



PM CAPITAL AUSTRALIAN COMPANIES FUND

ANNUAL REPORT For the Year Ended 30 June 2018

PM Capital Australian Companies Fund is a Registered Scheme under the *Corporations Act 2001* (ARSN 092 434 467).

PM Capital Limited (ABN 69 083 644 731), the Scheme's Responsible Entity, is a company limited by shares, incorporated and domiciled in Australia. Its principal place of business is:

PM Capital Limited,
Level 27,
420 George Street,
Sydney NSW 2000

A description of the nature of the Scheme's operations and its principal activities is included in the directors' report.

PM CAPITAL AUSTRALIAN COMPANIES FUND
ANNUAL REPORT
For the Year Ended 30 June 2018

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**PM CAPITAL AUSTRALIAN COMPANIES FUND
DIRECTORS' REPORT**

**PM Capital Limited (ABN 69 083 644 731) as Responsible Entity
for the PM Capital Australian Companies Fund ("the Fund")**

The directors of PM Capital Limited submit the financial report of the Fund for the year ended 30 June 2018.

The directors of PM Capital Limited authorised the financial report for issue on 14 September 2018. The directors of PM Capital Limited have the power to amend and reissue the financial report. PM Capital has relied on the New Zealand Financial Markets Conduct Act 2013, Financial Markets Conduct (Overseas FMC Reporting Entities) Exemption Notice 2016 in respect of its financial statements for the year ended 30 June 2018.

Directors

The following persons were directors of the Responsible Entity ("RE") during the whole of the financial year, and up to the date of this report:

Paul Moore
Jarod Dawson
Benjamin Skilbeck

Principal activities of the Fund

The principal activity of the Fund was investing in companies based in Australia.

Review of operations

On 13 October 2017, the Fund's custodian and prime broker changed from UBS Nominees Pty Ltd and UBS AG respectively, to Morgan Stanley International PLC.

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

	2018	2017
	\$	\$
Operating revenue	68,397	9,365,140
Operating expenses	714,781	1,330,912
Finance costs	3,104	78,021
Total expenses	717,885	1,408,933
(Loss) / profit for the year	(649,488)	7,956,207

Please refer to the Statement of Profit or Loss and Other Comprehensive Income for further details.

Distributions

Accounting and tax distributions for the financial year were \$886,153 (2017: \$1,170,637).

State of affairs

On 26 June 2018, the Fund amended its Constitution to change the obligation to distribute trust income to unitholders effective from the beginning of the tax year (1 July 2017) as part of a process to become eligible to elect into the new Attribution Managed Investment Trust ("AMIT") tax regime for the tax year ended 30 June 2018. A resolution was passed by the Board of the RE on 29 June 2018 to elect into the AMIT tax regime.

There have been no other significant changes in the Fund's state of affairs during the financial year.

Events subsequent to balance date

No matter or circumstance has arisen since the end of the financial year that has significantly affected or may significantly affect the operations of the Fund, the result of those operations or the state of affairs of the Fund in subsequent financial 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.

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

Indemnification of officers

The Responsible Entity has indemnified its directors and officers, including members of the Compliance Committee, from any actions that may arise as a result of acting in their capacity as directors and officers of the Responsible Entity in respect of:

- a) Liability to third parties when acting in good faith; and
- b) Costs and expenses of defending legal proceedings and ancillary matters.

The terms of the policy preclude disclosure of the premium.

**PM CAPITAL AUSTRALIAN COMPANIES FUND
DIRECTORS' REPORT (continued)**

Fees paid to the Responsible Entity and Investment Manager out of Fund Property

The fees paid to the Responsible Entity were \$288,242 (2017: \$261,299) and to the Investment Manager were \$375,319 (2017: \$1,034,115). Refer to Notes 8(a) and 10 to the financial statements.

The number of interests in the Fund held by the Responsible Entity or its associates

As at the end of the financial year, Nil units in the Fund were held by the Responsible Entity and its related parties. Refer to Note 10 to the financial statements.

Interests in the Fund issued during the financial year

The movement in unitholder funds during the year is disclosed in Note 6 to the financial statements.

The value of the Fund's assets and liabilities is disclosed in the Statement of Financial Position and is derived using the basis set out in Note 1 to the financial statements.

Number of interests in the Fund as at the end of the financial year

There were 18,810,461 units on issue at the end of the financial year with a further 140,568 units pending issue as a result of the reinvestment of the 30 June 2018 income distribution.

