

POLEN CAPITAL GLOBAL SMALL AND MID CAP FUND

ARSN 652 035 642

GENERAL PURPOSE FINANCIAL REPORT

FOR THE YEAR ENDED 30 JUNE 2023

Directors' Report

The directors of Fundhost Limited, the Responsible Entity of the Polen Capital Global Small and Mid Cap Fund (the "Fund"), present their report together with the financial report of the Fund for the year ending on 30 June 2023 and the auditor's report thereon.

Responsible Entity

The registered office and principal place of business of the Responsible Entity is:
Suite 15.01, Level 15
10 Spring Street
Sydney NSW 2000

Directors

The names of the directors of the Responsible Entity in office at any time during or since the end of the period are:

Valerie Anne Monge
Drew Wilson
Robert H Nagel
Paul Ernest Dortkamp (Appointed: 9 March 2023)

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

Review and results of operations

The Fund was registered on 22 July 2021 with the Australian Securities & Investments Commission ("ASIC") and commenced operations on 21 October 2021. The Fund invests in accordance with target asset allocations as set out in the governing documents of the Fund and in accordance with the provisions of the Fund's Constitution.

The results of the operations of the Fund are disclosed in the Statement of Comprehensive Income of this financial report.

	For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
	\$'000	\$'000
Net profit / (loss)	2,009	(8,184)
Distributions	-	-
Distributions payable	-	-

Significant changes in state of affairs

The Fund was constituted as a registered scheme on 22 July 2021 with the Australian Securities & Investments Commission ("ASIC") and commenced operations on 21 October 2021. There were no significant changes in the Fund's state of affairs occurred during the financial year ended 30 June 2023.

Principal activities

The principal activity of the Fund during the financial year was the investment and management of securities in accordance with its investment objectives and guidelines as set out in the Product Disclosure Statement (PDS) and in accordance with the provisions of the Constitution.

The Fund did not have any employees during the financial year (2022 :nil).

No significant change in the nature of these activities occurred during the financial year (2022: nil).

Events subsequent to the balance date

No matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Fund, the results of those operations, or the state of affairs of the Fund in future years.

Likely developments

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

Directors' Report (cont'd)

Likely developments (cont'd)

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

Likely developments in the operations of the Fund and the expected results of those operations in future financial years have not been included in this report as the inclusion of such information is likely to result in unreasonable prejudice to the Fund.

Interests in the Fund

The movement in units on issue in the Fund during the year and the number of units in the Fund as at the end of the financial year are disclosed in Note 3 of the financial report.

The value of the Fund's assets and liabilities is disclosed in the Statement of Financial Position and in accordance with the accounting policies set out in Note 1 of the financial report.

Fees paid to and interests held in the Fund by the Responsible Entity

Fees paid to the Responsible Entity out of Fund property during the year are disclosed in note 9(a) of the financial report.

The number of interests in the Fund held by the Responsible Entity as at the end of the year are disclosed in note 9(c) of the financial report.

No fees were paid out of Fund property to the directors of the Responsible Entity during the year (2022: nil).

Environmental regulation

The Fund's operations are not regulated by any significant environmental regulation under a law of the Commonwealth or of a state or territory.

Options

No options over issued units or interests in the Fund were granted during or since the end of the financial year and there were no options granted to the Responsible Entity.

Indemnities and insurance premiums for officers or auditors

No indemnities have been given or insurance premiums paid by the Fund, during or since the end of the financial year, for any person who is or has been an officer or auditor of the Fund.

To the extent permitted by law, the Responsible Entity has agreed to indemnify its auditors, Ernst & Young, as part of terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Ernst & Young during or since the end of the financial year.

Proceedings on behalf of the Fund

No person has applied for leave of Court to bring proceedings on behalf of the Fund or intervene in any proceedings to which the Fund is a party for the purpose of taking responsibility on behalf of the Fund for all or any part of those proceedings.

The Fund was not a party to any such proceedings during the financial year.

Rounding

The Fund is an entity to which ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument class order 2016/191 applies. Accordingly, amounts in the financial statements have been rounded to the nearest thousand dollars, unless otherwise indicated.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 3.

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



Drew Wilson
Director

Dated this 20th day of September 2023



**Building a better
working world**

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Auditor's Independence Declaration to the Directors of Fundhost Limited

As lead auditor for the audit of the financial report of Polen Capital Global Small and Mid Cap Fund for the financial year ended 30 June 2023, I declare to the best of my knowledge and belief, there have been:

- a. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit;
- b. No contraventions of any applicable code of professional conduct in relation to the audit; and
- c. No non-audit services provided that contravene any applicable code of professional conduct in relation to the audit.

Ernst & Young

Ernst & Young

A handwritten signature in black ink, appearing to read 'S. Hooper', is written over a light grey rectangular background.

