market

The fair value of financial assets and liabilities traded in active markets is based on their quoted market prices at the end of the reporting period without any deduction for estimated future selling costs.

The Schemes value their investments in accordance with the accounting policies set out in note 2. For the majority of their investments, the Schemes rely on information provided by independent pricing services for the valuation of their investments.

The quoted market price used for financial assets held by the Schemes are the last traded price; the appropriate quoted market price for financial liabilities is the current asking price. When the Schemes hold derivatives with offsetting market risks, they use mid-market prices as a basis for establishing fair values for the offsetting risk positions and applies this bid or asking price to the net open position, as appropriate.

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.

12 Fair value measurements (continued)

(a) Fair value hierarchy (continued)

Classification of financial assets and financial liabilities (continued)

(ii) Fair value in an inactive or unquoted market

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

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

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

The fair value of derivatives that are not exchange traded is estimated at the amount that the Schemes would receive or pay 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. A forward contract is valued at the forward rate and the fair value of an option contract is determined by applying the Black Scholes option valuation model.

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

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

The output of a model is always an estimate or approximation of a value that cannot be determined with certainty, and valuation techniques employed may not fully reflect all factors relevant to the positions the Schemes hold.

12 Fair value measurements (continued)

(a) Fair value hierarchy (continued)

Recognised fair value measurements

The table below sets out the Schemes' financial assets and liabilities measured at fair value according to the fair value hierarchy at 30 June 2023 and 30 June 2022:

	Tyndall Australian Share Wholesale Fund				Tyndall Australian Share Income Fund			
As at 30 June 2023	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Financial assets at fair value through profit or loss								
Listed equity securities	507,750	-	-	507,750	141,318	-	-	141,318
Listed unit trusts	13,819	-	-	13,819	7,574	-	-	7,574
Total financial assets at fair value through profit or loss	521,569	-	-	521,569	148,892	-	-	148,892
Financial liabilities at fair value through profit or loss:								
Options	-	-	-	-	105	-	-	105
Total financial liabilities at fair value through profit or loss	-	-	-	-	105	-	-	105

	Tyndall Australian Share Wholesale Fund				Tyndall Australian Share Income Fund			
As at 30 June 2022	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Financial assets at fair value through profit or loss								
Listed equity securities	573,062	-	-	573,062	130,434	-	-	130,434
Listed unit trusts	35,939	-	-	35,939	12,099	-	-	12,099
Total financial assets at fair value through profit or loss	609,001	-	-	609,001	142,533	-	-	142,533

Investments whose values are based on quoted market prices in active markets, and therefore classified within level 1, include listed equity securities and listed unit trusts.

12 Fair value measurements (continued)

(b) Disclosed fair values

For all financial instruments other than those measured at fair value their carrying value approximates fair value.

(c) Valuation techniques used to derive level 2 and level 3 fair values

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Valuation techniques used to value financial instruments include:

- The use of quoted market prices or dealer quotes for similar instruments where available.
- The use of redemption values for investments in other unlisted unit trusts as reported by the investment manager of such trusts.
- The fair value of financial assets and liabilities that are not traded in an active market is determined using valuation techniques. These include use of recent arm's length market transaction, historical transaction values, reference to the current fair value of a substantially similar other instrument that provide a reliable estimate of prices obtained in active market transactions.

13 Remuneration of auditors

During the year the following fees were paid or payable by the Responsible Entity for services provided by the auditor of the Schemes:

	Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
	Year ended		Year ended	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
	\$	\$	\$	\$
<i>Audit and other assurance services</i>				
Audit and review of financial statements	15,290	15,510	15,290	15,510
Other assurance services	4,675	3,630	4,675	3,630
Total remuneration for audit and other assurance services	<u>19,965</u>	<u>19,140</u>	<u>19,965</u>	<u>19,140</u>
Total remuneration*	<u>19,965</u>	<u>19,140</u>	<u>19,965</u>	<u>19,140</u>

* The fees disclosed above are GST inclusive.

14 Related party transactions

Key management personnel unitholdings

At 30 June 2023, no key management personnel held units in the Schemes (2022: Nil).

Key management personnel compensation

The directors of the Responsible Entity have been paid by a related party of the Responsible Entity. Payments made from the Schemes to the Responsible Entity do not include any amounts directly attributable to the compensation of key management personnel.

Key management personnel loan disclosures

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.

Other transactions with key management personnel

No key management personnel have entered into a material contract with the Schemes during the financial year and there were no material contracts involving key management personnel's interests existing at year end.

