

HHY Fund
ARSN 112 579 129

Annual Report
For the year ended 30 June 2019

Contents

	Page
Directors' report	2
Auditor's independence declaration	8
Consolidated statement of profit or loss and other comprehensive income	9
Consolidated statement of financial position	10
Consolidated statement of changes in equity	11
Consolidated statement of cash flows	12
Notes to the financial statements	13
Directors' declaration	35
Independent auditor's report	36
Additional information	39
Unitholder information	40
Corporate Directory	42

Director's Report

The Directors of Aurora Funds Management Limited (AFML) (ABN 69 092 626 885), (the "Responsible Entity") of HHY Fund ("the Trust"), present their annual report together with the consolidated financial statements of HHY Fund, consisting of the Trust and the entity it controlled at the end of, or during the financial year ended 30 June 2019.

Principal activities

The principal activities of the Trust during the financial year were investing the Trust monies in accordance with its investment objectives and guidelines as set out in the investment strategy and in accordance with the provisions of the Trust Constitution.

Keybridge Capital Limited was the Investment Manager of the Trust during the financial year, however their role as Investment Manager was terminated on 18 July 2019.

The Trust did not have any employees during the year.

The Trust is currently listed on the Australian Security Exchange (ASX: HHY).

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

Directors

The following persons held office as directors of Aurora Funds Management Limited during the year and up to the date of this report, unless otherwise stated:

John Patton
Victor Siciliano
Anthony Hartnell AM

Units on issue

	2019	2018
At 30 June	81,153,538	81,403,538

Review and results of operations

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

Financial results for the year

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

	2019	2018
	\$	\$
Operating profit/(loss) before finance costs attributable to unitholders	(2,560,609)	(2,422,359)
Distributions paid and payable	-	-
Distribution (cents per unit) 30 September	-	-
Distribution (cents per unit) 31 December	-	-
Distribution (cents per unit) 31 March	-	-
Distribution (cents per unit) 30 June	-	-

Director's Report

Financial position

Net Tangible Assets (NTA) per unit as disclosed to the ASX are shown as follows:

	2019 \$	2018 \$
At 30 June	0.0524	0.0840
High during period	0.1020	0.1307
Low during period	0.0524	0.0840

Reconciliation of net assets for unit pricing and financial reporting purposes

The key differences between net assets for unit pricing purposes and net assets as reported in the financial statements prepared under Accounting Australian Standards are outlined below:

	2019 \$	2018 \$
Net assets for unit pricing purposes	4,260,240	6,834,160
Difference between net assets for unit pricing purposes and bid/ask price held at fair value through profit or loss	-	-
Other adjustments	-	-
Nets assets under Australian Accounting Standards	4,260,240	6,834,160

Information on Underlying Performance

The performance of the Trust is subject to the performance of the Trust's underlying investment portfolio. There has been no change to the investment strategy of the Trust during the year, and the Trust continues to invest in accordance with target asset allocations as set out in the governing documents of the Trust and in accordance with the provisions of the Trust Constitution.

Strategy and Future Outlook

The Trust continues to be managed in accordance with the investment objectives and guidelines as set out in the governing documents of the Trust and in accordance with the provisions of the Trust Constitution.

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

Further information on likely developments in the operations of the Trust and the expected results of those operations have not been included in this report because the Responsible Entity believes it would be likely to result in unreasonable prejudice to the Trust.

Significant changes in state of affairs

In the opinion of the Directors, there were no significant changes in the state of affairs of the Trust that occurred during the year.

Director's Report

Matters subsequent to the end of the financial year

The Investment Management Agreement with Keybridge Capital Limited was terminated, effective from 18 July 2019.