Stacey Hooper
Partner
20 September 2023

Statement of Comprehensive Income
For the year ended 30 June 2023

	Notes	For the period 1 July 2022 to 30 June 2023 \$'000	For the period 21 October 2021 to 30 June 2022 \$'000
Investment income / (loss)			
Dividend income		130	88
Interest income		17	-
Net gains / (losses) on financial assets at fair value through profit or loss		2,135	(8,119)
Net gains from foreign exchange movements		13	20
Total net investment income / (loss)		2,295	(8,011)
Expenses			
Responsible Entity fees	2	30	17
Management fees	2	179	99
Transaction fees		60	47
Withholding tax expense		17	10
Total expenses		286	173
Net profit / (loss)		2,009	(8,184)
Other comprehensive income		-	-
Total comprehensive profit / (loss) for the period		2,009	(8,184)

The above Statement of Comprehensive Income should be read in conjunction with the accompanying notes to the financial statements.

Statement of Financial Position
As at 30 June 2023

		For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
	Notes	\$'000	\$'000
Assets			
Cash and cash equivalents	8(a)	919	263
Receivables	5	20	13
Financial assets at fair value through profit or loss	7	19,685	14,495
Total assets		<u>20,624</u>	<u>14,771</u>
Liabilities			
Payables	6	19	14
Total liabilities		<u>19</u>	<u>14</u>
Net assets		<u>20,604</u>	<u>14,757</u>
Total equity		<u>20,604</u>	<u>14,757</u>

The above Statement of Financial Position should be read in conjunction with the accompanying notes to the financial statements.

Statement of Changes in Equity
For the year ended 30 June 2023

	Note	For the period 1 July 2022 to 30 June 2023 \$'000	For the period 21 October 2021 to 30 June 2022 \$'000
Opening balance		14,757	-
Comprehensive loss for the period			
Net profit / (loss)		2,009	(8,184)
Other comprehensive income		-	-
Total comprehensive profit / (loss) for the period		<u>2,009</u>	<u>(8,184)</u>
Transactions with unitholders			
Applications		4,666	23,254
Redemptions		<u>(828)</u>	<u>(313)</u>
		3,838	22,941
Closing balance	3	<u>20,604</u>	<u>14,757</u>

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes to the financial statements.

Statement of Cash Flows
For the year ended 30 June 2023

		For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
	Notes	\$'000	\$'000
Cash flows from operating activities			
Dividends received		106	74
Interest received		15	-
Management fees paid		(204)	(103)
Other expenses paid		(61)	(50)
Net cash outflow from operating activities	8(b)	<u>(144)</u>	<u>(79)</u>
Cash flows from investing activities			
Proceeds from sale of financial assets at fair value through profit or loss		8,005	3,458
Payments for purchase of financial assets at fair value through profit or loss		(11,048)	(26,052)
Net cash outflow from investing activities		<u>(3,043)</u>	<u>(22,594)</u>
Cash flows from financing activities			
Proceeds from issue of units		4,671	23,249
Payments for redemption of units		(828)	(313)
Net cash inflow from financing activities		<u>3,843</u>	<u>22,936</u>
Net increase in cash held		656	263
Cash and cash equivalents at the beginning of the year		263	-
Cash and cash equivalents at the end of the year	8(a)	<u>919</u>	<u>263</u>

The above Statement of Cash Flows should be read in conjunction with the accompanying notes to the financial statements.

**Notes to the Financial Statements
For the year ended 30 June 2023**

Note 1. Statement of Significant Accounting Policies

This financial report covers the Polen Capital Global Small and Mid Cap Fund (the "Fund") as an individual entity.

The Fund is a registered investment scheme under the Corporations Act 2001. The financial report of the Fund is for the year from 21 October 2021 to 30 June 2023. The Fund was constituted as a registered scheme on 22 July 2021 with Australian Securities & Investments Commission ("ASIC"). There were no transactions from 22 July 2021 (date of registration) up to (21 October 2021) the date of the commencement of operations.

The financial report was approved by the Board of Directors of Fundhost Limited as the Responsible Entity on 20 September 2023. The Directors have the power to amend and re-issue the financial report.

Basis of preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board ("AASB"), Australian Accounting Interpretations, and the Corporations Act 2001.

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

On the face of the Statement of Financial Position, all assets and liabilities are presented in decreasing order of liquidity and not distinguished between current and non-current. All of the Fund's assets and liabilities are held for the purpose of being traded or are expected to be realised within 12 months.

The Fund is a for-profit unit trust for the purpose of preparing the financial report.

The Fund is an entity to which ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument class order 2016/191 applies. Accordingly, amounts in the financial statements have been rounded to the nearest thousand dollars, unless otherwise indicated.

(i) Compliance with International Financial Reporting Standards (IFRS)

The financial report complies with Australian Accounting Standards as issued by the Australian Accounting Standards Board and International Financial Reporting Standards as issued by the International Accounting Standards Board.

(ii) Reporting basis and conventions

The financial report has been prepared on the basis of fair value measurement of assets and liabilities except where otherwise stated. The financial report is presented in Australian Dollars and all amounts are rounded to the nearest thousand dollars except where otherwise stated.