Responsible Entity's fees and other transactions

All related party transactions are conducted on normal commercial terms and conditions. The transactions during the year and amounts payable at year end between the Schemes and the Responsible Entity were as follows:

	Tyndall Australian Share Wholesale Fund		Tyndall Australian Share Income Fund	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
	\$	\$	\$	\$
Responsible Entity's fees* earned	<u>4,701,081</u>	5,763,664	<u>1,289,969</u>	1,318,874
Responsible Entity's fees* payable	<u>402,336</u>	931,657	<u>105,981</u>	218,125

* Includes amounts paid to the Responsible Entity for third party expenses it has incurred, for which it is entitled to be reimbursed.

14 Related party transactions (continued)

Related party unitholdings

There are no related party holdings for Tyndall Australian Share Income Fund.

Holdings in the Schemes by the Responsible Entity or other related parties as follows:

Tyndall Australian Share Wholesale Fund

2023

Unitholder	No. of units held opening (Units)	No. of units held closing (Units)	Fair value of investment (\$)	Interest held (%)	No. of units acquired (Units)	No. of units disposed (Units)	Distributions paid/payable by the Scheme (\$)
Yarra Growth Fund	8,850,404	8,704,975	19,632,331	3.81%	1,139,056	1,284,485	1,574,468

2022

Unitholder	No. of units held opening (Units)	No. of units held closing (Units)	Fair value of investment (\$)	Interest held (%)	No. of units acquired (Units)	No. of units disposed (Units)	Distributions paid/payable by the Scheme (\$)
Yarra Growth Fund	10,050,002	8,850,404	19,517,453	3.47	430,637	1,630,235	2,364,593
Yarra Conservative Fund	773,000	-	-	-	20,000	793,000	-
Yarra Balanced Fund	877,000	-	-	-	23,000	900,000	-

*During the prior financial year both Yarra Conservative Fund and Yarra Balanced Fund were wound up. Ahead of commencing their wind up all interests in the Scheme were disposed of and as such there was no interests held by either entity in the Scheme as at 30 June 2022 or 30 June 2023.

Investments in unlisted unit trusts

The Schemes did not hold any investments in Yarra Funds Management Limited or its related parties during the year.

15 Events occurring after the end of the reporting period

No significant events have occurred since the end of the reporting period which would impact on the financial position of the Schemes disclosed in the statements of financial position as at 30 June 2023 or on the results and cash flows of the Schemes for the year ended on that date.

16 Contingent assets and liabilities and commitments

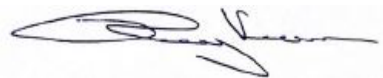
There are no outstanding contingent assets, liabilities or commitments as at 30 June 2023 and 30 June 2022.

Directors' declaration

In the opinion of the directors of the Responsible Entity:

- (a) the annual financial reports and notes set out on pages 9 to 37 are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the Schemes' financial positions as at 30 June 2023 and of their performance for the year ended on that date; and
- (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.
- (c) Note 2(a) confirms that the financial statements comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

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



Roy Keenan
Director

Melbourne
25 September 2023

Independent Auditor's Report to the Unitholders of Tyndall Australian Equities Trusts

Opinion

We have audited the financial reports of the Tyndall Australian Equities Trusts (the "Booklet") which comprises the Tyndall Australian Share Wholesale Fund and the Tyndall Australian Share Income Fund (the "Schemes"). The financial reports comprise the statements of financial position as at 30 June 2023, the statements of comprehensive income, the statements of changes in equity and the statements of cash flows for the year then ended, and notes to the financial reports, including material accounting policy information and other explanatory information, and the Directors' declaration.

In our opinion, the accompanying financial reports of the Schemes are in accordance with the Corporations Act 2001, including:

- Giving a true and fair view of the Schemes' financial positions as at 30 June 2023 and of their financial performance for the year then ended; and
- Complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Reports section of our report. We are independent of the Schemes 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 reports in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of Yarra Funds Management Limited (the "Responsible Entity"), would be in the same terms if given to the directors as at the time of this auditor's report.

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

Liability limited by a scheme approved under Professional Standards Legislation.

Member of Deloitte Asia Pacific Limited and the Deloitte organisation.

Other Information

The directors of the Responsible Entity (the "directors") are responsible for the other information. The other information comprises the information included in the Directors' report for the year ended 30 June 2023, but does not include the financial reports and our auditor's report thereon.

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

In connection with our audit of the financial reports, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial reports or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Reports

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

In preparing the financial reports, the directors are responsible for assessing the ability of the Schemes to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Schemes or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Reports

Our objectives are 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 opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial reports.

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

- Identify and assess the risks of material misstatement of the financial reports, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Schemes' internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

A close-up photograph of a bee on a white flower, with a blurred background of more flowers and greenery. The image is used as a background for the report cover.

ANNUAL REPORT 2023.