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 at Sydney this 14th day of September 2018, in accordance with a resolution of the Board of Directors, by:



Benjamin Skilbeck
Director
PM Capital Limited

14 September 2018

**PM CAPITAL AUSTRALIAN COMPANIES FUND
ARSN 092 434 467****AUDITOR'S INDEPENDENCE DECLARATION****To the directors of PM Capital Limited:**

As lead auditor for the audit of the financial report of PM Capital Australian Companies Fund for the year ended 30 June 2018, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (a) the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- (b) any applicable code of professional conduct in relation to the audit.



**D K Swindells
Partner**

**Sydney, NSW
14 September 2018**

PM CAPITAL AUSTRALIAN COMPANIES FUND
RESPONSIBLE ENTITY'S DECLARATION TO THE UNITHOLDERS
FOR THE YEAR ENDED 30 JUNE 2018

1. In the opinion of the directors of the Responsible Entity of the Fund:
 - (a) the financial statements and notes set out on pages 5 to 18 are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with 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 2018 and of its performance for the financial year ended on that date; and
 - (b) there are reasonable grounds to believe that the Fund will be able to pay its debts as and when they become due and payable.
2. The notes to the financial statements include a statement of compliance with International Financial Reporting Standards.

The declaration is made in accordance with a resolution of the directors of PM Capital Limited (ABN 69 083 644 731) as Responsible Entity for the PM Capital Australian Companies Fund.



Benjamin Skilbeck
Director
PM Capital Limited

14 September 2018

PM CAPITAL AUSTRALIAN COMPANIES FUND
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2018

	Note	2018 \$	2017 \$
Revenue			
Dividends		781,638	1,171,475
Interest		150,193	389,821
(Losses)/gains on investments at fair value through profit or loss	7	(915,727)	7,729,672
Gains on foreign exchange		49,605	74,172
Other revenue		2,688	-
Total revenue		68,397	9,365,140
Expenses			
Fees paid to the Responsible Entity	8(a), 10	288,242	261,299
Fees for outsourced functions	8(a), 10	375,319	1,034,115
Finance costs		3,104	78,021
Transaction costs		47,368	33,355
Other operating expenses		3,852	2,143
Total expenses		717,885	1,408,933
(Loss)/profit for the year		(649,488)	7,956,207
Other comprehensive income		-	-
Total comprehensive income		(649,488)	7,956,207
Distributions to unitholders		(886,153)	(1,170,637)
Change in net assets attributable to unitholders - Liability*	6	(1,535,641)	6,785,570
Change in net assets attributable to unitholders - Equity*	6	-	-

* Net assets attributable to unitholders are classified as equity at 30 June 2018 and as a financial liability at 30 June 2017. Refer to Note 1 for further detail.

The Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Notes to the Financial Statements which follow.

PM CAPITAL AUSTRALIAN COMPANIES FUND
STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2018

	Note	2018 \$	2017 \$
Assets			
Current assets			
Cash and cash equivalents	3	7,185,418	3,039,154
Investments - Listed credit and equity securities	2(e)(iii)	29,249,439	31,854,851
Investments - Unlisted convertible notes	2(e)(iii)	976,200	902,310
Investments - Options	2(e)(iii)	174,008	-
Collateral accounts		2	16,662
Receivables	4	271,543	266,895
Total assets		37,856,610	36,079,872
Liabilities			
Current liabilities			
Interest bearing liabilities	3	958,890	1,885,240
Financial liabilities at fair value through profit or loss		-	5,670
Payables	5	651,591	831,416
Total liabilities (30 June 2017: excluding net assets attributable to unitholders)		1,610,481	2,722,326
Net assets attributable to unitholders - liability*	6	-	33,357,546
Net assets attributable to unitholders - equity*	6	36,246,129	-

* Net assets attributable to unitholders are classified as equity at 30 June 2018 and as a financial liability at 30 June 2017. Refer to Note 1 for further detail.

*The Statement of Financial Position should be read in conjunction with
the Notes to the Financial Statements which follow.*

PM CAPITAL AUSTRALIAN COMPANIES FUND
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2018

	Note	2018 \$	2017 \$
Total equity at the beginning of the financial year		-	-
Reclassification due to AMIT tax regime implementation*	6	36,854,613	-
Comprehensive (loss)/income for the period			
Profit/(loss) for the period		-	-
Other comprehensive (loss)/income		-	-
Total comprehensive (loss)/income for the period		-	-
Transactions with unitholders for the period			
Applications	6	9,737	-
Redemptions	6	(919)	-
Reinvestment of distributions		268,850	-
Distributions paid and payable		(886,153)	-
Total transactions with unitholders for the period		(608,485)	-
Total equity at the end of the financial year*		36,246,129	-

*Effective from 29 June 2018, the Fund's units have been reclassified from financial liability to equity. Refer to Note 1 and Note 6 for further detail. As a result, equity transactions, including distributions, have been disclosed in the above statement for the period from 29 June 2018 to 30 June 2018.