(iii) Use of estimates and judgements

The making of judgments, estimates and assumptions is a necessary part of the financial reporting process and these judgments, estimates or assumptions can have a significant effect on the reported amounts of the financial report. Estimates and assumptions are determined based on information available at the time of reporting the financial report and actual results may differ from these estimates and assumptions. Had different estimates and assumptions been adopted, this may have had a significant impact on the financial report. Significant accounting estimates, judgments and assumptions are re-evaluated at each balance date in light of historical experience and changes to reasonable expectations of future events. Revisions to accounting estimates are recognised in the period which estimate is revised in future period affected. Significant accounting judgments, estimates and assumptions include but are not limited to:

• Fair value measurement of investments in financial instruments

The majority of the Fund's investments are listed equities measured at fair value through profit or loss. Where available, quoted market prices for the same or similar instrument are used to determine fair value. Where there is no market price available for an instrument, a valuation technique is used. Judgment is applied in selecting valuation techniques and setting valuation assumptions and inputs. Further details on the determination of fair value of financial assets and derivative financial instruments set out in Note 1(a).

a. Financial Instruments

(i) Recognition/derecognition

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

(ii) Classification

In accordance with AASB 9, the Fund classifies its financial assets and financial liabilities at initial recognition into the categories of financial assets discussed below.

**Notes to the Financial Statements
For the year ended 30 June 2023**

Note 1. Statement of Significant Accounting Policies (cont'd)

a. Financial Instruments (cont'd)

(ii) Classification (cont'd)

Financial Assets

The Fund classifies its financial assets as subsequently measured at amortised cost or measured at fair value through profit or loss on the basis of both:

- The entity's business model for managing the financial assets
- The contractual cash flow characteristics of the financial asset

Financial assets measured at fair value through profit or loss (FVPL)

A financial asset is measured at fair value through profit or loss if:

- Its contractual terms do not give rise to cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding;
- It is not held within a business model whose objective is either to collect contractual cash flows, or to both collect contractual cash flows and sell; or
- At initial recognition, it is irrevocably designated as measured at FVPL when doing so eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

The equity securities are mandatorily classified as fair value through profit or loss.

In applying that classification, a financial asset or financial liability is considered to be held for trading if it is:

- acquired or incurred principally for the purpose of selling or repurchasing it in the near term;
- on initial recognition, it is part of a portfolio of identified financial instruments that are managed together and for which, there is evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

Financial liabilities measured at FVPL

A financial liability is measured at FVPL if it meets the definition of held for trading. Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Fund that are not designated as hedging instruments in hedge relationships as defined. The Fund includes in this category derivative contracts in a liability position.

The derivatives are mandatorily classified as fair value through profit or loss.

(iii) Measurement

• *Financial assets and liabilities at fair value through profit or loss*

Financial assets and liabilities at fair value through profit or loss are measured initially at fair value excluding any transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs on financial assets and financial liabilities at fair value through profit or loss are expensed immediately. Subsequent to initial recognition, all instruments held at fair value through profit or loss are measured at fair value with changes in their fair value recognised in the Statement of Comprehensive Income.

• *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 Statement of Financial Position date without any deduction for estimated future selling costs. Financial assets are priced at bid prices, while financial liabilities are priced at current asking prices. For the majority of its investments, the Fund relies on information provided independent pricing services for the valuation of its investments.

• *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 Statement of Financial Position date without any deduction for estimated future selling costs. Financial assets are priced at bid prices, while financial liabilities are priced at current asking prices. For the majority of its investments, the Fund relies on information provided independent pricing services for the valuation of its investments.

• *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 balance date applicable for an instrument with similar terms and conditions.

**Notes to the Financial Statements
For the year ended 30 June 2023**

Note 1. Statement of Significant Accounting Policies (cont'd)

a. Financial Instruments (cont'd)

(iii) Measurement (cont'd)

For other pricing models, inputs are based on market data at the balance date. 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.

Forward contract valuations are determined using the applicable foreign exchange rates and forward margins as at the Statement of Financial Position date.

b. Impairment of assets

AASB 9 requires the Fund to record an allowance for expected credit losses (ECLs) for all loans and other financial assets not held at fair value through profit and loss.

The Fund holds trade receivables with no significant financing component and which have maturities of less than 12 months at amortised cost and, as such, has chosen to apply the simplified approach for expected credit losses (ECL) under AASB 9 to all its trade receivables. Therefore the Fund does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

c. Investment income and expenses

Unrealised gains and losses on revaluation of investments to fair value, are recognised in the Statement of Comprehensive Income.

Realised gains and losses on sale are recognised as investment income in the Statement of Comprehensive Income. Gross proceeds from sale of investments are disclosed in the Statement of Cash Flows.

Dividend income is recognised on a receivable basis on the date the shares are quoted ex-dividend. Distributions from property trusts and unit trusts are recognised as income in the Statement of Comprehensive Income when declared.