Australian Small Companies Fund

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Tyndall Australian Small Companies Fund

ARSN 665 798 747

Annual financial report - for the period 20 March 2023 to 30 June 2023



YARRA
CAPITAL MANAGEMENT

Tyndall Australian Small Companies Fund

ARSN 665 798 747

Annual financial report - for the period 20 March 2023 to 30 June 2023

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Directors' report

The directors of Yarra Funds Management Limited (ABN: 63 005 885 567; AFSL: 230251), the responsible entity ("Responsible Entity") and the investment manager ("Investment Manager") of the Tyndall Australian Small Companies Fund ("the Scheme"), present their report together with the annual financial report of the Scheme for the period from 20 March 2023 to 30 June 2023.

Principal activities

The Scheme primarily invests in a range of securities listed on the Australian Securities Exchange and cash. The Scheme can utilise derivative financial instruments, such as futures contracts, to gain or reduce market exposure. This is in accordance with the governing documents of the Scheme.

The Scheme did not have any employees during the period.

Directors

The following persons held office as directors of Yarra Funds Management Limited during the period or since the end of the period and up to the date of this report:

Priscilla Boreham	
Roy Keenan	
Jennifer Horrigan	
Vito D'Introno	(Resigned 1 May 2023)
Naomi Edwards	(Appointed 1 May 2023)
Edward Eason	(Appointed 1 May 2023)

Review and results of operations

During the period, the Scheme continued to invest in accordance with target asset allocations as set out in the governing documents of the Scheme and in accordance with the provisions of the Scheme's Constitution

Results

	For the period 20 March 2023 to 30 June 2023 \$
Operating profit/(loss)	<u>50,519</u>
Distribution paid and payable	<u>9,750</u>
Distributions - cents per unit (CPU)	<u>0.8072</u>

Recent geo-political uncertainty, including conflict, political uncertainty and related tensions, have significantly impacted financial markets, commodity prices and global trade. Whilst not directly impacted by any such events, the Scheme's assets have been subject to valuation movements as a result of market uncertainties. The Responsible Entity continues to monitor the effects of unfolding events and will continue to actively manage the Scheme's asset portfolio in response to relevant developments.

Directors' report (continued)

Significant changes in state of affairs

In the opinion of the directors, there were no significant changes in the state of affairs of the Scheme that occurred during the period 20 March 2023 to 30 June 2023.

Matters subsequent to the end of the financial period

No matter or circumstance has arisen since 30 June 2023, that has significantly affected or may significantly affect:

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

Likely developments and expected results of operations

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

The results of the Scheme's operations will be affected by a number of factors, including the performance of investment markets in which the Scheme 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.

Indemnification and insurance of the Responsible Entity, directors and auditors

No insurance premiums are paid for out of the assets of the Scheme in regards to insurance cover provided to the Responsible Entity, directors or the auditors of the Scheme. As long as the Responsible Entity acts in accordance with the Scheme's Constitution and the Law, the Responsible Entity remains fully indemnified out of the assets of the Scheme against losses incurred while acting on behalf of the Scheme. The auditors of the Scheme are in no way indemnified out of the assets of the Scheme.

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

Fees paid to the Responsible Entity and its associates out of Scheme property during the period are disclosed in note 12.

No fees were paid out of Scheme property to the directors of the Responsible Entity during the period.

Environmental regulation

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

Auditor's independence declaration

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

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



Roy Keenan
Director

Melbourne
25 September 2023

26 September 2023

The Board of Directors
Yarra Funds Management Limited as the Responsible Entity for
Tyndall Australian Small Companies Fund
Level 19, 101 Collins Street
Melbourne VIC 3000

Dear Directors,

Auditor's Independence Declaration - Tyndall Australian Small Companies Fund

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Yarra Funds Management Limited, the Responsible Entity, regarding the annual financial report for the Tyndall Australian Small Companies Fund.

As lead audit partner for the audit of the annual financial report of the Tyndall Australian Small Companies Fund for the financial year ended 30 June 2023, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
- (ii) any applicable code of professional conduct in relation to the audit.

Yours faithfully



DELOITTE TOUCHE TOHMATSU



Adam Kuziow
Partner
Chartered Accountants

Statement of comprehensive income

	Notes	For the period 20 March 2023 to 30 June 2023 \$
Investment income		
Interest income		343
Dividends/trust distributions		4,055
Net gains/(losses) on financial instruments at fair value through profit or loss	5	55,238
Other income		7
Total net investment income/(loss)		<u>59,643</u>
 Expenses		
Responsible Entity fees	12	3,038
Transaction costs		1,776
Performance fees		4,310
Total expenses		<u>9,124</u>
 Operating profit/(loss)		<u>50,519</u>
 Profit/(loss) for the period		<u>50,519</u>
 Other comprehensive income for the period		-
Total comprehensive income/(loss) for the period		<u>50,519</u>

