

Pzena Emerging Markets Value Fund

ARSN 613 119 681

Annual report

For the year ended 30 June 2023

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Independent auditor's report to the unit holders of Pzena Emerging Markets Value Fund

This annual report covers Pzena Emerging Markets Value Fund as an individual entity.

The Responsible Entity of Pzena Emerging Markets Value Fund is Equity Trustees Limited (ABN 46 004 031 298) (AFSL 240975).

The Responsible Entity's registered office is:

Level 1, 575 Bourke Street
Melbourne, VIC 3000.

Directors' report

The directors of Equity Trustees Limited, the Responsible Entity of Pzena Emerging Markets Value Fund (the "Fund"), present their report together with the financial statements of the Fund for the year ended 30 June 2023.

Principal activities

The principal activity of the Fund is to invest in accordance with the investment objective and guidelines as set out in the Fund's current Product Disclosure Statement and its Constitution.

The Fund did not have any employees during the year.

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

The various service providers for the Fund are detailed below:

Service	Provider
Responsible Entity	Equity Trustees Limited
Investment Manager	Pzena Investment Management, LLC
Custodian and Administrator	The Northern Trust Company
Statutory Auditor	KPMG

Directors

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

Philip D Gentry	Chairman
Michael J O'Brien	
Russell W Beasley	
Mary A O'Connor	
David B Warren	(appointed 6 March 2023)

Review and results of operations

During the year, the Fund continued to invest funds in accordance with its Product Disclosure Statement and the provisions of the Fund's Constitution.

The Fund's performance was 25.1% (net of fees) for the year ended 30 June 2023. The Fund's benchmark, the MSCI Emerging Markets Index, with net dividends reinvested returned 5.1% for the same year.

Fund performance is calculated based on the percentage change in the Redemption Price of the Fund over the period (With any distributions paid during the period reinvested). Returns are disclosed after fees and expenses but before taxes.

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

	Year ended	
	30 June 2023	30 June 2022
Profit/(loss) for the year (\$)	14,985,795	(10,287,730)
Distributions paid and payable (\$)	21,803,740	4,314,624
Distributions (cents per unit)	114.36	3.74

Directors' report (continued)

Significant changes in the state of affairs

From 1 July 2022, the Fund no longer met the eligibility requirements in order to be classified as a Managed Investment Trust and was no longer governed by the AMIT tax regime. Consequently the units have been reclassified from equity to financial liability effective 1 July 2022, refer to Note 8 for further information.

David B Warren was appointed as a director of Equity Trustees Limited on 6 March 2023.

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

Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2023 that has significantly affected, or may have a significant effect on:

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

Likely developments and expected results of operations

The Fund will continue to be managed in accordance with the investment objectives and guidelines as set out in the Product Disclosure Statement and 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 and insurance of officers

No insurance premiums are paid for out of the assets of the Fund in regards to insurance cover provided to the officers of Equity Trustees Limited. So long as the officers of Equity Trustees Limited act in accordance with the Fund's Constitution and the Law, the officers remain indemnified out of the assets of the Fund against losses incurred while acting on behalf of the Fund.

Indemnification of auditor

The auditor of the Fund is in no way indemnified out of the assets of the Fund.

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

Fees paid to the Responsible Entity and its associates out of Fund's property during the year are disclosed in Note 15 of the financial statements.

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

The number of interests in the Fund held by the Responsible Entity or its associates as at the end of the year are disclosed in Note 15 to the financial statements.

Interests in the Fund

The movement in units on issue in the Fund during the year is disclosed in Note 8 to the financial statements.

The value of the Fund's assets and liabilities is disclosed in the statement of financial position and derived using the basis set out in Note 2 to the financial statements.

Environmental regulation

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

Rounding of amounts to the nearest dollar

Amounts in the Directors' report have been rounded to the nearest dollar in accordance with *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191*, unless otherwise indicated.

Directors' report (continued)

Auditor's independence declaration

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

This report is made in accordance with a resolution of the directors of Equity Trustees Limited through a delegated authority given by Equity Trustees Limited's Board.



Philip D Gentry
Chairman

Melbourne
21 September 2023



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

To the Directors of Equity Trustees Limited, the Responsible Entity of Pzena Emerging Markets Value Fund:

I declare that, to the best of my knowledge and belief, in relation to the audit of Pzena Emerging Markets Value Fund for the financial year ended 30 June 2023 there have been:

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


KPMG


Quang Dang
Partner

Sydney
21 September 2023

Statement of comprehensive income

		Year ended	
		30 June 2023	30 June 2022
	Note	\$	\$
Investment income			
Interest income from financial assets at amortised cost		21,231	-
Dividend income		3,420,110	5,963,400
Net foreign exchange gain/(loss)		(341,725)	(10,556)
Net gains/(losses) on financial instruments at fair value through profit or loss		<u>13,582,671</u>	<u>(14,313,802)</u>
Total investment income/(loss)		<u>16,682,287</u>	<u>(8,360,958)</u>
Expenses			
Management fees and costs		846,102	1,197,087
Withholding taxes		415,334	645,628
Transaction costs		<u>435,056</u>	<u>84,057</u>
Total expenses		<u>1,696,492</u>	<u>1,926,772</u>
Profit/(loss) before finance costs attributable to unit holders for the year		<u>14,985,795</u>	<u>(10,287,730)</u>
Finance costs attributable to unit holders			
Distributions to unit holders*	9	(21,803,740)	-
(Increase)/decrease in net assets attributable to unit holders	8	<u>6,817,945</u>	-
Profit/(loss) for the year		<u>-</u>	<u>(10,287,730)</u>
Other comprehensive income		-	-
Total comprehensive income for the year		<u>-</u>	<u>(10,287,730)</u>

*Net assets attributable to unit holders are reclassified from equity to liability from 1 July 2022. As a result, the Fund's distributions are classified as finance costs in the statement of comprehensive income. Refer to Note 1 and 8 for further detail.