*The Statement of Changes in Equity should be read in conjunction with
the Notes to the Financial Statements which follow.*

PM CAPITAL AUSTRALIAN COMPANIES FUND
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2018

	Note	2018 \$	2017 \$
Cash flows from operating activities			
Dividends received		773,093	1,404,457
Interest received		136,303	395,518
Other operating receipts		2,688	-
Fees paid to the Responsible Entity		(286,014)	(261,861)
Fees for outsourced functions		(390,143)	(1,017,826)
Interest paid		(3,104)	(78,021)
Other operating payments		(33,433)	(51,286)
Net cash inflow from operating activities	9	199,390	390,981
Cash flows from investing activities			
Proceeds from sale of investments		14,364,619	21,555,930
Purchase of investments		(12,836,734)	(8,831,809)
Net cash inflow from investing activities		1,527,885	12,724,121
Cash flows from financing activities			
Net applications/(redemptions)		4,155,374	(5,041,467)
Cash distributions		(784,532)	(626,462)
Net cash inflow/(outflow) from financing activities		3,370,842	(5,667,929)
Impact of exchange rate changes on cash and cash equivalents		(25,503)	(36,909)
Net increase in cash and cash equivalents		5,072,614	7,410,264
Cash and cash equivalents at the beginning of the year		1,153,914	(6,256,350)
Cash and cash equivalents at the end of the year	3	6,226,528	1,153,914

*The Statement of Cash Flows should be read in conjunction with
the Notes to the Financial Statements which follow.*

**PM CAPITAL AUSTRALIAN COMPANIES FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2018**

1. Summary of significant accounting policies

PM Capital Australian Companies Fund ("the Fund") was constituted on 20 January 2000. Since that date, nine amended constitutions have been executed, the dates of each amendment being: 3 May 2001, 11 February 2002, 21 October 2002, 19 June 2006, 16 March 2009, 12 March 2012, 29 June 2012, 10 October 2014 and 26 June 2018. The Fund will terminate on 20 January 2080 unless terminated earlier in accordance with the provisions of the Fund's Constitution.

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards, the requirements of the Constitution, other authoritative pronouncements of the Australian Accounting Standards Board, and the *Corporations Act 2001*.

Compliance with Australian Accounting Standards ensures that the financial statements comply with International Financial Reporting Standards. Comparative information is reclassified where appropriate to enhance comparability.

On 5 May 2016, a new tax regime applying to Managed Investment Trusts ("MITs") was established under the *Tax Laws Amendment (New Tax System for Managed Investment Trusts) Act 2016*. The Attribution Managed Investment Trust ("AMIT") regime allows MITs that meet certain requirements to make an irrevocable choice to be an AMIT. In order to allow the Fund to elect into the AMIT tax regime, the Fund's Constitution was amended on 26 June 2018, and the other conditions to adopt the AMIT tax regime have been met allowing the Fund to apply the provisions of the AMIT regime for the tax year ended 30 June 2018. These amendments also resulted in the Responsible Entity no longer being contractually obligated to pay distributions. Consequently the units in the Fund have been reclassified from a financial liability to equity on 29 June 2018. See Note 6 for further information.

(a) Investments

Investments held at fair value through profit or loss are initially recognised at fair value including any transaction costs related to their acquisition. Subsequent to initial recognition, all financial instruments held at fair value through profit or loss are accounted for at fair value, with changes to such values recognised in profit or loss.

Details of how the Fund values its investments are shown in Note 2(e).

Investments are recognised on a trade date basis.

(b) 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

Transactions during the year denominated in foreign currency have been translated at the exchange rate prevailing at the transaction date. Overseas investments and currency, together with any accrued income, are translated at the exchange rate prevailing at the balance date. Foreign exchange gains and losses resulting from the settlement of such transactions, and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies, are recognised in profit or loss. Net exchange gains and losses arising on the revaluation of investments are included in Gains/(Losses) on investments at fair value through profit or loss.

Hedging may be undertaken in order to avoid or minimise possible adverse financial effects of movements in exchange rates. Hedging gains or losses are included in profit or loss, as part of Gains/(Losses) on foreign exchange.

(c) Income tax

Under current legislation, the Fund is not subject to income tax provided that taxable income (including assessable capital gains) is attributed to unitholders under the AMIT regime.

The unit price of the Fund is based upon the net fair value of underlying assets and thus may include a share of unrealised capital gains.

Realised capital losses are not distributed/attribution to unitholders but are retained in the Fund to be offset against any realised capital gains. If realised capital gains exceed realised capital losses, the excess is distributed/attribution to unitholders.

The Fund currently has withholding tax imposed by certain countries on investment income. Such income is recorded net of withholding tax in profit or loss. The benefits of imputation credits and withholding tax are passed on to unitholders.