On 5 August 2019, WAM Capital Limited, WAM Active Limited and Botanical Nominees Pty Limited as trustee for the Wilson Asset Management Equity Fund, being members of the Trust holding at least 5% of the votes, requested that the Responsible Entity call and arrange to hold a meeting of the members of the Trust to consider and vote on the following resolutions:

1. To consider and, if thought fit, pass an ordinary resolution:
"That Aurora Funds Management Limited (ABN 69 092 626 885) be removed as the responsible entity of HHY Fund (ASRN 112 579 129)"
2. To consider and, if thought fit, pass an ordinary resolution:
"Subject to resolution 1 being passed, Primary Securities Ltd (ABN 96 089 812 635) (AFSL 224107) be appointed as the responsible entity of HHY Fund (ASRN 112 579 129)"

The meeting is scheduled to be held on 12 September 2019.

Other than the changes mentioned above, no other matters or circumstances have arisen since 30 June 2019 that have significantly affected, or may significantly affect:

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

Indemnity and insurance of Aurora Funds Management Limited

No insurance premiums have been paid for out of the assets of the Trust in relation to insurance cover provided to either the officers of Aurora Funds Management Limited or the auditors of the Trust. So long as the officers of Aurora Funds Management Limited act in accordance with the Trust Constitution and the Law, the officers remain indemnified out of the assets of the Trust against losses incurred while acting on behalf of the Trust.

Indemnity of auditors

The auditors of the Trust are in no way indemnified out of the assets of the Trust.

Cost recovery and interests held in the Trust by the Responsible Entity or its associates

Costs recovered by the Responsible Entity and its associates out of Trust property during the year are disclosed in the Statement of Profit or Loss and Other Comprehensive Income.

No fees were paid out of Trust property to the Directors of the Responsible Entity during the year.

The number of interests in the Trust held by the Responsible Entity or its associates as at the end of the financial year are disclosed in Note 14 to the financial statements.

Director's Report

Interests in the Trust

The movement in units on issue in the Trust during the year is disclosed in Note 11 of the financial statements.

The values of the Trust's assets and liabilities are disclosed in the Statement of Financial Position and derived using the basis set out in Note 6 to Note 10 of the financial statements.

Environmental regulation

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

Information on directors

The following persons were Directors of the Responsible Entity during the whole or part of the year and up to the date of this report.

Name:	John Patton
Title:	Managing Director
Qualifications:	Bachelor of Economics (Accounting), Chartered Accountant, Graduate Diploma in Applied Finance and Investment
Experience and expertise:	John was appointed as Managing Director of Aurora Funds Management Limited on 30 June 2016. John was previously a partner with Ernst & Young in the Transactions Advisory Services division and has over 25 years of professional services and industry experience. John has extensive corporate finance credentials, having been involved in over 250 corporate transactions, including mergers & acquisitions, structuring, debt & equity raisings, IPO's, management buy-outs, valuations, due diligence, financial modelling, restructuring and corporate advisory.
Other current directorships:	Keybridge Capital Limited; Metgasco Ltd
Former directorships (in the last 3 years):	None
Special responsibilities:	Managing Director, Member of Compliance Committee
Interests in units:	None

Name:	Victor Siciliano
Title:	Executive Director
Qualifications:	Bachelor of Business (Banking & Finance) and Master of Applied Finance (Investment Management) and is RG146 compliant.
Experience and expertise:	Victor was appointed as Executive Director of Aurora Funds Management Limited on 9 January 2018. Victor has over 10 years' equity market experience, most recently as portfolio manager of the HHY Fund at Keybridge Capital Limited. Prior to this, Victor was employed as an assistant portfolio manager at boutique fund manager Sterling Equity and as an investment advisor at Macquarie Group.
Other current directorships:	None
Former directorships (in the last 3 years):	None
Special responsibilities:	Investment Manager
Interests in units:	As at 30 June 2019, Victor Siciliano holds 237,655 (2018:111,642) units in the Trust.