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

Statement of financial position

	Notes	As at 30 June 2023 \$
Assets		
Cash and cash equivalents	7	54,244
Receivables		3,140
Financial assets at fair value through profit or loss	6	1,237,721
Total assets		<u>1,295,105</u>
Liabilities		
Distributions payables		9,750
Payables		3,986
Due to brokers - payable for securities purchased		30,600
Total liabilities		<u>44,336</u>
Net assets attributable to unitholders - equity	3	<u>1,250,769</u>

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

Statement of changes in equity

	Notes	For the period 20 March 2023 to 30 June 2023 \$
Total equity at the beginning of the period		-
Comprehensive income for the period		
Profit/(loss) for the period		50,519
Other comprehensive income		-
Total comprehensive income/(loss) for the period		<u>50,519</u>
Transactions with unitholders		
Applications	3	1,210,000
Distributions paid and payable	3	<u>(9,750)</u>
Total transactions with unitholders		<u>1,200,250</u>
Total equity at the end of the period		<u>1,250,769</u>

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

Statement of cash flows

		For the period 20 March 2023 to 30 June 2023 \$
Cash flows from operating activities		
Proceeds from sale of financial instruments at fair value through profit or loss		326,245
Purchase of financial instruments at fair value through profit or loss		(1,479,904)
Interest received		343
Dividend/trust distributions received		1,144
Other income received		7
Payment of expenses		(3,591)
Net cash inflow/(outflow) from operating activities	8(a)	<u>(1,155,756)</u>
Cash flows from financing activities		
Proceeds from applications by unitholders		<u>1,210,000</u>
Net cash inflow/(outflow) from financing activities		<u>1,210,000</u>
Net increase/(decrease) in cash and cash equivalents		54,244
Cash and cash equivalents at the beginning of the period		-
Cash and cash equivalents at the end of the period		<u>54,244</u>

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

1 General information

The Scheme commenced on 20 March 2023. Hence there are no prior period comparatives. The Scheme will terminate on 19 March 2103 unless terminated earlier in accordance with the provisions of the Scheme's Constitution.

The Responsible Entity of the Scheme is Yarra Funds Management Limited. The Responsible Entity's registered office is Level 19, 101 Collins Street, Melbourne, Victoria 3000.

The purpose of the Scheme is to achieve medium-to-long term capital growth by investing in a diversified portfolio of smaller Australian companies. In doing so, the aim is to outperform the S&P/ASX Small Ordinaries Accumulation Index over the long term before fees, expenses and tax.

The annual financial report was authorised for issue by the directors on 25 September 2023. 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 the period presented, unless otherwise stated in the following text.

(a) Basis of preparation

This general purpose annual report has been prepared on a going concern basis in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001* in Australia. Tyndall Australian Small Companies Fund is a for-profit unit trust for the purpose of preparing the annual financial report.

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

The statement of financial position is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and do not distinguish between current and non-current. All balances are expected to be recovered or settled within twelve months, except for financial assets and liabilities at fair value through profit or loss and net assets attributable to unitholders. The Scheme manages financial assets at fair value through profit or loss based on the economic circumstances at any given point in time, as well as to meet any liquidity requirements. As such, it is expected that a portion of the portfolio will be realised within 12 months, however, an estimate of that amount cannot be determined as at balance date. In the case of net assets attributable to unitholders, the units are redeemed on demand at the unitholder's option. However, holders of these instruments typically retain them for the medium to long term. As such, the amount expected to be settled within 12 months cannot be reliably determined.

Compliance with International Financial Reporting Standards

The annual financial report of the Scheme also complies with International Financial Reporting Standards as issued by the International Accounting Standards Board.

(b) Financial instruments

(i) Classification

The Scheme's investments are classified as at fair value through profit or loss.

These are investments in listed equity securities and listed unit trusts.

2 Summary of significant accounting policies (continued)

(b) Financial instruments (continued)

(ii) Recognition/derecognition

The Scheme recognises financial assets and financial liabilities on the date it becomes party to the contractual agreement (trade date) and recognises changes in fair value of the financial assets or financial liabilities from this date. Classification and measurement of securities is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Investments are derecognised when the right to receive cash flows from the investments have expired or the Scheme has transferred substantially all risks and rewards of ownership.

(iii) Measurement

At initial recognition, the Scheme measures a financial instruments at its fair value. Transaction costs of financial assets and liabilities carried at fair value through profit or loss are expensed in the statement of comprehensive income.

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

The fair value of financial assets and liabilities traded in active markets is subsequently based on their quoted market prices at the end of the reporting period without any deduction for estimated future selling costs. The quoted market price used for financial assets held by the Scheme is the last traded price and the quoted market price for financial liabilities is the current asking price.

The fair value of financial assets and liabilities that are not traded in an active market is determined using valuation techniques. Accordingly, there may be a difference between the fair value at initial recognition and amounts determined using a valuation technique. If such a difference exists, the Scheme recognises the difference in the statement of comprehensive income to reflect a change in factors, including time, that market participants would consider in setting a price.