**PM CAPITAL AUSTRALIAN COMPANIES FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2018 (CONTINUED)**

1. Summary of significant accounting policies (continued)

(d) Goods and services tax ("GST")

The Fund is registered for GST and currently claims 75% or 55% of the GST incurred depending on the nature of the expense. The unclaimable portion is written off as an expense.

(e) Revenue and expenses

Revenue and expenses are brought to account on the accrual basis. Changes in the net fair value of investments are recognised in profit or loss.

(f) Distributions

Distributions to unitholders comprise the distributable income of the Fund. The distributions are payable at the end of June each year. If the unitholder has elected to reinvest, the amount to be reinvested is not recorded as a payable. Amounts payable in cash at balance date are recorded as a current liability. Distributions are recognised in the statement of changes in equity as transactions with unitholders from 29 June 2018. See Note 6 for further information.

(g) Net assets attributable to unitholders

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

The units can be put back to the Fund at any time for cash based on the relevant price.

The units are carried at the redemption amount that is payable at the reporting date if the holder exercises the right to put the units back to the Fund.

Units are classified as equity when they satisfy the following criteria in 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 Fund'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 Fund, and is not a contract settled in the Fund's own equity instruments; and
- the total expected cash flows attributable to the puttable financial instrument over the life of the instrument are based substantially on the profit or loss.

As at 30 June 2017, net assets attributable to unitholders are classified as a financial liability. Effective from 29 June 2018, the Fund's units have been reclassified from financial liability to equity as they satisfied all the above criteria.

(h) Cash and cash equivalents

For the purpose of 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 that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within Interest bearing liabilities in Current Liabilities in the Statement of Financial Position.

(i) Receivables

Receivables may include amounts for dividends, interest and securities sold. Dividends are receivable when they have been declared and are legally payable. Interest is accrued at the balance date from the time of last payment. Amounts receivable for securities sold are recorded when a sale has occurred.

(j) Payables

These amounts represent liabilities for amounts owing by the Fund at year end which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

(k) Portfolio valuation

The Fund calculates its net asset value daily for purposes of unit applications and redemptions. The net asset value of the Fund is calculated by deducting from the value of the Fund's gross assets the value of the liabilities of the Fund, excluding net assets attributable to unitholders.

**PM CAPITAL AUSTRALIAN COMPANIES FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2018 (CONTINUED)**

1. Summary of significant accounting policies (continued)

(l) Derivative financial instruments

The Fund may invest in financial derivatives. Derivative financial instruments are accounted for on the same basis as the underlying investment exposure. Gains and losses relating to financial derivatives are included in profit or loss as part of Gains/(Losses) on Investments at fair value through profit or loss.

(m) New accounting standards not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for the 30 June 2018 reporting period and have not been early adopted by the Fund. The directors' assessment of the impact of these new standards and interpretations (to the extent relevant to the Fund) is set out below:

- AASB 9 Financial Instruments (and applicable amendments) (effective for financial periods beginning on or after 1 January 2018)

AASB 9 addresses the classification, measurement and derecognition of financial assets and financial liabilities. It has now also introduced revised rules around hedge accounting and impairment. The Standard is available for early adoption. The directors do not expect this Standard to have a significant impact on the recognition and measurement of the Fund's financial instruments as they are carried at fair value through profit or loss, and will remain so under the new Standard.

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

2. Financial risk management

(a) Objectives, strategies, policies and processes

The Fund's activities are exposed to different types of financial risks. These risks include market risk (including foreign currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Fund may employ derivative financial instruments to hedge these risk exposures in order to minimise the effects of these risks. The use of derivatives is an essential part of proper portfolio management and is not managed in isolation. Consequently, the use of derivatives is multifaceted and includes, but is not limited to:

- hedging to protect an asset of the Fund against a fluctuation in market values or foreign exchange rates or to reduce volatility;
- as a substitute for physical securities;
- adjusting asset exposures within the parameters set in the investment strategy; and
- adjusting the interest rate duration of fixed interest securities.

(b) Market risk

Market risk is the risk that the fair value of financial instruments will fluctuate. These fluctuations can be caused by market volatility, interest rate volatility, economic cycles, political events and levels of economic growth, both global and domestic. The Fund is materially exposed to one type of market risk, namely price risk. Market risk exposures are assessed and managed through employing established investment strategies.