Interest income and expenses are recognised in the Statement of Comprehensive Income for all financial instruments that are not held at fair value through profit or loss using the effective interest method. Interest income on assets held at fair value through profit or loss is also recognised in the Statement of Comprehensive Income.

All expenses including management fees and performance fees are recognised on an accrual basis in the Statement of Comprehensive Income.

d. Foreign currency translation

(i) Functional and presentation currency

Items included in the Fund's financial statements 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 Fund competes for funds and is regulated. The Australian dollar is also the Fund's presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into Australian dollars at the exchange rate at the reporting date. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rate at the reporting date. The foreign exchange gains and losses resulting from these translations are recognised in the Statement of Comprehensive Income.

The Fund does not isolate that portion of gains or losses on securities and derivative financial instruments that are measured at fair value through profit or loss and which is due to changes in foreign exchange rates from that which is due to changes in the market price of securities. Such fluctuations are included with the net gains or losses on financial instruments at fair value through profit or loss in the Statement of Comprehensive Income.

e. Management fees

In accordance with the Constitution, the Fund's managers are entitled to a management fee and expense recovery cap of 1.12% per annum payable on a monthly basis for managing the assets of the Fund.

f. Performance fees

The Fund's managers are also entitled to a performance fee when the Fund outperforms the "benchmark" being the MSCI ACWI SMID Cap Net Total Return Index (in Australian Dollars). This is provided the "high watermark" has been exceeded. The method of calculating the fee is detailed in the Constitution and summarised in the current PDS.

**Notes to the Financial Statements
For the year ended 30 June 2023**

Note 1. Statement of Significant Accounting Policies (cont'd)

g. Income tax

Under current legislation, the Fund is not subject to income tax since the Fund elected into the AMIT tax regime and unitholders will be attributed the taxable income of the Fund.

h. Distributions

Distributions are at the discretion of the Fund. A distribution to the Fund's unitholders is accounted for as a deduction from net assets attributable to unitholders. Distributions to unitholders comprise the net income of the Fund.

The distributions (if any) are payable or attributable annually at the end of June each year. A distribution payable is recognised in the Statement of Financial Position where the distribution has been declared but remains unpaid at balance date.

i. Goods and services tax (GST)

The GST incurred on the costs of various services provided to the Fund by third parties such as audit fees, custodial services and investment management fees have been passed onto the Fund. The Fund qualifies for Reduced Input Tax Credits (RITC) at a rate of 75% (55% on Responsible Entity fees) hence investment management fees, administration fees, custodial fees and other expenses have been recognised in the Statement of Comprehensive Income net of the amount of GST recoverable from the Australian Taxation Office (ATO). Accounts payable are inclusive of GST. The net amount of GST recoverable from the ATO is included in receivables in the Statement of Financial Position. Cash flows relating to GST are included in the Statement of Cash Flows on a gross basis.

j. Cash and cash equivalents

Cash and cash equivalents comprises cash on hand, at call deposits with banks or financial institutions, investments in money market instruments with original maturities of less than three months and net of bank overdrafts. Cash equivalents are short-term highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value.

k. 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 reporting date from the time of last payment. Amounts are generally received within 30 days of being recorded as receivables.

l. Payables

Trade payables and other accounts payable are recognised when the Fund becomes obliged to make future payments resulting from the purchase of goods and services. The distribution amount payable to unitholders as at the reporting date is recognised separately on the Statement of Financial Position when declared by the Fund and remain unpaid as at year end.

m. Due from/to brokers

Amounts due from/to brokers represent payables for securities purchased and receivables for securities sold that have been contracted for but not yet delivered by the end of the year. Trades are recorded on trade date, and normally settled within three business days.

n. Equity

Quantitative information about the Fund's capital is provided in the Statement of Changes in Equity. The units are entitled to distributions when declared and to payment of a proportionate share of the Fund's net asset value on the redemption date or upon winding up of the Fund. A reconciliation of the number of units outstanding at the beginning and the end of each reporting period is provided in Note 3.

o. Exit price

The unit exit price is calculated in accordance with the Constitution of the Fund and is determined by the value of the assets of the Fund less its liabilities adjusted for estimated transaction costs, divided by the number of units on issue.

p. Applications and redemptions

Applications received for units in the Fund are recorded net of any entry fees payable prior to the issue of units in the Fund. No exit fees are charged. Unit redemption prices are determined by reference to the net assets of the Fund divided by the number of units on issue at or immediately prior to close of business each day.

q. New standards and interpretations adopted

Since 1 July 2022, the Fund has adopted all mandatory standards and amendments of Australian Accounting Standards. Adoption of these standards and amendments did not have a material impact on the Fund's financial results or reporting.

r. New standards and interpretations not yet adopted

Australian Accounting Standards issued but not yet effective

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 these financial statements. None of these are expected to have a material effect on the financial statements of the Fund.