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

Statement of financial position

		As at	
	Note	30 June 2023 \$	30 June 2022 \$
Assets			
Cash and cash equivalents	10	420,951	4,895,157
Receivables	12	266,181	970,670
Financial assets at fair value through profit or loss	5	<u>8,167,166</u>	<u>127,709,368</u>
Total assets		<u>8,854,298</u>	<u>133,575,195</u>
Liabilities			
Distributions payable	9	969,139	4,314,624
Payables	13	224,376	384,353
Due to brokers - payables for securities purchased		60,913	86,306
Financial liabilities at fair value through profit or loss	6	<u>43</u>	<u>206</u>
Total liabilities (excluding net assets attributable to unit holders)		<u>1,254,471</u>	<u>4,785,489</u>
Net assets attributable to unit holders - liability*	8	<u>7,599,827</u>	<u>-</u>
Net assets attributable to unit holders - equity*	8	<u>-</u>	<u>128,789,706</u>

*Net assets attributable to unit holders are classified as a financial liability at 30 June 2023 and as equity at 30 June 2022. Refer to Note 1 and 8 for further detail.

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

Statement of changes in equity

		Year ended	
	Note	30 June 2023	30 June 2022
		\$	\$
Total equity at the beginning of the financial year		128,789,706	135,163,069
Reclassification from equity to liability		(128,789,706)	-
Comprehensive income for the financial year			
Profit/(loss) for the year		-	(10,287,730)
Other comprehensive income		-	-
Total comprehensive income		-	(10,287,730)
Transactions with unit holders			
Applications	8	-	746,202
Redemptions	8	-	-
Reinvestment of distributions	8	-	7,482,789
Distributions paid and payable	8	-	(4,314,624)
Total transactions with unit holders		-	3,914,367
Total equity at the end of the financial year		-	128,789,706

During the year management reviewed the classification of net assets attributable to unit holders and concluded that units in the Fund no longer met the classification of equity for the year ended 30 June 2023. As such, units in the fund have been reclassified as a financial liability. Refer to Note 1 and Note 8 for further detail.

As a result, the Fund's distributions to unit holders and (increase)/decrease in net assets attributable to unit holders have been classified as finance costs in the statement of comprehensive income.

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

Statement of cash flows

	Note	Year ended	
		30 June 2023	30 June 2022
		\$	\$
Cash flows from operating activities			
Proceeds from sale of financial instruments at fair value through profit or loss		155,268,879	21,846,663
Payments for purchase of financial instruments at fair value through profit or loss		(22,169,562)	(25,819,705)
Interest income received from financial assets at amortised cost		21,231	-
Net foreign exchange gain/(loss)		(341,701)	(10,722)
Dividends received		3,717,141	5,004,820
Management fees and costs paid		(1,028,221)	(1,192,599)
Transaction costs paid		(420,790)	(84,057)
Net cash inflow/(outflow) from operating activities	11(a)	<u>135,046,977</u>	<u>(255,600)</u>
Cash flows from financing activities			
Proceeds from applications by unit holders		6,700,000	521,453
Payments for redemptions by unit holders		(125,357,576)	-
Distributions paid to unit holders		(20,863,583)	(28,387)
Net cash inflow/(outflow) from financing activities		<u>(139,521,159)</u>	<u>493,066</u>
Net increase/(decrease) in cash and cash equivalents		(4,474,182)	237,466
Cash and cash equivalents at the beginning of the year		4,895,157	4,657,525
Effects of foreign currency exchange rate changes on cash and cash equivalents		(24)	166
Cash and cash equivalents at the end of the year	10	<u>420,951</u>	<u>4,895,157</u>
Non-cash operating and financing activities	11(b)	4,285,642	7,707,538

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

Notes to the financial statements

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1 General information

These financial statements cover Pzena Emerging Markets Value Fund, (the "Fund") as an individual entity. The Fund is an Australian registered managed investment scheme which was constituted on 10 June 2016 and will terminate in accordance with the provisions of the Fund's Constitution or by Law.

The Responsible Entity of the Fund is Equity Trustees Limited (ABN 46 004 031 298) (AFSL 240975) (the "Responsible Entity"). The Responsible Entity's registered office is Level 1, 575 Bourke Street, Melbourne, VIC 3000. The financial statements are presented in the Australian currency unless otherwise noted.

The principal activity of the Fund is to invest in accordance with the investment objective and guidelines as set out in the Fund's current Product Disclosure Statement and its Constitution.

From 1 July 2022, the Fund no longer met the eligibility requirements in order to be classified as a Managed Investment Trust and was no longer governed by the AMIT tax regime. Consequently the units have been reclassified from equity to financial liability effective 1 July 2022, refer to Note 8 for further information.

The financial statements were authorised for issue by the directors on the date the Directors' declaration was signed. The directors of the Responsible Entity have the power to amend and reissue the financial statements.

2 Summary of significant accounting policies

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 text.

(a) Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001* in Australia. The Fund is a for-profit entity for the purpose of preparing the financial statements.

The financial statements are prepared on the basis of fair value measurement of assets and liabilities, except where otherwise stated.

The statement of financial position is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and do not distinguish between current and non-current. All balances are expected to be recovered or settled within 12 months, except for investments in financial assets and financial liabilities and net assets attributable to unit holders.

The Fund manages financial assets at fair value through profit or loss based on the economic circumstances at any given point in time, as well as to meet any liquidity requirements. As such, it is expected that a portion of the portfolio will be realised within 12 months, however, an estimate of that amount cannot be determined as at reporting date.

In the case of net assets attributable to unit holders', the units are redeemable on demand at the unit holder's option. However, holders of these instruments typically retain them for the medium to long term. As such, the amount expected to be settled within 12 months cannot be reliably determined.