The Fund has a focused portfolio and, due to the concentrated nature of the Fund's investments, considerable short term volatility may be experienced. The Fund may also short specific securities that, in the opinion of the Investment Manager, are overvalued. All of the portfolio positions are subject to research and peer group review and if appropriate opportunities cannot be found the Fund will hold cash until new opportunities arise. Leverage may be used on what is judged by the Investment Manager as a prudent basis to take advantage of investment opportunities. As part of its risk management strategy, the Fund uses futures, options and forward currency contracts to manage exposures resulting from changes in interest rates, foreign currencies, credit spreads and equity price risks.

(i) Foreign currency risk

Of the net assets of the Fund, \$30,175,008 or 83% (2017: \$27,562,578 or 83%) is denominated in Australian Dollars. Any reasonably possible changes in foreign currency will not have a material impact on the equity or profit or loss of the Fund.

(ii) Interest rate risk

Of the assets (liabilities), on a net basis, \$10,131,324 (2017: \$5,141,530) is exposed directly to interest rate risk. Any reasonably possible change in interest rates will not have a material impact on the equity or profit or loss of the Fund.

**PM CAPITAL AUSTRALIAN COMPANIES FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2018 (CONTINUED)**

2. Financial risk management (continued)

(b) Market risk (continued)

(iii) Price risk

Price risk is the risk that the fair value of financial instruments will fluctuate, whether those changes are specifically related to an individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

The Fund is exposed to price risk for its investments in both listed and unlisted securities. The price risk of a security is dependent upon the financial circumstances of the company in which the security is purchased, including its profits, earnings and cash flows. The return on a security may also be affected by the quality of company management, the general health of the sector in which it operates and government policy.

In cases where financial instruments are denominated in currencies other than the Australian dollar, future prices will also fluctuate because of changes in foreign exchange rates. Refer to Note 2(b)(i) for foreign currency risk. Securities present a risk of loss of capital.

The Investment Manager's security selection process is fundamental to exposure to price risk. Whilst the ASX 200 is used in measuring relative performance of the Fund, risk in the view of the Investment Manager is not limited to relative performance versus a benchmark, but more so the prospect of losing money (i.e. absolute returns) over the long term. The Fund seeks a diversified range of investments whose business and growth prospects are being undervalued by the market. As a result, the Fund's securities holdings vary considerably from the composition of the index.

The Fund's overall market positions are monitored on an ongoing basis by the Investment Manager.

The Fund's net exposure to listed credit and equity securities as at 30 June 2018 and 30 June 2017 are summarised below:

Industry Groups	2018 \$	2017 \$
Financials	17,147,653	19,561,631
Information Technology	4,094,431	3,664,850
Consumer Discretionary	1,794,626	3,019,153
Industrials	2,518,250	2,938,224
Real Estate	765,885	-
Prefs/Bonds	2,928,594	1,633,593
Health care	-	1,037,400
Total	29,249,439	31,854,851

Price sensitivity

The directors of PM Capital Limited believe that it is errant to try to estimate future returns. Market returns can be somewhat volatile and returns from year to year can have a fairly wide variance. As such, PM Capital Limited uses a sensitivity analysis that directors consider is more commensurate with the risk profile of the Fund.

As at reporting date, if the listed credit and equity security prices had increased/(decreased) by 5% [2017: 5%] with all other variables being constant, this would have increased/(decreased) the net assets attributable to unitholders by approximately +/- \$1,462,472 [2017: +/- \$1,592,743].

(c) Credit risk

Credit risk is the risk that a counterparty or issuer will fail to perform contractual obligations (i.e. default in either whole or part) under a contract causing the Fund to make a financial loss.

Market prices generally incorporate credit assessments into valuations, and risk of loss is implicitly provided for in the carrying value of assets and liabilities as they are marked to market at balance date.

**PM CAPITAL AUSTRALIAN COMPANIES FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2018 (CONTINUED)**

2. Financial risk management (continued)

(c) Credit risk (continued)

The total credit risk for assets including fixed income and equity securities is therefore limited to the amount carried in the Statement of Financial Position.

The Investment Manager minimises the Fund's concentrations of credit risk by adopting a number of procedures, including the following:

- Undertaking transactions with a large number of counterparties on recognised and reputable exchanges; and
- Ensuring that OTC counterparties are approved, enter into appropriate contractual documentation, and in some cases provide collateral to fulfil obligations to which they are liable.

The contractual credit risk of assets is represented by the net payments or receipts that remain outstanding, and the cost of replacing the derivative position in the event of a counterparty default. There are no financial assets that are past due or impaired as at balance date.

An analysis of the credit risk exposure by ratings of the counterparties for the Fund's holdings of unlisted and listed credit securities is set out in the table below.