**Notes to the Financial Statements
For the year ended 30 June 2023**

Note 2. Expenses

The amounts paid or due and payable to the Fund's managers in accordance with the PDS were:

	For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
	\$'000	\$'000
Responsible Entity fees	30	17
Management fees	179	99
	209	116

Note 3. Equity

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. As the Fund met all the criteria, the Fund's units have been classified as equity.

Movements in the number of units and equity during the year were as follows:

	For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022	For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
	Units '000	Units '000	\$'000	\$'000
Opening balance	25,324	-	14,757	-
Units issued during the year	7,528	25,789	4,666	23,254
Units redeemed during the year	(1,307)	(465)	(828)	(313)
Net profit / (loss)	-	-	2,009	(8,184)
Closing balance at 30 June	31,545	25,324	20,604	14,757

Note 4. Distributions to unitholders

The Fund distributes annually at 30 June each year, and there has been no distributions during the year (2022: nil).

Note 5. Receivables

	For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
	\$'000	\$'000
Applications to be processed	-	5
Amounts receivable on investments sold	1	-
Interest receivable	2	-
Reduced input tax credits receivable	5	4
Withholding tax reclaimable	9	3
Dividends and distributions receivable	3	1
	20	13

Note 6. Payables

	For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
	\$'000	\$'000
Responsible Entity fees payable	3	2
Management fees payable	16	12
	19	14

**Notes to the Financial Statements
For the year ended 30 June 2023**

Note 7. Financial assets at fair value through profit or loss

	For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
	\$'000	\$'000
Listed equity securities	19,685	14,495
	<u>19,685</u>	<u>14,495</u>

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

Note 8. Cash flow information

	For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
	\$'000	\$'000
a. Reconciliation of cash and cash equivalents		
Cash balance comprises:		
Cash at bank	919	263
Total cash and cash equivalents	<u>919</u>	<u>263</u>
b. Reconciliation of Net profit / (loss) to cash flows from operating activities		
Net profit / (loss)	2,009	(8,184)
Net (gains) / losses on financial assets at fair value through profit or loss	(2,135)	8,119
Net gains from foreign exchange movements	(13)	(20)
Changes in assets and liabilities:		
Increase in payables	5	14
Increase in receivables	(10)	(8)
Net cash outflow from operating activities	<u>(144)</u>	<u>(79)</u>

Note 9. Related Party Disclosures

a. Fundhost Limited - fees

Fundhost Limited (ACN 092 517 087) as Responsible Entity of the Polen Capital Global Small and Mid Cap Fund provides services to the Fund in accordance with the Fund's Constitution. Transactions with the Responsible Entity have taken place on normal commercial terms and conditions.

During the year the following amounts were paid to the Responsible Entity:

	For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
	\$	\$
Responsible Entity fees	<u>30,080</u>	<u>16,720</u>

The amounts due and payable at 30 June to the Responsible Entity in accordance with the Constitution were:

	2023	2022
	\$	\$
Responsible Entity fees	<u>2,676</u>	<u>1,947</u>

b. Montgomery Investment Management Pty Ltd - fees

Montgomery Investment Management Pty Ltd (ABN 58 811 248 074) as Investment Manager of the Polen Capital Global Small and Mid Cap Fund, provides services to the Fund in accordance with the Fund's Constitution. Transactions with the Investment Manager have taken place on normal commercial terms and conditions.

During the year the following amounts were incurred by the Investment Manager:

	For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
	\$	\$
Management fees	<u>178,831</u>	<u>99,397</u>

**Notes to the Financial Statements
For the year ended 30 June 2023**

Note 9. Related Party Disclosures (cont'd)

b. Montgomery Investment Management Pty Ltd - fees (cont'd)

The amounts due and payable at 30 June to the Investment Manager in accordance with the Constitution were:

	2023	2022
	\$	\$
Responsible Entity fees	2,676	1,947
Management fees	15,913	11,573
	<hr/>	<hr/>

No performance fee was paid or payable to the Investment Manager in the financial year (2022: nil).

c. Fundhost Limited - Key Management Personnel

Fundhost Limited as Responsible Entity and Montgomery Investment Management Pty Ltd as Investment Manager are considered key management personnel. The Fund does not employ personnel in its own right.

The Directors of Fundhost Limited, the Responsible Entity, during the year were:

Valerie Anne Monge
Drew Wilson
Robert H Nagel
Paul Ernest Dortkamp (Appointed: 9 March 2023)

There were no other persons with responsibility for planning, directing and controlling the activities of the Fund, directly or indirectly during the year (2022: nil).

Units held in the Polen Capital Global Small and Mid Cap Fund by the Responsible Entity and by the Directors and their respective related parties in aggregate were:

Unitholder	Number of units held	Interest held	Number of units acquired	Number of units disposed	Distributions paid/payable by the Fund
	(Units)	(%)	(Units)	(Units)	(\$)
2023					
Fundhost Limited	100	0.0003	-	-	-
2022					
Fundhost Limited	100	0.0004	100	-	-

Key management personnel are paid by Fundhost Limited. Payments made from the Fund to Fundhost Limited do not include any amounts attributable to the compensation of key management personnel.