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

The financial statements of the Fund also comply with IFRS as issued by the International Accounting Standards Board (IASB).

(ii) New and amended standards adopted by the Fund

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

(iii) New standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 July 2023, and have not been early adopted in preparing these financial statements.

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

2 Summary of significant accounting policies (continued)

(b) Financial instruments

(i) Classification

- Financial assets

The Fund classifies its financial assets in the following measurement categories:

- those to be measured at fair value through profit or loss; and
- those to be measured at amortised cost.

The Fund classifies its financial assets based on their business model for managing those financial assets and the contractual cash flow characteristics of the financial assets.

The Fund's portfolio of financial assets is managed and its performance is evaluated on a fair value basis in accordance with the Fund's documented investment strategy. The Fund's policy is for the Investment Manager to evaluate the information about these financial assets on a fair value basis together with other related financial information.

For equity securities and derivatives, the contractual cash flows of these instruments do not represent solely payments of principal and interest. Consequently, these investments are measured at fair value through profit or loss.

For cash and cash equivalents and receivables, these assets are held in order to collect the contractual cash flows. The contractual terms of these assets give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding. Consequently, these are measured at amortised cost.

- Financial liabilities

For financial liabilities that are not classified and measured at fair value through profit or loss, these are classified as financial liabilities at amortised cost (due to brokers, distributions payable, management fees payable, custodian fees payable, and other fees payable).

(ii) Recognition and 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 and financial liabilities from this date.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or the Fund has transferred substantially all the risks and rewards of ownership. Financial liabilities are derecognised when the obligation under the liability is discharged, cancelled or expires.

(iii) Measurement

- Financial instruments at fair value through profit or loss

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

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

For further details on how the fair value of financial instruments is determined please see Note 4 to the financial statements.

- Financial instruments at amortised cost

For financial assets and financial liabilities at amortised cost, they are initially measured at fair value including directly attributable costs and are subsequently measured using the effective interest rate method less any allowance for expected credit losses.

Cash and cash equivalents, due from brokers, and receivables are carried at amortised cost.

2 Summary of significant accounting policies (continued)

(b) Financial instruments (continued)

(iv) Impairment

At each reporting date, the Fund shall estimate a loss allowance on each of the financial assets carried at amortised cost (cash and cash equivalents, due from broker and receivables) at an amount equal to the lifetime expected credit losses if the credit risk has increased significantly since initial recognition. If, at the reporting date, the credit risk has not increased significantly since initial recognition, the Fund shall measure the loss allowance at an amount equal to 12-month expected credit losses. Significant financial difficulties of the counter party, probability that the counter party will enter bankruptcy or financial reorganisation, and default in payments are all considered indicators that the asset is credit impaired. If the credit risk increases to the point that it is considered to be credit impaired, interest income will be calculated based on the net carrying amount adjusted for the loss allowance. A significant increase in credit risk is defined by management as any contractual payment which is more than 30 days past due. Any contractual payment which is more than 90 days past due is considered credit impaired.

The expected credit loss (ECL) approach is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Fund expects to receive. The shortfall is then discounted at an approximation to the asset's original effective interest rate.

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

(v) Offsetting financial instruments

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

As at the end of the reporting period, there are no financial assets or liabilities offset or with the right to offset in the statement of financial position.

(c) Net assets attributable to unit holders

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

The units are classified as financial liabilities as the Fund is required to distribute its distributable income in accordance with the Fund's Constitution.

The units can be put back to the Fund at any time for cash based on the redemption price which is equal to a proportionate share of the Fund's net asset value attributable to the unit holders.

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.

(d) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and 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.

Payments and receipts relating to the purchase and sale of investment securities are classified as cash flows from operating activities, as trading of these securities represents the Fund's main income generating activity.

(e) Investment income

(i) Interest income

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

2 Summary of significant accounting policies (continued)

(e) Investment income (continued)

(i) Interest income (continued)

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts throughout the expected life of the financial instrument, or a shorter period where appropriate, to the net carrying amount of the financial asset. When calculating the effective interest rate, the Fund estimates cash flows considering all contractual terms of the financial instruments (for example, prepayment options) but does not consider future credit losses. The calculation includes all fees paid or received between the parties to the contract that are an integral part of the effective interest rate, including transaction costs and all other premiums or discounts.

(ii) Dividends

Dividend income is recognised on the ex-dividend date. The Fund currently incurs withholding tax imposed by certain countries on investment income. Such income is recorded gross of withholding tax in the statement of comprehensive income.

(f) Expenses

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

Management fees and costs covers certain ordinary expenses such as Responsible Entity fees, investment management fees, custodian fees, and administration and audit fees and other operating expenses.

(g) Income tax

Under current legislation, the Fund is not subject to income tax provided it distributes the entirety of its taxable income to its unit holders on a present entitlement basis.

The Fund currently incurs withholding taxes imposed by certain countries on investment income and gains. Such income or gains are recorded gross of withholding taxes in the statement of comprehensive income. Withholding taxes are included in the statement of comprehensive income as an expense.

(h) Distributions

The Fund distributes its distributable income, in accordance with the Fund's Constitution, to unit holders by cash or reinvestment. The distributions are recognised in the statement of comprehensive income as finance costs attributable to unit holders.

(i) Foreign currency translation

(i) Functional and presentation currency

Balances 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. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translations at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when fair value was determined.

The Fund does not isolate that portion of unrealised gains or losses on financial instruments at fair value through profit or loss which is due to changes in foreign exchange rates. Such fluctuations are included in the net gains/(losses) on financial instruments at fair value through profit or loss.

(j) Due from/to brokers

Amounts due from/to brokers represent receivables for securities sold and payables for securities purchased that have been contracted for but not yet delivered by the end of the year. The due from brokers balance is held for collection and is recognised initially at fair value and subsequently measured at amortised cost.