Rating (S&P)	2018 \$	2017 \$
Unlisted credit securities		
These are classified as current assets despite their maturity dates, as the assets are held for trading.		
Fixed rate bonds, floating rate notes and swaps, and other interest-bearing instruments that have a maturity date beyond the next twelve months:		
Not Rated	976,200	902,310
Total unlisted credit securities	976,200	902,310
Listed credit securities		
A+ / (-)	-	1,435,051
BBB	2,057,736	1,633,593
BB + / (-)	870,858	-
Total listed credit securities	2,928,594	3,068,644

Listed credit securities are included within listed credit and equity securities in the Statement of Financial Position as follows:

Listed credit securities	2,928,594	3,068,644
Listed equity securities	26,320,845	28,786,207
Total listed credit and equity securities	29,249,439	31,854,851

The Responsible Entity has appointed Morgan Stanley & Co. International Plc ("Morgan Stanley") as both Prime Broker and Custodian to the Fund. Morgan Stanley is subject to regulatory oversight and capital requirements imposed by the Financial Services Authority (UK) and, where applicable to its Australian operations, the Australian Securities and Investments Commission. As at the date of this report, Morgan Stanley has a credit rating of A+ (S&P) for long term and a rating of A-1 for short term debt.

**PM CAPITAL AUSTRALIAN COMPANIES FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2018 (CONTINUED)**

2. Financial risk management (continued)

(c) Credit risk (continued)

The terms of the Prime Broker Agreement provide that Morgan Stanley may utilise custodial assets for its own lending and financing purposes (including to borrow, lend, charge, rehypothecate, and dispose of) up to, but not exceeding, 180% (2017: UBS: 140%) of the value of the Fund's outstanding liabilities with Morgan Stanley. These assets are owned by Morgan Stanley in its Prime Broker capacity. Under the terms of the Prime Broker Agreement, Morgan Stanley is obliged to return to the Fund the equivalent custodial assets irrespective of what transpires between it and any third party with whom Morgan Stanley has transacted. Cash holdings with Morgan Stanley are not subject to this arrangement.

All other custodial assets not subject to the Prime Broking arrangement outlined above are held by Morgan Stanley in its capacity as a Custodian in a segregated asset pool, as is required by the Financial Services Authority (UK).

As at balance date, the maximum value of the Fund's gross assets available to Morgan Stanley for its lending and financing activities is \$1,726,002 (2017: UBS: \$2,639,336). This is the maximum value available to Morgan Stanley, however the actual amount utilised by Morgan Stanley may be less. Under the Prime Broker arrangements in place, the amount does not require disclosure by Morgan Stanley. The maximum net exposure to the Prime Broking activities of Morgan Stanley, after offsetting the Fund's outstanding liabilities with Morgan Stanley, approximates \$767,112 (2017: UBS: \$754,096) as at balance date.

The credit position of the Fund is monitored on an ongoing basis by the Investment Manager.

(d) Liquidity risk

Liquidity risk is the risk that the Fund will encounter difficulty in meeting its financial obligations. This risk is mitigated through investing sufficient funds in cash and in instruments that are tradeable in liquid markets, and that are readily convertible to cash, to meet daily operating requirements.

The Constitution of the Fund provides for the daily application and redemption of units, therefore it is exposed to the liquidity risk of meeting unitholder redemptions at any time. The Constitution of the Fund also allows borrowing from its prime broker, Morgan Stanley & Co. International PLC, to take account of opportunities that may exist in the market.

The Fund's liquidity position is monitored on an ongoing basis by the Investment Manager.

(e) Fair value measurements

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

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

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

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

(i) Fair value in an active market (Level 1)

The fair value of financial assets and liabilities traded in active markets (such as publicly traded derivatives and listed equity securities) is based on quoted market prices at the close of trading at the end of the reporting period without any deduction for estimated future selling costs.

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

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

PM CAPITAL AUSTRALIAN COMPANIES FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2018 (CONTINUED)

2. Financial risk management (continued)

(e) Fair value measurements (continued)

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

The fair value of financial assets and liabilities that are not traded in an active market are valued with reference to external third party pricing information. These assets and liabilities include options.

(iii) Recognised fair value measurements

The following table presents the Fund's financial assets and liabilities measured and recognised at fair value at 30 June 2018 and 30 June 2017:

2018	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
Financial assets at fair value through profit or loss				
Listed credit and equity securities	29,249,439	-	-	29,249,439
Unlisted convertible notes	976,200	-	-	976,200
Options	-	174,008	-	174,008
	30,225,639	174,008	-	30,399,647
2017				
Financial assets at fair value through profit or loss				
Listed credit and equity securities	31,854,851	-	-	31,854,851
Unlisted convertible notes	902,310	-	-	902,310
	32,757,161	-	-	32,757,161
Financial liabilities at fair value through profit or loss				
Options	-	5,670	-	5,670
	-	5,670	-	5,670

(iv) Transfer 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.