Further details on how the fair values of financial instruments are determined are disclosed in note 10.

(iv) Offsetting financial instruments

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

(c) Investment income

Interest income is recognised on a time apportioned basis using the effective interest method. It mainly includes interest income from cash and cash equivalents.

Dividends are recognised on the ex-dividend date with any related foreign withholding tax recorded as an expense. The Scheme currently incurs withholding tax imposed by certain countries on investment income. Such income is recorded gross of withholding tax in the statement of comprehensive income.

Trust distributions are recognised on an entitlements basis.

(d) Expenses

All expenses are recognised in the statement of comprehensive income on an accruals basis.

2 Summary of significant accounting policies (continued)

(e) Distributions

The Scheme distributes its distributable income adjusted for amounts determined by the Responsible Entity in accordance with the Scheme's Constitution, to unitholders in the form of cash or via the issuance of units upon a reinvestment of distributions. The distributions are recognised as finance costs attributable to unitholders in the statement of comprehensive income. Distributions paid are included in cash flows from financing activities in the statement of cash flows.

(f) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities 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, and bank overdrafts. Where relevant, bank overdrafts are shown as liabilities in the statement of financial position.

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

(g) Receivables

Receivables may include amounts for dividends, interest and trust distributions. Dividends and trust distributions are accrued when the right to receive payment is established. Interest is accrued at the end of each reporting period from the time of last payment. Amounts are generally received within 30 days of being recorded as receivables.

These amounts are recognised initially at fair value and subsequently measured at amortised cost. At each reporting date, the Scheme measures the loss allowance on amounts due from broker 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 Scheme measures the loss allowance at an amount equal to 12-month expected credit losses.

(h) Payables

Payables include liabilities and accrued expenses owing by the Scheme which are unpaid as at the end of the reporting period.

Trades are recorded on trade date, and normally settled in line with market conventions. Purchases of financial instruments that are unsettled at the end of each reporting period are included in payables.

The distribution amount payable to unitholders as at the end of each reporting period is recognised separately on the statement of financial position when unitholders are presently entitled to the distributable income.

(i) Net assets attributable to unitholders

The units in the Scheme represent puttable financial instruments and 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 Scheme at any time for cash based on the redemption price, which is equal to a proportionate share of the Scheme's net asset value attributable to the unitholders.

The units are carried at the redemption amount that is payable at the statement of financial position date if the unitholder exercises the right to put the unit back to the Scheme. This amount represents the expected cash flows on redemption of these units.

2 Summary of significant accounting policies (continued)

(j) Net assets attributable to unitholders (continued)

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

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

The units in the Scheme satisfy these requirements, and consequently net assets attributable to unitholders are classified as equity. Units in the Scheme can generally be redeemed at any time for cash equal to a proportionate share of the Scheme's net asset values, subject to restrictions on withdrawals as disclosed in the governing documents.

(k) Applications and redemptions

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

(l) Goods and Services Tax ("GST")

Revenues, expenses and assets are recognised net of amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office ("ATO"). In these circumstances the GST is recognised as part of the cost of acquisition of the assets or as part of the expense.

With respect to disclosures in the statement of financial position, payables are stated with the amount of GST included, while the net amount of GST recoverable from the ATO is included as a receivable.

Cash flows relating to GST are included in the statement of cash flows on a gross basis.

(m) Foreign currency translation

Functional and presentation currency

Items included in the Scheme's annual financial report are measured using the currency of the primary economic environment in which it operates (the "functional currency"). This is the Australian dollar, which reflects the currency of the economy in which the Scheme competes for funds, primarily invests and is regulated. The Australian dollar is also the Scheme's presentation currency.

(n) Use of judgements and estimates

The preparation of the financial report in conformity with Australian Accounting Standards requires the Responsible Entity to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from the judgements and estimates made and assumptions applied.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

2 Summary of significant accounting policies (continued)

(n) Use of judgements and estimates (continued)

In the process of preparing the financial report of the Scheme and in the application of the Scheme's accounting policies, the Responsible Entity is of the opinion that there are no areas of significant estimation uncertainty or material judgement that have been exercised and is expected to have a significant effect on the amounts recognised within the financial report.

(o) Income tax

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

The benefit of imputation credits and foreign tax paid is passed on to unitholders.

(p) New accounting standards and interpretations

(i) New and amended standards adopted by the Scheme

There are no standards, interpretations or amendments to existing standards that are effective for the first time for the financial period beginning 20 March 2023 that have a material impact on the amounts recognised in the current or future periods.

(ii) New standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 July 2023 and have not been early adopted in preparing this annual financial report. These new standards, amendments to standards and interpretations are not expected to have a material impact on the future annual financial report of the Scheme.