2 Summary of significant accounting policies (continued)

(k) Receivables

Receivables may include amounts for interest and dividends. Dividends are accrued when the right to receive payment is established. Where applicable, interest is accrued on a daily basis. Amounts are generally received within 30 days of being recorded as receivables.

(l) Payables

Payables include liabilities and accrued expenses owed by the Fund and any distributions declared which are unpaid as at the end of the reporting period.

A separate distribution payable is recognised in the statement of financial position.

Distributions declared effective 30 June in relation to unit holders who have previously elected to reinvest distributions are recognised as reinvested effective 1 July of the following financial year.

(m) 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. Redemptions from the Fund are recorded gross of any exit fees payable after the cancellation of units redeemed.

(n) Goods and services tax (GST)

The GST incurred on the costs of various services provided to the Fund by third parties such as management, administration and custodian services where applicable, have been passed on to the Fund. The Fund qualifies for Reduced Input Tax Credits (RITC) at a rate of at least 55%. Hence, fees for these services and any other expenses have been recognised in the statement of comprehensive income net of the amount of GST recoverable from the Australian Taxation Office (ATO). Amounts 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.

(o) Use of estimates and judgements

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

For the majority of the Fund's financial instruments, quoted market prices are readily available. However, certain financial instruments, for example unquoted securities, are fair valued using valuation techniques. Where valuation techniques (for example, pricing models) are used to determine fair values, they are validated and periodically reviewed by experienced personnel of the Investment Manager.

Models use observable data, to the extent practicable. However, areas such as credit risk (both own and counterparty), volatilities and correlations, require management to make estimates and judgements. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

The Fund estimates that the resultant expected credit loss (ECL) derived from using the impairment model, has not materially impacted the Fund. Please see Note 3 for more information on credit risk.

For more information on how fair value is calculated refer to Note 4 to the financial statements.

(p) Rounding of amounts

The Fund is an entity of a kind referred to in *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191* relating to the "rounding off" of amounts in the financial statements. Amounts in the financial statements have been rounded to the nearest dollar, unless otherwise indicated.

(q) Comparative revisions

Comparative information has been revised where appropriate to enhance comparability. Where necessary, comparative figures have been adjusted to conform with changes in presentation in the current year.

3 Financial risk management

The Fund's activities expose it to a variety of financial risks including market risk (which incorporates 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 Product Disclosure Statement and the investment guidelines of the Fund. It also seeks to maximise the returns derived for the level of risk to which the Fund is exposed and seeks to minimise potential effects on the Fund's financial performance. The Fund's policy allows it to use derivative financial instruments in managing its financial risks.

All investments present a risk of loss of capital. The maximum loss on long equity securities is limited to the fair value of those positions. The maximum loss on capital on forward currency contracts is limited to the notional contract values of those positions.

The investments of the Fund, and the associated risks, are managed by a specialist Investment Manager, Pzena Investment Management, LLC, under an Investment Management Agreement ("IMA") approved by the Responsible Entity, and containing the investment strategy and guidelines of the Fund, consistent with those stated in the Product Disclosure Statement.

The Fund uses different methods to measure different types of risk to which it is exposed. These methods are explained below.

(a) Market risk

(i) Price risk

The Fund is exposed to price risk on equity securities listed or quoted on recognised securities exchanges and derivatives. Price risk 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 which are considered a component of price risk.

The Investment Manager employs portfolio construction techniques within a risk management framework to control both overall portfolio risk and unintended concentration of risk due to factors that the portfolio may be sensitive to. For risk management purposes risk is determined on an active basis; that is, with reference to the behavior of the indexes to which the Fund is benchmarked for performance purposes. Risk management is employed both to avoid excessive risk and to ensure the Fund is taking sufficient risk to enable it to meet its investment objectives.

The table at Note 3(b) summarises the sensitivities of the Funds' assets and liabilities to price risk. The analysis is based on the reasonably possible shift that the investment portfolio in which the Fund invests move by +/- 10% (2022: +/- 10%).

(ii) Foreign exchange risk

The Fund operates internationally and hold both monetary and non-monetary assets denominated in currencies other than the Australian dollar. Foreign exchange risk arises as the value of monetary securities denominated in other currencies fluctuate due to changes in exchange rates. The foreign exchange risk relating to non-monetary assets and liabilities is a component of price risk and not foreign exchange risk. However, the Investment Manager monitors the exposure of all foreign currency denominated assets and liabilities.

Foreign exchange risk is managed by the use of foreign currency derivative financial instruments to hedge against foreign currency exposure. However, for accounting purposes, the Fund does not designate any derivative hedges in a hedging relationship, and hence these derivative financial instruments are classified as at fair value through profit or loss.

When the Investment Manager formulates a view on the future direction of foreign exchange rates and the potential impact on the Fund, the Investment Manager factors that into its portfolio allocation decisions. While the Fund has direct exposure to foreign exchange rate changes on the price of non-Australian dollar-denominated securities, it may also be indirectly affected by the impact of foreign exchange rate changes on the earnings of certain companies in which the Fund invests, even if those companies' securities are denominated in Australian dollars.

3 Financial risk management (continued)

(a) Market risk (continued)

(ii) Foreign exchange risk (continued)

The table below summarises the fair value of the Fund's financial assets and liabilities, monetary and non-monetary, which are denominated in a currency other than the Australian dollar.