(v) Fair value of financial instruments not carried at fair value

The carrying values of receivables, payables and collateral accounts are assumed to approximate their fair values.

	2018	2017
	\$	\$
3. Cash and cash equivalents and interest bearing liabilities		
<i>Cash and cash equivalents</i>		
Cash at bank (Custodian)	7,185,418	3,039,154
<i>Interest bearing liabilities</i>		
Overdraft at Custodian	(958,890)	(1,885,240)
	6,226,528	1,153,914

Cash at bank (Custodian) is a cash facility offered by the Custodian.

Cash overdraft at Custodian is a cash facility offered by the Custodian. The Custodian in its role as Prime Broker has been granted a floating charge over the assets of the Fund to secure any liabilities to the Prime Broker.

PM CAPITAL AUSTRALIAN COMPANIES FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2018 (CONTINUED)

	2018 \$	2017 \$
4. Receivables		
Dividends receivable	248,452	239,907
Interest receivable	17,937	4,047
GST and Tax credits	5,154	22,941
	271,543	266,895

5. Payables		
Distributions payable to unitholders	616,517	783,746
Accruals	35,074	47,670
	651,591	831,416

6. Changes in 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. The Fund classifies a financial instrument as an equity instrument from the date when the instrument meets those criteria.

Prior to 29 June 2018 the Fund classified its net assets attributable to unitholders as liabilities in accordance with AASB 132. On 29 June 2018, the Responsible Entity of the Fund elected into the AMIT tax regime for the tax year ended 30 June 2018. The Fund's Constitution was amended on 26 June 2018 and it no longer has a contractual obligation to pay distributions to unitholders. Therefore the net assets attributable to unitholders of the Fund meet the criteria set out in AASB 132 and are classified as equity from 29 June 2018 onwards.

As a result of the reclassification of net assets attributable to unitholders from liabilities to equity, the Fund's distributions are no longer classified as finance costs attributable to unitholders in the statement of comprehensive income, but rather as dividends paid in the statement of changes in equity.

	2018 \$	2017 \$
Opening balance*	33,357,546	31,226,552
Applications	11,122,921	2,044,425
Redemptions	(6,967,547)	(7,085,890)
Reinvestments	268,850	386,889
Change in net assets attributable to unitholders	(1,535,641)	6,785,570
Profit/(loss) for the period	-	-
Net assets attributable to unitholders per statement of financial position	36,246,129	33,357,546
Less distribution reinvestments	(268,850)	(386,889)
Closing Balance*	35,977,279	32,970,657
Number of units on issue at year end	18,810,461	16,547,732
Net assets value per unit at year end	\$1.9126	\$1.9925

* Net assets attributable to unitholders are classified as equity at 30 June 2018 and as a financial liability at 30 June 2017. Refer to Note 1 for further details.

Capital risk management

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

The Fund manages its redemption requirements through maintaining either a level of cash and cash equivalents or borrowing capacity to meet daily operating requirements. The Fund's Constitution allows borrowing from its prime broker, Morgan Stanley, to meet operating requirements where needed.

PM CAPITAL AUSTRALIAN COMPANIES FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2018 (CONTINUED)

	2018 \$	2017 \$
7. (Losses) / Gains on investments at fair value through profit or loss		
Listed credit and equity securities	(1,323,334)	7,641,928
Options	208,717	32,723
Unlisted credit securities and swaps	198,890	55,021
	(915,727)	7,729,672

8. Expenses

(a) Fees paid to the Responsible Entity and Fees for outsourced functions

The following fees are charged by the Responsible Entity and the Investment Manager:

- (i) Management fees; and
- (ii) Performance fees.

These fees are paid at rates which, after the Fund recovers the GST related to the payments, results in a cost to the Fund at the rates noted below.

Management fees

Management fees at a rate of 1.09% per annum of the capital invested in the Fund are assessed and payable on a monthly basis.

The management fee is remitted as follows:

- (i) 0.79% (2017: 0.79%) to the Responsible Entity for responsible entity and administration services; and
- (ii) 0.3% (2017: 0.3%) to the Investment Manager.

Performance fees

The performance fee of the Fund is equal to 20% p.a. of any investment return on each unit in the Fund in excess of the Reserve Bank of Australia cash rate that prevails at the commencement of a performance fee period, subject to a "high water mark", and after taking into account the management fee.

The performance fee is remitted to the Investment Manager.

Further details of the calculation of these fees can be found in the current offer document. Refer to Note 10 for further details.

	2018 \$	2017 \$
(b) Auditor's remuneration		
Audit and review of the financial reports	39,350	40,534
Other services	10,530	11,546
	49,880	52,080

The auditor's remuneration is an expense of the Responsible Entity. Other services comprise income tax compliance and other compliance services.