The Fund has not made, guaranteed or secured, directly or indirectly, any loans to the key management personnel or their personally related entities at any time during the reporting year (2022: nil).

There were no post-employment benefits paid to a director or key management personnel of the Responsible Entity (2022: nil).

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

d. Montgomery Investment Management Pty Ltd - Key Management Personnel

The Directors of Montgomery Investment Management Pty Ltd during the year were:

Roger Montgomery
David Buckland
Scott Phillips

Units held in the Polen Capital Global Small and Mid Cap Fund by Montgomery Investment Management Pty Ltd, its Directors and their respective related parties in aggregate were:

Unitholder	Number of units held	Interest held	Number of units acquired	Number of units disposed	Distributions paid/payable by the Fund
	(Units)	(%)	(Units)	(Units)	(\$)
2023					
Investors Advantage Pty Ltd	1,719,674	5.45	826,221	-	-
Montgomery Investment Management Pty Ltd	500,000	1.59	-	-	-
2022					
Investors Advantage Pty Ltd	893,453	3.53	893,453	-	-
Montgomery Investment Management Pty Ltd	500,000	1.97	500,000	-	-

**Notes to the Financial Statements
For the year ended 30 June 2023**

Note 10. Auditor's remuneration

	For the period 1 July 2022 to 30 June 2023	For the period 21 October 2021 to 30 June 2022
Amounts received or due and receivable by EY for:	\$	\$
Audit and review of the financial reports of the Fund	15,607	14,586
Compliance plan audit services	4,693	4,386
Tax services	4,510	-
	<u>24,810</u>	<u>18,972</u>

Auditor's remuneration for the financial year ended 30 June 2023 was fully paid by the Investment Manager.

Note 11. Financial risk management

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

The Fund's overall risk management programme focuses on ensuring compliance with the Fund's PDS and seeks to maximise the returns derived for the level of risk to which the Fund is exposed. Financial risk management is carried out by the investment management team at Montgomery Investment Management Pty Ltd.

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

Compliance with the Fund's PDS is reported to the Fundhost Limited Board on a monthly basis.

a. Market risk

(i) Price risk

The Fund is exposed to equity securities and derivative securities price risk. This arises from investments held by the Fund for which prices in the future are uncertain. Where non-monetary financial instruments are denominated in currencies other than the Australian dollar, the price in the future will also fluctuate because of changes in foreign exchange rates. Investments are classified on the Statement of Financial Position as financial assets held at fair value through profit or loss. All securities investments present a risk of loss of capital. The maximum risk resulting from financial instruments is determined by the fair value of the financial instruments.

The Investment Manager aims to reduce price and concentration risk with careful analysis of research from many sources and by interviewing those people who run companies and are responsible for changes which may impact on the Fund's investments. The Fund aims to provide capital growth and distributions over the long term from a portfolio of international equities. The Fund invests in securities, including property trusts and hybrids, listed on international stock exchanges.

The Fund is exposed, particularly through its equity portfolio, to market risks influencing investment valuations. These market risks include changes in a company's internal operations or management, economic factors and also relate to changes in taxation policy, monetary policy, interest rates and statutory requirements.

The table in Note 11(d) summarises the impact of an increase or decrease in the market value of the share portfolio on the Fund's equity at 30 June and profit from operating activities. The analysis is based on the assumptions that the security prices increased or decreased by 10% with all other variables held constant and that the fair value of the Fund's portfolio moved according to this.

**Notes to the Financial Statements
For the year ended 30 June 2023**

Note 11. Financial risk management (cont'd)

a. Market risk (cont'd)

(ii) Interest rate risk

The Fund's interest bearing financial assets expose it to risks associated with the effects of fluctuations in the prevailing level of market interest rates on its financial position and cash flows. The Fund's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rates on classes of financial assets, is as follows:

	Weighted Average Effective Interest		Floating Interest Rate		Non Interest Bearing		Total	
	2023	2022	2023	2022	2023	2022	2023	2022
	%	%	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Financial Assets:								
Cash and cash equivalents	2.48	0.03	919	263	-	-	919	263
Financial assets at fair value through profit or loss			-	-	19,685	14,495	19,685	14,495
Receivables			-	-	20	13	20	13
Total Financial Assets			919	263	19,704	14,508	20,623	14,771
Financial Liabilities (excluding unitholder funds):								
Payables			-	-	19	14	19	14
Distribution payable			-	-	-	-	-	-
Total Financial Liabilities			-	-	19	14	19	14
Net exposure			919	263	19,686	14,494	20,604	14,757

The interest rate risk for financial assets above is not material in terms of the possible impact on profit and loss or total net assets attributable to unitholders. It has therefore not been included in the sensitivity analysis.

(iii) Foreign exchange risk

The Fund holds monetary assets denominated in currencies other than the Australian dollar. Foreign exchange risk arises as the value of monetary securities denominated in other currencies will fluctuate due to changes in exchange rates.