	US Dollars	Hong Kong Dollars	Korean Won	Taiwan Dollars	All other foreign currencies
	\$	\$	\$	\$	\$
As at 30 June 2023					
Cash and cash equivalents	-	-	-	1,775	137,030
Receivables	1,676	4,793	3,595	1,167	242,328
Financial assets at fair value through profit or loss	858,335	1,629,185	1,097,062	1,080,032	3,502,552
Due to brokers - payable for securities purchased	-	(44,843)	-	-	(16,070)
Net exposure	<u>860,011</u>	<u>1,589,135</u>	<u>1,100,657</u>	<u>1,082,974</u>	<u>3,865,840</u>
Net increase/(decrease) in exposure from forward currency contracts	-	44,843	-	-	16,070
Net exposure including forward currency contracts	<u>860,011</u>	<u>1,633,978</u>	<u>1,100,657</u>	<u>1,082,974</u>	<u>3,881,910</u>
As at 30 June 2022					
Cash and cash equivalents	-	-	-	38,403	115,567
Receivables	-	355,665	99,670	18,722	491,867
Financial assets at fair value through profit or loss	15,417,469	23,541,979	21,916,514	15,743,800	51,089,606
Due to brokers - payable for securities purchased	-	-	-	(86,306)	-
Net exposure	<u>15,417,469</u>	<u>23,897,644</u>	<u>22,016,184</u>	<u>15,714,619</u>	<u>51,697,040</u>
Net increase/(decrease) in exposure from forward currency contracts	-	-	-	86,306	-
Net exposure including forward currency contracts	<u>15,417,469</u>	<u>23,897,644</u>	<u>22,016,184</u>	<u>15,800,925</u>	<u>51,697,040</u>

The table at Note 3(b) summarises the sensitivities of the Fund's monetary assets and liabilities to foreign exchange risk. The analysis is based on the reasonably possible shift that the Australian dollar weakened and strengthened by 10% (2022: +/- 10%) against the material foreign currencies to which the Fund is exposed.

(iii) Interest rate risk

The Fund is exposed to cash flow interest rate risk on financial instruments with variable interest rates. Financial instruments with fixed rates expose the Fund to fair value interest rate risk.

The Fund's interest bearing financial instruments expose them to risks associated with the effects of fluctuation in the prevailing market interest rate on its financial positions and cash flows. The impact of interest rate risk on the profit and net assets attributable to unit holders and operating profit are is considered immaterial to the Fund.

Interest rate risk management is undertaken by maintaining as close to a fully invested position as possible, thus limiting the exposure of the Fund to interest rate risk.

3 Financial risk management (continued)

(b) Summarised sensitivity analysis

The following tables summarise the sensitivity of the Fund's operating profit and net assets attributable to unit holders to market risks. 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, interest rates and the 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 movements resulting from changes in the performance of, and/or correlation between, the performances of the economies, markets and securities in which the Fund invests. As a result, historic variations in risk variables should not be used to predict future variances in the risk variables.

	Impact on operating profit/net assets attributable to unit holders			
	Price risk		Foreign exchange risk	
	+10%	-10%	+10%	-10%
	\$	\$	\$	\$
As at 30 June 2023	816,717	(816,717)	(33,145)	33,145
As at 30 June 2022	12,770,937	(12,770,937)	(103,359)	103,359

(c) Credit risk

The Fund is exposed to credit risk, which is the risk that a counterparty will be unable to pay its obligations in full when they fall due, causing a financial loss to the Fund.

The Fund does not have a significant concentration of credit risk that arises from an exposure to a single counterparty or group of counterparties having similar characteristics. The main concentration of credit risk, to which the Fund is exposed, arises from cash and cash equivalents and amounts due from brokers balances. None of these assets are impaired nor past their due date. The maximum exposure to credit risk is the carrying of these balances at the reporting date.

(d) Liquidity risk

Liquidity risk is the risk that the Fund may not be able to generate sufficient cash resources to settle its obligations in full as they fall due or can only do so on terms that are materially disadvantageous.

Exposure to liquidity risk for the Fund may arise from the requirement to meet daily unit holder redemption requests or to fund foreign exchange related cash flow requirements.

Liquidity risk is managed by holding assets that are actively priced and can be readily disposed of.

In order to manage the Fund's overall liquidity, the Responsible Entity has the discretion to reject an application for units and to defer or adjust redemption of units if the exercise of such discretion is in the best interests of unit holders. The Fund did not reject or withhold any redemptions during the financial years ended 30 June 2023 and 30 June 2022.

(i) Maturities of non-derivative financial liabilities

The table below analyses the Fund's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at reporting date to the contractual maturity date. The amounts in the table are the contractual undiscounted cash flows. Units are redeemed on demand at the unit holder's option. However, the Responsible Entity does not envisage that the contractual maturity disclosed in the table below will be representative of the actual cash outflows, as holders of these instruments typically retain them for the medium to long term.

	Less than 1 month	1 to 6 months	6 to 12 months	Over 12 months	Total
	\$	\$	\$	\$	\$
As at 30 June 2023					
Distributions payable	969,139	-	-	-	969,139
Payables	-	224,376	-	-	224,376
Due to brokers - payable for securities purchased	60,913	-	-	-	60,913
Net assets attributable to unit holders	<u>7,599,827</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>7,599,827</u>
Contractual cash flows (excluding derivatives)	<u>8,629,879</u>	<u>224,376</u>	<u>-</u>	<u>-</u>	<u>8,854,255</u>

3 Financial risk management (continued)

(d) Liquidity risk (continued)

(i) Maturities of non-derivative financial liabilities (continued)

	Less than 1 month	1 to 6 months	6 to 12 months	Over 12 months	Total
As at 30 June 2022	\$	\$	\$	\$	\$
Distributions payable	4,314,624	-	-	-	4,314,624
Payables	-	384,353	-	-	384,353
Due to brokers - payable for securities purchased	86,306	-	-	-	86,306
Contractual cash flows (excluding derivatives)	<u>4,400,930</u>	<u>384,353</u>	<u>-</u>	<u>-</u>	<u>4,785,283</u>

4 Fair value measurement

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

- Financial assets/liabilities at fair value through profit or loss (see Note 5).

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).