3 Net assets attributable to unitholders

Under AASB 132 *Financial instruments: Presentation*, puttable financial instruments that meet the definition of financial liability are to be classified as equity where certain strict criteria are met. The Scheme classifies a financial instrument as an equity instrument from the date when the instrument has all the features and meets the conditions.

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

	30 June 2023 No. of units	As at 30 June 2023 \$
Opening balance	-	-
Applications	1,207,830	1,210,000
Distributions paid and payable	-	(9,750)
Profit/(loss) for the period	-	50,519
Closing balance	<u>1,207,830</u>	<u>1,250,769</u>

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

Capital risk management

The amount of net assets attributable to unitholders can change significantly on a daily basis as the Scheme is subject to daily applications and redemptions at the discretion of unitholders.

Applications and redemptions are reviewed relative to the liquidity of the Scheme's underlying assets on a daily basis by the Responsible Entity. Under the terms of the Scheme's 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.

4 Distributions to unitholders

The distributions paid and payable for the period were as follows:

	For the period 20 March 2023 to 30 June 2023 \$	CPU
Distribution payable - June	9,750	0.8072
	<u>9,750</u>	<u>0.8072</u>

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

	For the period 20 March 2023 to 30 June 2023 \$
Financial assets	
Net gains/(losses) on financial instruments at fair value through profit or loss	55,238
Total net gains/(losses) on financial instruments at fair value through profit or loss	<u>55,238</u>

6 Financial assets at fair value through profit or loss

	As at 30 June 2023 \$
Financial assets at fair value through profit or loss	
Listed equity securities	1,149,373
Listed unit trusts	88,348
Total financial assets at fair value through profit or loss	<u>1,237,721</u>

An overview of the risk exposures and fair value measurements relating to financial assets at fair value through profit or loss is included in notes 9 and 10.

7 Cash and cash equivalents

	As at 30 June 2023 \$
Cash at bank	<u>54,244</u>

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

	As at 30 June 2023 \$
(a) Reconciliation of profit/(loss) to net cash inflow/(outflow) from operating activities	
Profit/(loss) for the period	50,519
Proceeds from sale of financial instruments at fair value through profit or loss	326,245
Purchase of financial instruments at fair value through profit or loss	(1,479,904)
Net (gains)/losses on financial instruments at fair value through profit or loss	(55,238)
Transaction cost	1,776
Net change in receivables	(3,140)
Net change in payables	3,986
Net cash inflow/(outflow) from operating activities	<u>(1,155,756)</u>

9 Financial risk management

The Scheme's assets principally consist of listed equity securities and listed unit trusts. It holds these investments in accordance with its investment strategy.

The Scheme's investment activities expose it to a variety of financial risks: market risk (including price risk, foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Scheme uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of price, interest rate and foreign exchange risk.

The possible movements in the risk variables presented in the below sensitivity analysis have been determined based on management's best estimate, having regard for a number of factors, including historical changes in security prices. However, actual movements in these risk variables may be more or less significant and historic variations are not a definitive indicator of future variations in the risk variables.

The Board of Directors of the Responsible Entity has overall responsibility for the establishment and oversight of the Scheme's risk management framework. The Scheme's overall risk management program focuses on ensuring compliance with the Scheme's Investment Guidelines and seeks to maximise the returns derived for the level of risk to which the Scheme is exposed.

(a) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Scheme's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

(i) Price risk

The Scheme is exposed to price risk from listed equity securities and listed units in managed investment schemes. This arises from investments held by the Scheme for which prices in the future are uncertain. These investments are classified on the statement of financial position as at fair value through profit or loss.

The Investment Manager mitigates this price risk through diversification and a careful selection of securities and other financial instruments within specified limits in the Investment Guidelines. A minimum of 80% of the Scheme was invested in securities listed on the Australian Securities Exchange and up to 20% of the Scheme may be invested in cash. The Scheme aims to outperform the S&P/ASX Small Ordinaries Accumulation Index over the long term before fees, expenses and tax.

The Scheme's performance with reference to the S&P/ASX Small Ordinaries Accumulation Index is reported to the Board of Directors of the Responsible Entity on a regular basis.

Sensitivity analysis

The following table summarises the sensitivity of the Scheme's operating profit/(loss) and net assets attributable to unitholders to price risk. The possible movements in the risk variables have been determined based on management's best estimate, having regard to a number of factors, including historical levels of changes in interest rates 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 Scheme invests. As a result, historic variations in risk variables should not be used to predict future variations in the risk variables.

	Impact on operating profit/(loss)/Net assets attributable to unitholders	
	Price risk	
	-15%	+15%
30 June 2023	(185,658)	185,658

9 Financial risk management (continued)

(a) Market risk (continued)

(i) Price risk (continued)

In determining the impact of an increase/decrease in net assets attributable to unitholders arising from market risk, the Responsible Entity has considered the expected future movements of the portfolio information in order to determine a reasonably possible shift in assumptions.