The Fund invests in Australian and overseas stock exchanges, giving the Fund exposure to exchange risk. This risk is managed by strategically setting the Fund's foreign currency exposure to reflect the Investment Manager's medium to long term expectation within the mandate as set out in the PDS. However, for accounting purposes, the Fund does not designate any derivatives as hedges in a hedging relationship, and hence these derivative financial instruments are classified as at fair value through profit or loss.

The table below summarises the Fund's assets and liabilities that are denominated in a currency other than the Australian dollar.

30 June 2023

	CAD \$'000	CHF \$'000	DKK \$'000	EUR \$'000	GBP \$'000	JPY \$'000	KRW \$'000	NOK \$'000	SEK \$'000	USD \$'000	Total \$'000
Monetary											
Cash and cash equivalents	-	-	-	-	-	-	-	-	-	-	-
Receivables	3	3	-	6	-	-	-	-	-	-	12
Payables	-	-	-	-	-	-	-	-	-	-	-
Non-monetary											
Financial assets at fair value through profit or loss	2,710	734	-	3,493	1,480	939	610	312	-	9,075	19,353

30 June 2022

	CAD \$'000	CHF \$'000	DKK \$'000	EUR \$'000	GBP \$'000	JPY \$'000	KRW \$'000	NOK \$'000	SEK \$'000	USD \$'000	Total \$'000
Monetary											
Cash and cash equivalents	(20)	(21)	(8)	(32)	(18)	(8)	-	-	189	(480)	(398)
Receivables	1	2	-	1	-	-	-	-	-	-	4
Payables	-	-	-	-	-	-	-	-	-	-	-
Non-monetary											
Financial assets at fair value through profit or loss	1,531	1,199	662	1,902	1,007	629	722	-	218	6,018	13,888

The table as shown in Note 11(d) shows the Fund's sensitivity to exchange rate fluctuations on its monetary assets. The analysis is based on the assumption that the Australian dollar weakened and strengthened by 10% against foreign currencies to which the Fund is exposed.

**Notes to the Financial Statements
For the year ended 30 June 2023**

Note 11. Financial risk management (cont'd)

b. Liquidity risk

Liquidity risk is defined as the risk that the Fund will encounter difficulty in meeting obligations associated with financial liabilities. Liquidity risk arises because of the possibility that the Fund could be required to pay its liabilities earlier than expected. The Fund is exposed to cash redemption of its redeemable units on a regular basis. Units are redeemable at the holder's option based on the Fund's net asset value per unit at the time of redemption calculated in accordance with the Fund's Constitution.

All financial liabilities have maturity term within a month, other than net assets attributable to unitholders described below.

The liquidity risks associated with the need to satisfy unitholders' requests for redemptions are mitigated by maintaining a constant pool of cash to satisfy usual levels of demand. Normally once Fundhost Limited decides the unitholder can withdraw their money, it takes 5 business days to process the request (although the Constitution for the Fund allows a reasonable period, which could be longer), and funds are then paid to the unitholder in accordance with instructions.

Up to 100% of the Fund's assets can be held in cash when suitable investments cannot be found or in order to manage risk. The Responsible Entity monitors liquidity on a daily basis.

The Fund presents the fair value of its derivative assets and liabilities on a gross basis. Certain derivative financial instruments are subject to enforceable master netting arrangements, such as an International Swaps and Derivatives Association (ISDA) master netting agreement. In certain circumstances, for example, when a credit event such as a default occurs, all outstanding transactions under an ISDA agreement are terminated, the termination value is assessed and only a single net amount is payable in settlement of all transactions. All open contracts are in an asset position, therefore the gross amount represents the net settled position should master netting apply in the event of any default.

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

The Fund monitors the level of daily applications and redemptions relative to the liquid assets in the Fund. The Fund's objective is to outperform the MSCI ACWI SMID Cap Net Total Return Index (Australian dollars) over a rolling 5-year period net of fees.

c. Credit risk

Credit risk primarily arises from investments in debt securities and from trading derivative products. The Fund's exposure to credit risk arises from potential default of the counterpart, with a maximum exposure equal to the carrying amount of the financial assets. Other credit risk arises from cash and cash equivalents, term deposits with banks and amounts due from brokers. At 30 June 2023 and 2022, all receivables, amounts due from brokers, cash and cash equivalents, term deposits with banks with a credit rating of A-1 or higher are either callable on demand or due to be settled within 6 months. Management considers the probability of default to be close to zero as these instruments have a low risk of default and the counterparties have a strong capacity to meet their contractual obligations in the near term. As a result, no loss allowance has been recognised based on 12-month expected credit losses as any such impairment would be wholly insignificant to the Fund. The Fund does not invest in derivative products.