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

(a) Fair value in an active market (level 1)

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

The quoted market price used for financial assets held by the Fund is the current bid price; the quoted market price for financial liabilities is the current asking price.

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.

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

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

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

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

The fair value of financial assets and liabilities that are not based on observable market data are classified as level 3.

4 Fair value measurement (continued)

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

The fair value of derivatives that are not exchange traded is estimated at the amount that the Fund would receive or pay to terminate the contract at the end of the reporting period taking into account current market conditions (volatility and appropriate yield curve) and the current creditworthiness of the counterparties. The fair value of a forward contract is determined as a net present value of estimated future cash flows, discounted at appropriate market rates as at the valuation date.

Some of the inputs to these models may not be market observable and are therefore estimated based on assumptions. The output of a model is always an estimate or approximate of a value that cannot be determined with certainty, and valuation techniques employed may not fully reflect all factors relevant to the positions the Fund holds. Valuations are therefore adjusted, where appropriate, to allow for additional factors including liquidity risk and counterparty risk.

(c) Recognised fair value measurements

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

As at 30 June 2023	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
Financial assets				
Listed equity securities	<u>8,166,016</u>	-	<u>1,150</u>	<u>8,167,166</u>
Total financial assets	<u>8,166,016</u>	-	<u>1,150</u>	<u>8,167,166</u>
Financial liabilities				
Forward currency contracts	-	<u>43</u>	-	<u>43</u>
Total financial liabilities	-	<u>43</u>	-	<u>43</u>
As at 30 June 2022				
Financial assets				
Listed equity securities	<u>127,706,475</u>	-	<u>2,893</u>	<u>127,709,368</u>
Total financial assets	<u>127,706,475</u>	-	<u>2,893</u>	<u>127,709,368</u>
Financial liabilities				
Forward currency contracts	-	<u>206</u>	-	<u>206</u>
Total financial liabilities	-	<u>206</u>	-	<u>206</u>

(d) Transfer between levels

Management's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the point of time the financial asset or liability, moves into / (out) of an inactive or unquoted market, (out of) / into an active market.

The following table presents the transfers between levels for the year ended 30 June 2023.

Year ended 30 June 2023	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000
Transfer between levels 1 and 3			
Listed equity securities	<u>1,779</u>	-	<u>(1,779)</u>
Year ended 30 June 2022			
Transfer between levels 1 and 3			
Listed equity securities	<u>(1,640)</u>	-	<u>1,640</u>

4 Fair value measurement (continued)

(e) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the movement in level 3 instruments for the year ended 30 June 2023 by class of financial instrument.

	Listed equity securities \$	Total \$
Opening balance - 1 July 2022	2,892	2,892
Transfer into/(out) from level 3	(1,779)	(1,779)
Purchases	-	-
Sales	-	-
Gains/(losses) recognised in the statement of comprehensive income	37	37
Closing balance - 30 June 2023*	1,150	1,150
	Listed equity securities \$	Total \$
Opening balance - 1 July 2021	1,647	1,647
Transfer into/(out) from level 3	-	-
Purchases	1,640,311	1,640,311
Sales	-	-
Gains/(losses) recognised in the statement of comprehensive income	(1,639,066)	(1,639,066)
Closing balance - 30 June 2022*	2,892	2,892

*Includes unrealised gains or (losses) recognised in profit or loss attributable to balances held at the end of the reporting period.

(i) Valuation inputs and relationship to fair value

The following commentary summarizes the quantitative information about the significant unobservable inputs used in level 3 fair value measurements. See Note 4(b) above for the valuation techniques adopted.

There is a significant lack of clarity on when the level 3 securities that trading in has been halted, will be allowed to resume trading.

The quantifiable relationship of unobservable inputs to fair value cannot be accurately determined, and therefore the security holdings have been valued at the minimum price that trading is permitted on the securities trading exchanges.

(ii) Valuation processes

Portfolio reviews are undertaken regularly by management to identify securities that potentially may not be actively traded or have stale security pricing. This process identifies securities which possibly could be regarded as being level 3 securities. Further analysis, should it be required, is undertaken to determine the accounting significance of the identification. For certain security types, in selecting the most appropriate valuation model, management performs back testing and considers actual market transactions. Changes in allocation to or from level 3 are analysed at the end of each reporting period and are disclosed in Note (e) above.

(f) Financial instruments not carried at fair value

Financial instruments not measured at fair value through the profit and loss include:

i. Cash and cash equivalents, balances due from/to brokers and receivables/payables under sale and repurchase agreements. These are short-term financial assets and financial liabilities whose carrying values approximate fair value, because of their short-term nature and the high credit quality of counterparties; and

ii. Net assets attributable to unit holders, as the Fund routinely redeems and issues units at an amount equal to the proportionate share of the Fund's net assets at the time of redemption, calculated on a basis consistent with that used in these financial statements. Accordingly, the carrying value of net assets attributable to unit holders approximates their fair value. Any difference is not material in the current year or prior year.

5 Financial assets at fair value through profit or loss

	30 June 2023	As at 30 June 2022
	\$	\$
Listed equity securities	8,167,166	127,709,368
Total financial assets at fair value through profit or loss	8,167,166	127,709,368

An overview of the risk exposures and fair value measurements relating to financial assets at fair value through profit or loss is included in Note 3 and Note 4 to the financial statements.

6 Financial liabilities at fair value through profit or loss

	30 June 2023	As at 30 June 2022
	\$	\$
Derivatives (Note 7)	43	206
Total financial liabilities at fair value through profit or loss	43	206

7 Derivative financial instruments

In the normal course of business the Fund enters into transactions in various derivative financial instruments which have certain risks. A derivative is a financial instrument or other contract which is settled at a future date and whose value changes in response to the change in a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index or other variable.