	2018 \$	2017 \$
9. Reconciliation of (Loss) / Profit for the year to net cash flows from operating activities		
(Loss)/Profit for the year	(649,488)	7,956,207
Losses/(Gains) on investments at fair value through profit or loss	915,727	(7,729,672)
(Gains) on foreign exchange	(49,605)	(74,172)
Changes in assets and liabilities		
(Increase)/Decrease in receivables	(4,648)	222,891
(Decrease)/Increase in payables	(12,596)	15,727
Net cash flows from operating activities	199,390	390,981

**PM CAPITAL AUSTRALIAN COMPANIES FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2018 (CONTINUED)**

10. Related party transactions

Details of fees and other expenses paid to the Responsible Entity are set out in Note 8(a) and in the Statement of Profit or Loss and Other Comprehensive Income. Details of fees and other expenses paid to the Investment Manager are set out in Note 8(a) and in the Statement of Profit or Loss and Other Comprehensive Income.

The Investment Manager (MAPP Pty Ltd as trustee for MAPP Trust) is a Corporate Authorised Representative of PM Capital Limited, and is controlled by the same entities or parties that control PM Capital Limited.

Key management personnel ("KMP")

The Fund does not employ personnel in its own right. However it is required to have an incorporated Responsible Entity to manage the activities of the Fund and this is considered the KMP. The directors of the Responsible Entity are key management personnel of that entity and their names are Paul Moore, Jarod Dawson and Benjamin Skilbeck.

During the year, the Fund expensed an amount of \$288,242 (2017: \$261,299) as fees paid or payable to the Responsible Entity and as at balance date an amount of \$24,365 (2017: \$22,137) owing to the Responsible Entity is included in accruals and is interest free.

Also during the year, the Fund expensed an amount of \$375,319 (2017: \$1,034,115) as fees paid or payable to the Investment Manager and as at balance date an amount of \$10,709 (2017: \$25,533) owing to the Investment Manager is included in accruals and is interest free.

No compensation is paid directly by the Fund to any of the key management personnel of the Responsible Entity.

Number of investment interests held

All transactions with related parties are conducted on normal commercial terms and conditions, with the exception of management fee rebates to certain related parties by the Responsible Entity, which has the effect of increasing distributions paid to these related parties where an election is made to re-invest the rebate. The reimbursement is then included in other income by the Fund. From time to time the Responsible Entity may invest in or withdraw from the Fund. These investments or withdrawals are on the same terms and conditions as those entered into by other Fund investors.

Investment interests held in the Fund by the Responsible Entity and its related parties are as follows:

	Opening Units Held	Number of Units Acquired	Number of Units Redeemed	Units Acquired via Distributions Reinvestments	Closing Units Held	Distributions paid/payable By the Fund
	(Units)	(Units)	(Units)	(Units)	(Units)	(\$)
2018	603,433	-	(603,433)	-	-	-
2017	585,172	-	-	18,261	603,433	43,051

11. Events subsequent to balance date

No matter or circumstance has arisen since the end of the financial year that has significantly affected or may significantly affect the operations of the Fund, the result of those operations or the state of affairs of the Fund in subsequent financial years.

**PM CAPITAL AUSTRALIAN COMPANIES FUND
ARSN 092 434 467****INDEPENDENT AUDITOR'S REPORT**

To the members of PM Capital Australian Companies Fund:

Opinion

We have audited the financial report of PM Capital Australian Companies Fund ("the Fund"), which comprises the statement of financial position as at 30 June 2018, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration of the Responsible Entity, PM Capital Limited, for the Fund.

In our opinion, the accompanying financial report of the 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 2018 and of its financial performance for the year then ended; 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* ("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 are responsible for the other information. The other information comprises the information included in the Fund's annual report for the year ended 30 June 2018, 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 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.

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**PM CAPITAL AUSTRALIAN COMPANIES FUND
ARSN 092 434 467**

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

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 ability of the Fund 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 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 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 Responsible Entity'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.

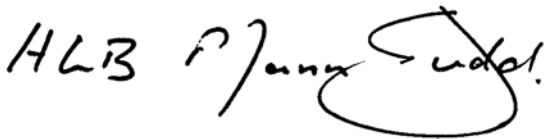
PM CAPITAL AUSTRALIAN COMPANIES FUND
ARSN 092 434 467

INDEPENDENT AUDITOR'S REPORT

Auditor's Responsibilities for the Audit of the Financial Report (continued)

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.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

A handwritten signature in black ink that reads 'HLB Mann Judd'.

HLB Mann Judd
Chartered Accountants

Sydney, NSW
14 September 2018

A handwritten signature in black ink that reads 'D K Swindells'.

D K Swindells
Partner