The carrying amount of financial assets approximates fair value as at the reporting date. The Fund trades only with recognised, creditworthy third parties, and as such collateral is not requested nor is it the Fund's policy to securitise its trade and other receivables.

d. Summarised sensitivity analysis

The following table summarises the sensitivity of the Fund's operating profit and net assets attributable to unitholders to foreign exchange risk and other price risk. The reasonably possible movements in the risk variables have been determined based on management's best estimate, having regard to a number of factors, including historical levels of changes in foreign exchange rates, historical correlation of the Fund's 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 shocks resulting from changes in the performance of the economies, markets and securities in which the Fund invests. As a result, historic variations in risk variables are not a definitive indicator of future variations in the risk variables.

	Impact on net profit		Equity	
	Higher/(Lower)		Higher/(Lower)	
	2023	2022	2023	2022
	\$'000	\$'000	\$'000	\$'000
Market value changes				
Share portfolio value +10%	1,968	1,449	1,968	1,449
Share portfolio value -10%	(1,968)	(1,449)	(1,968)	(1,449)
Exchange rate changes				
Exchange rate +10%	(1,759)	(1,263)	(1,759)	(1,263)
Exchange rate -10%	2,150	1,543	2,150	1,543

**Notes to the Financial Statements
For the year ended 30 June 2023**

Note 12. Fair value of financial instruments

Financial instruments carried at fair value are categorised under a three level hierarchy, reflecting the availability of observable market inputs when estimating the fair value. If different levels of inputs are used to measure a financial instrument's fair value, the classification within the hierarchy is based on the lowest level input that is significant to the fair value measurement. The three levels are:

Level 1: Valued using quoted prices in active markets for identical assets or liabilities. These quoted prices represent actual and regularly occurring market transactions on an arm's length basis.

Level 2: Valued using inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices), including: quoted prices in active markets for similar assets or liabilities, quoted prices in markets in which there are few transactions for identical or similar assets or liabilities, and other inputs that are not quoted prices but are observable for the asset or liability. The prices for the Fund are based on redemption unit prices quoted by the investment or trustee.

Level 3: Valued in whole or in part using valuation techniques or models that are based on unobservable inputs that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. Unobservable inputs are determined based on the best information available, which might include the Fund's own data, reflecting the Fund's own assumptions about the assumptions that market participants would use in pricing the asset or liability. Valuation techniques are used to the extent that observable inputs are not available.

The following table shows an analysis of financial instruments at the balance sheet date, recorded at fair value by level of the fair value hierarchy:

30 June 2023	Level 1	Level 2	Level 3	Total
	\$'000	\$'000	\$'000	\$'000
Listed equity securities	19,685	-	-	19,685
Total	19,685	-	-	19,685

30 June 2022	Level 1	Level 2	Level 3	Total
	\$'000	\$'000	\$'000	\$'000
Listed equity securities	14,495	-	-	14,495
Total	14,495	-	-	14,495

Transfers between levels

Management's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period. There were no transfers between levels in the fair value hierarchy at the end of the reporting period (2022: nil).

Note 13. Commitments and contingencies

There were no commitments nor contingent assets and liabilities at 30 June 2023 (2022: nil).

Note 14. Events subsequent to balance date

Other than those items disclosed throughout the financial report, no matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operation of the entity, the results of those operations, or the state of affairs of the entity in future financial years.

Directors' Declaration

In accordance with a resolution of the Directors of the Responsible Entity of Polen Capital Global Small and Mid Cap Fund (the "Fund"), I state that:

In the opinion of the Directors:

- (a) The financial statements and notes are prepared in accordance with the Corporations Act 2001, including:
 - i) complying with Australian Accounting Standards and the Corporations Regulations 2001; and
 - ii) giving a true and fair view of the Fund's financial position as at 30 June 2023 and of its performance for the year ended on that date;
- (b) the financial statements and notes also comply with International Financial Reporting Standards as disclosed in Note 1;
- (c) there are reasonable grounds to believe that the Fund will be able to pay its debts as and when they become due and payable.

On behalf of the Board

A handwritten signature in blue ink, appearing to read 'Drew Wilson', with a stylized flourish at the end.

Drew Wilson
Director
Sydney

Dated this 20th day of September 2023



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Independent Auditor's Report to the unitholders of Polen Capital Global Small and Mid Cap Fund

Opinion

We have audited the financial report of Polen Capital Global Small and Mid Cap Fund (the "Fund"), which comprises the statement of financial position as at 30 June 2023, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of Polen Capital Global Small and Mid Cap Fund is in accordance with the *Corporations Act 2001*, including:

- a) Giving a true and fair view of the Fund's financial position as at 30 June 2023 and of its financial performance for the year ended on that date; and
- b) 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 Fund in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's *APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Information Other than the Financial Report and Auditor's Report Thereon

The directors of Fundhost Limited as the Responsible Entity of the Fund (the "Responsible Entity") are responsible for the other information. The other information is the directors' report accompanying the financial report.

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

In connection with our audit of the financial report, our responsibility is to read the other information 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 of the Responsible Entity 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 Fund's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Fund or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

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



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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.

Ernst & Young

Ernst & Young

Stacey Hooper
Partner
Sydney
20 September 2023