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

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

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

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

Certain transactions may give rise to a form of leverage. Such transactions may include, among others, reverse repurchase agreements, loans of portfolio securities, and the use of when-issued, delayed-delivery or forward commitment transactions. Leverage may be incurred when it is believed that is advantageous to increase the investment capacity of a Fund or to facilitate the clearance of transactions. Leverage creates opportunity for greater total returns for a Fund, but it also may magnify losses. The use of derivatives may also create leverage risk.

7 Derivative financial instruments (continued)

The Fund holds the following derivatives:

Forward currency contracts

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

The Fund's derivative financial instruments measured at fair value at year end are detailed below:

As at 30 June 2023	Contractual/ notional \$	Assets \$	Liabilities \$
Forward currency contracts	<u>60,957</u>	-	<u>43</u>
Total derivatives	<u>60,957</u>	-	<u>43</u>

As at 30 June 2022

Forward currency contracts	<u>86,512</u>	-	<u>206</u>
Total derivatives	<u>86,512</u>	-	<u>206</u>

8 Net assets attributable to unit holders - liability

The Fund's units are classified as a liability as they do not meet the definition of a financial instrument to be classified as equity.

During the year, management reviewed the classification of net assets attributable to unit holders and concluded that units in the Fund no longer meets the classification of equity for the year ended 30 June 2023. As such, units in the Fund have been reclassified as a financial liability.

As a result, the Fund's distributions to unit holders and (increase)/decrease in net assets attributable to unit holders have been classified as finance costs in the statement of comprehensive income.

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

	Year ended		Year ended	
	30 June 2023	30 June 2023	30 June 2022	30 June 2022
	Units	\$	Units	\$
Opening balance	115,671,414	128,789,706	109,029,953	135,163,069
Applications	5,383,256	6,700,000	605,493	746,202
Redemptions	(118,743,580)	(125,357,576)	-	-
Reinvestment of distributions	3,849,148	4,285,642	6,035,968	7,482,789
Increase/(decrease) in net assets attributable to unit holders	-	(6,817,945)	-	-
Distributions paid and payable	-	-	-	(4,314,624)
Profit/(loss) for the year	-	-	-	(10,287,730)
Closing balance	<u>6,160,238</u>	<u>7,599,827</u>	<u>115,671,414</u>	<u>128,789,706</u>

As stipulated within the Fund's Constitution, each unit represents a right to an individual share in the Fund and does not extend to a right in the underlying assets of the Fund.

8 Net assets attributable to unit holders - liability (continued)

There are no separate classes of units and a unit has the same rights attaching to it as all other units of the Fund.

Units are redeemed on demand at the unit holders' option. However, holders of these instruments typically retain them for the medium to long term. As such, the amount expected to be settled within twelve months after the end of the reporting period cannot be reliably determined.

Capital risk management

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

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

9 Distributions to unit holders

The distributions declared during the year were as follows:

	Year ended		Year ended	
	30 June 2023	30 June 2023	30 June 2022	30 June 2022
	\$	CPU	\$	CPU
Distributions				
March	20,834,601	98.63	-	-
June (payable)	<u>969,139</u>	<u>15.73</u>	<u>4,314,624</u>	<u>3.74</u>
Total distributions	<u>21,803,740</u>	<u>114.36</u>	<u>4,314,624</u>	<u>3.74</u>

The March distribution represents a special distribution paid by the Fund due to a unit holder redemption of greater than 5% of the net assets of the Fund. Due to this redemption, as outlined in the Product Disclosure Statement, a portion of the withdrawal proceeds represented distributable income to the redeeming unit holder.

10 Cash and cash equivalents

	As at	
	30 June 2023	30 June 2022
	\$	\$
Cash at bank	<u>420,951</u>	<u>4,895,157</u>
Total cash and cash equivalents	<u>420,951</u>	<u>4,895,157</u>

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

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

	Year ended	
	30 June 2023	30 June 2022
	\$	\$
Profit/(loss) for the year	-	(10,287,731)
Increase/(decrease) in net assets attributable to unit holders	(6,817,945)	-
Distributions to unit holders	21,803,740	-
Proceeds from sale of financial instruments at fair value through profit or loss	155,268,879	21,846,663
Payments for purchase of financial instruments at fair value through profit or loss	(22,169,562)	(25,819,705)
Net (gains)/losses on financial instruments at fair value through profit or loss	(13,582,671)	14,313,802
Net foreign exchange (gain)/loss	24	(166)
Management fee payments satisfied by issued units	-	224,749
Net change in receivables	704,489	(311,849)
Net change in payables	(159,977)	(221,364)
Net cash inflow/(outflow) from operating activities	<u>135,046,977</u>	<u>(255,600)</u>
(b) Non-cash operating and financing activities		
The following management fee payments were satisfied by the issue of units under the differential fee arrangement	-	224,749
The following distribution payments to unit holders were satisfied by the issue of units under the distribution reinvestment plan	<u>4,285,642</u>	<u>7,482,789</u>
Total non-cash operating and financing activities	<u>4,285,642</u>	<u>7,707,538</u>

12 Receivables

	As at	
	30 June 2023	30 June 2022
	\$	\$
Dividends receivable	253,436	965,924
Tax reclaims receivable	123	-
GST receivable	<u>12,622</u>	<u>4,746</u>
Total receivables	<u>266,181</u>	<u>970,670</u>

13 Payables

	As at	
	30 June 2023	30 June 2022
	\$	\$
Management fees and costs payable	<u>224,376</u>	<u>384,353</u>
Total payables	<u>224,376</u>	<u>384,353</u>

14 Remuneration of auditors

During the year the following fees were paid or payable for services provided by the auditors of the Fund:

	Year ended	
	30 June 2023	30 June 2022
	\$	\$
KPMG		
<i>Audit and other assurance services</i>		
Audit of financial statements	12,600	12,000
Total auditor remuneration and other assurance services	12,600	12,000
<i>Taxation services</i>		
Tax compliance services	11,025	10,241
Total remuneration for taxation services	11,025	10,241
Total remuneration of KPMG	23,625	22,241
PricewaterhouseCoopers		
<i>Audit and other assurance services</i>		
Audit of compliance plan	2,346	2,346
Total auditor remuneration and other assurance services	2,346	2,346
Total remuneration of PricewaterhouseCoopers	2,346	2,346

The auditors' remuneration is borne by the Fund. Fees are stated exclusive of GST.