(ii) Foreign exchange risk

In accordance with the Scheme's Investment Guidelines, the Scheme may not enter into transactions denominated in currencies other than Australian dollars. The Scheme therefore does not have any exposure to currency risk on financial instruments, receivables and liabilities. The functional currency of the Scheme is Australian dollars.

(iii) Interest rate risk

The Scheme's Investment Guidelines permit it to hold a 20% maximum in cash and cash equivalents, therefore the majority of the Scheme's financial assets and liabilities are non-interest bearing. Any excess cash and cash equivalents are invested at short-term market interest rates.

(b) Credit risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Scheme.

Credit risk is controlled by restricting investments to high quality counterparties. The creditworthiness of all counterparties to the Scheme's list of investments is regularly reviewed. Credit risk primarily arises from investments in debt securities and from trading derivative products. Other credit risk arises from cash and cash equivalents, deposits with banks and other financial institutions and amounts due from brokers. The Scheme is not permitted to invest in debt securities, however up to 20% of the value of the Scheme can be held in cash and cash equivalents. No assets of the Scheme were impaired at 30 June 2023, and as a result credit risk is not considered to be a significant risk to the Scheme. The maximum exposure to credit risk at the reporting date is the carrying amount of the financial assets.

(i) Settlement of securities transactions

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. Payment is made once purchase on the securities have been received by the broker. The trade will fail if either party fails to meet its obligations.

(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-1 or higher as determined by Standard & Poor's (S&P).

In accordance with the Scheme's policy, the Scheme's cash position is monitored on a daily basis.

(iii) Other

The clearing and depository operations for the Scheme's security and derivatives transactions are mainly concentrated with one counterparty, Citigroup Pty Ltd. Citigroup Pty Ltd is a member of a major securities exchange, and at 30 June 2023 had a credit rating of A (S&P) and A3 (Moody's). At 30 June 2023, substantially all cash and cash equivalents, balances due from broker and investments are held in custody by Citigroup Pty Ltd.

(c) Liquidity risk

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

The Scheme is exposed to daily redemptions of redeemable units. The Scheme therefore primarily holds investments that are traded in an active market and can be readily disposed. The Scheme's listed securities are considered readily realisable as they are listed on the Australian Securities Exchange.

9 Financial risk management (continued)

(d) Liquidity risk (continued)

The Scheme maintains adequate liquidity to pay withdrawals and distributions within the timeframes outlined in the Constitution. This is achieved by retaining sufficient liquid assets or access to other forms of liquidity to cover immediate liquidity requirements.

All financial liabilities of the Scheme have contractual maturities of less than 12 months.

10 Fair value measurements

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

- Financial assets / liabilities at fair value through profit or loss (FVTPL).

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

(a) Fair value hierarchy

Classification of financial assets and financial liabilities

The Scheme classifies fair value measurements using a fair value hierarchy 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).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. For this purpose, the significance of an input is assessed against the fair value measurement in its entirety. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a level 3 measurement. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgment, considering factors specific to the asset or liability.

The determination of what constitutes 'observable' requires significant judgment by the Responsible Entity. The Responsible Entity considers observable data to be that market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

(i) Fair value in an active market

The fair value of financial assets and liabilities traded in active markets is based on their quoted market prices at the end of the reporting period without any deduction for estimated future selling costs.

The Scheme values its investments in accordance with the accounting policies set out in note 2. For the majority of its investments, the Scheme relies on information provided by independent pricing services for the valuation of its investments.

The quoted market price used for financial assets held by the Scheme is the last traded price; the appropriate quoted market price for financial liabilities is the current asking price. When the Scheme holds derivatives with offsetting market risks, it uses mid-market prices as a basis for establishing fair values for the offsetting risk positions and applies this bid or asking price to the net open position, as appropriate.

10 Fair value measurements (continued)

(a) Fair value hierarchy (continued)

(i) Fair value in an active market (continued)

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.

(ii) Fair value in an inactive or unquoted market

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

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

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

The fair value of derivatives that are not exchange traded is estimated at the amount that the Scheme would receive or pay 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. A forward contract is valued at the forward rate and the fair value of an option contract is determined by applying the Black Scholes option valuation model.

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

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

The output of a model is always an estimate or approximation of a value that cannot be determined with certainty, and valuation techniques employed may not fully reflect all factors relevant to the positions the Scheme holds.