15 Related party transactions

The Responsible Entity of Pzena Emerging Markets Value Fund is Equity Trustees Limited (ABN 46 004 031 298) (AFSL 240975). Accordingly, transactions with entities related to Equity Trustees Limited are disclosed below.

The Responsible Entity has contracted services to Pzena Investment Management, LLC to act as Investment Manager for the Fund and The Northern Trust Company to act as Custodian and Administrator for the Fund. The contracts are on normal commercial terms and conditions.

(a) Key management personnel

(i) Directors

Key management personnel include persons who were directors of Equity Trustees Limited at any time during or since the end of the financial year and up to the date of this report.

Philip D Gentry	Chairman
Michael J O'Brien	
Russell W Beasley	
Mary A O'Connor	
David B Warren	(appointed 6 March 2023)

(ii) Responsible Entity

Other than the fees paid to the Responsible Entity, there were no other transactions.

(iii) Other key management personnel

There were no other key management personnel with responsibility for planning, directing and controlling activities of the Fund, directly or indirectly during the reporting period.

15 Related party transactions (continued)

(b) Transactions with key management personnel

There were no transactions with key management personnel during the reporting period.

(c) Key management personnel unit holdings

Key management personnel did not hold units in the Fund as at 30 June 2023 (30 June 2022: nil).

(d) Key management personnel compensation

Key management personnel are paid by EQT Services Pty Ltd. Payments made from the Fund to Equity Trustees Limited do not include any amounts directly attributable to the compensation of key management personnel.

(e) Key management personnel loans

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

(f) Other transactions within the Fund

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

(g) Responsible Entity's fees, Investment Manager's fees and other transactions

The transactions during the year and amounts payable as at year end between the Fund, the Responsible Entity and the Investment Manager were as follows:

	Year ended	
	30 June 2023	30 June 2022
	\$	\$
Responsible Entity fees for the year	80,471	62,756
Management fees for the year	648,917	986,387
Responsible Entity fees payable at year end	26,706	17,115
Management fees payable at year end	108,840	236,255

During the year the Investment Manager waived \$27,601 of the Fund's investment management fees (2022: \$163,000).

Under the terms of the Fund's Constitution and Product Disclosure Statement for the Fund, management fees and costs includes responsible entity fees paid to Responsible Entity, management fees paid to the investment manager and other costs (such as custody, administration and audit fees) paid to other unrelated parties. For information on how management fees and costs are calculated, please refer to the Fund's Product Disclosure Statement.

(h) Related party unit holdings

Parties related to the Fund (including Equity Trustees Limited, its related parties and other schemes managed by Equity Trustees Limited) and the Investment Manager hold units in the Fund as follows:

As at 30 June 2023 Unit holder	Number of units held opening	Number of units held closing	Fair value of investment \$	Interest held %	Number of units acquired	Number of units disposed	Distributions paid/payable by the Fund \$
Unit holder							
Pzena Investment Management, LLC	-	5,383,256	6,651,012	87.39	5,383,256	-	846,448

15 Related party transactions (continued)

(i) Investments

The Fund did not hold any investments in Equity Trustees Limited or its related parties during the year (2022: nil).

16 Events occurring after the reporting period

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

17 Contingent assets and liabilities and commitments

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

Directors' declaration

In the opinion of the directors of the Responsible Entity:

- (a) The financial statements and notes set out on pages 6 to 28 are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the Fund's financial position as at 30 June 2023 and of its performance for the financial year ended on that date.
- (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; and
- (c) Note 2(a) confirms that the financial statements also comply with the International Financial Reporting Standards as issued by the International Accounting Standards Board.

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



Philip D Gentry
Chairman

Melbourne
21 September 2023



Independent Auditor's Report

To the unitholders of Pzena Emerging Markets Value Fund

Opinion

We have audited the **Financial Report** of Pzena Emerging Markets Value Fund (the Fund).

In our opinion, the accompanying **Financial Report** of Pzena Emerging Markets Value Fund is in accordance with the *Corporations Act 2001*, including

- giving a true and fair view of the Fund's financial position as at 30 June 2023, and of its financial performance and its cash flows for the year ended on that date; and
- complying with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The **Financial Report** comprises the:

- Statement of financial position as at 30 June 2023
- Statement of comprehensive income for the year then ended
- Statement of changes in equity, and Statement of cash flows for the year then ended
- Notes including a summary of significant accounting policies
- Directors' Declaration made by the Directors of Equity Trustees Limited (the Responsible Entity).

Basis for opinion

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

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 *Corporations Act 2001* and the relevant ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the Financial Report in Australia. We have fulfilled our other ethical responsibilities in accordance with these requirements.

Other Information

Other Information is financial and non-financial information in Pzena Emerging Markets Value Fund's annual reporting which is provided in addition to the Financial Report and the Auditor's Report. The Directors of Equity Trustees Limited are responsible for the Other Information.

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



In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we 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.

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

Responsibilities of Directors for the Financial Report

The Directors of Equity Trustees Limited are responsible for:

- preparing the Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*;
- implementing necessary internal control to enable the preparation of a Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- assessing the Fund's ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the 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 objective is:

- 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. They are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Financial Report.

A further description of our responsibilities for the Audit of the Financial Report is located at the Auditing and Assurance Standards Board website at: http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf. This description forms part of our Auditor's Report.

KPMG

Quang Dang
Partner

Sydney
21 September 2023