Recognised fair value measurements

The table below sets out the Scheme's financial assets and liabilities measured at fair value according to the fair value hierarchy at 30 June 2023:

As at 30 June 2023

	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
Financial assets at fair value through profit or loss				
Listed equity securities	1,149,373	-	-	1,149,373
Listed unit trusts	88,348			88,348
Total financial assets at fair value through profit or loss	1,237,721	-	-	1,237,721

10 Fair value measurements (continued)

(a) Fair value hierarchy (continued)

Recognised fair value measurements (continued)

Investments whose values are based on quoted market prices in active markets, and therefore classified within level 1, include listed equity securities and listed unit trusts.

There were no transfers between levels for recurring fair value measurements during the period ended 30 June 2023.

(b) Disclosed fair values

For all financial instruments other than those measured at fair value their carrying value approximates fair value.

(c) Valuation techniques used to derive level 2 and level 3 fair values

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Valuation techniques used to value financial instruments include:

- The use of quoted market prices or dealer quotes for similar instruments where available.
- The use of redemption values for investments in other unlisted unit trusts as reported by the Investment Manager of such trusts.
- The fair value of financial assets and liabilities that are not traded in an active market is determined using valuation techniques. These include use of recent arm's length market transaction, historical transaction values, reference to the current fair value of a substantially similar other instrument that provide a reliable estimate of prices obtained in active market transactions.

11 Remuneration of auditors

During the period the following fees were paid or payable by the Responsible Entity for services provided by the auditor of the Scheme:

	For the period 20 March 2023 to 30 June 2023 \$
<i>Audit and other assurance services</i>	
Audit and review of financial statements	12,980
Other assurance services	-
Total remuneration for audit and other assurance services	<u>12,980</u>
Total remuneration*	<u>12,980</u>

* The fees disclosed above are GST inclusive.

12 Related party transactions

Key management personnel unitholdings

At 30 June 2023 no key management personnel held units in the Scheme.

Key management personnel compensation

The directors of the Responsible Entity have been paid by a related party of the Responsible Entity. Payments made from the Scheme to the Responsible Entity do not include any amounts directly attributable to the compensation of key management personnel.

Key management personnel loan disclosures

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

Other transactions with key management personnel

No key management personnel have entered into a material contract with the Scheme during the financial period and there were no material contracts involving key management personnel's interests existing at period end.

Responsible Entity's and other transactions

All related party transactions are conducted on normal commercial terms and conditions. The transactions during the period and amounts payable at period end between the Scheme and the Responsible Entity were as follows:

	For the period 20 March 2023 to 30 June 2023 \$
Responsible Entity's fees* earned	3,038
Responsible Entity's fees* payable	895
Performance fees earned	4,310
Performance fees payable	3,091

* Includes amounts paid to the Responsible Entity for third party expenses it has incurred, for which it is entitled to be reimbursed

13 Events occurring after the reporting period

No significant events have occurred since the end of the reporting period which would impact on the financial position of the Scheme disclosed in the statement of financial position as at 30 June 2023 or on the results and cash flows of the Scheme for the period ended on that date.

14 Contingent assets and liabilities and commitments

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

Directors' declaration

In the opinion of the directors of the Responsible Entity:

- (a) the annual financial report and notes set out on pages 6 to 22 are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the Scheme's financial position as at 30 June 2023 and of its performance for the financial period ended on that date; and
- (b) there are reasonable grounds to believe that the Scheme will be able to pay its debts as and when they become due and payable.
- (c) Note 2(a) confirms that the financial statements comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

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



Roy Keenan
Director

Melbourne
25 September 2023

Independent Auditor's Report to the Unitholders of Tyndall Australian Small Companies Fund

Opinion

We have audited the financial report of the Tyndall Australian Small Companies Fund (the "Scheme") which comprises the statement of financial position as at 30 June 2023, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the annual financial report, including material accounting policy information and other explanatory information, and the Directors' declaration.

In our opinion, the accompanying financial report of the 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 2023 and of its financial performance for the year then ended; and
- Complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Report section of our report. We are independent of the 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 the Code.

We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of Yarra Funds Management Limited (the "Responsible Entity"), would be in the same terms if given to the directors as at the time of this auditor's report.

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

Other Information

The directors of the Responsible Entity (the "directors") are responsible for the other information. The other information comprises the information included in the Directors' report for the year ended 30 June 2023, but does not include the financial report and our auditor's report thereon.

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

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed,

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

Responsibilities of the Directors for the Financial Report

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

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

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

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

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Scheme's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Scheme's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Scheme to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

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

A handwritten signature in cursive script that reads "Deloitte Touche Tohmatsu".

DELOITTE TOUCHE TOHMATSU

A handwritten signature in cursive script that appears to read "Kuziow".

Adam Kuziow
Partner
Chartered Accountants

Melbourne, 26 September 2023

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Schemes' abilities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial reports or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Schemes to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial reports, including the disclosures, and whether the financial reports represent the underlying transactions and events in a manner that achieves fair presentation.

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Adam Kuziow
Partner
Chartered Accountants

Melbourne, 26 September 2023