Director's Report

Information on directors (continued)

Name:	Anthony Hartnell AM
Title:	Non-Executive Director
Qualifications:	BEC LLB (Hons) (ANU), LLM (Highest Hons) (George Washington University)
Experience and expertise:	Anthony was appointed as Non-Executive Director of Aurora Funds Management Limited on 2 March 2018. Anthony has over 30 years of legal experience with expertise in Corporate and Commercial Law, particularly, regulatory issues, corporate financing, takeovers, trade practices and collective investments, with more recent emphasis on investigations and enforcement actions.
Other current directorships:	Molopo Energy Limited, Allegra Orthopaedics Limited and Parnell Pharmaceuticals Holdings Ltd.
Former directorships (in the last 3 years):	None
Special responsibilities:	Member of Compliance Committee, Chairman
Interests in units:	As at 30 June 2019, Anthony Hartnell, holds 300,001 (2018: Nil) units in the Trust.

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorship of all other types of entities, unless otherwise stated.

Board and Committee meetings

Director

	Full Board		Compliance Committee	
	Held	Attended	Held	Attended
John Patton	17	17	4	4
Victor Siciliano	17	15	-	-
Anthony Hartnell AM	17	15	4	4

Held: represent the number of meetings held during the time the director held office.

Interests held by the Responsible Entity and Directors

The number of units in the Trust held by the Responsible Entity, their related parties and Directors at the date of this report are disclosed in Note 14 to the financial statements.

Director's Report

Proceedings on behalf of the Company

No person has applied for leave of Court to bring proceedings on behalf of the Trust or intervene in any proceedings to which the Trust is a party for the purpose of taking responsibility on behalf of the Trust for all or any part of those proceedings. The Trust was not a party to any such proceedings during the year.

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 the following page.

This report is made in accordance with a resolution of Directors, pursuant to section 298(2)(a) of the *Corporations Act 2001*.

On behalf of the directors

A handwritten signature in black ink, appearing to read 'John Patton', with a stylized flourish at the end.

John Patton
Managing Director
23 August 2019
Melbourne

Auditor's Independence Declaration

To the Directors of Aurora Funds Management Limited as the Responsible Entity of HHY Fund

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the audit of HHY Fund for the year ended 30 June 2019, I declare that, to the best of my knowledge and belief, there have been:

- a no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- b no contraventions of any applicable code of professional conduct in relation to the audit.



Grant Thornton Audit Pty Ltd
Chartered Accountants



B A Mackenzie
Partner – Audit & Assurance

Melbourne, 23 August 2019

Financial Statement

Consolidated statement of profit or loss and other comprehensive income For the year ended 30 June 2019

	Note	Consolidated	
		2019 \$	2018 \$
Investment income			
Interest income		519	94,867
Dividend and distribution income		150	157,371
Net foreign currency gains/(losses)		109	14,906
Net gains/(losses) on financial instruments held at fair value through profit or loss		(2,259,046)	(2,270,378)
Total net investment income/(loss)		(2,258,268)	(2,003,234)
Expenses			
Management fees		33,833	62,632
Recoverable costs of Responsible Entity	14	125,118	104,265
Audit and tax fees	13	26,142	61,850
Other operating expenses	12(a)	117,248	180,788
Takeover costs	12(b)	-	9,590
Total operating expenses		302,341	419,125
Operating profit/(loss) for the year		(2,560,609)	(2,422,359)
Finance costs attributable to unitholders			
Distributions to unitholders		-	-
Decrease in net assets attributable to unitholders	11	2,560,609	2,422,359
Profit/(loss) for the year		-	-
Other comprehensive income for the year		-	-
Total comprehensive income for the year		-	-
Earnings/(loss) per unit (basic/ diluted)		(0.031)	(0.029)

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

Financial Statement

Consolidated statement of financial position As at 30 June 2019

	Note	Consolidated	
		2019 \$	2018 \$
Assets			
Cash and cash equivalents	8	37,860	5,462
Receivables	9	3,372	7,268
Financial assets held at fair value through profit or loss	10	4,284,631	6,896,004
Total assets		4,325,863	6,908,734
Liabilities			
Due to brokers - payable for securities purchased		-	67,802
Other payables		65,622	6,772
Total liabilities (excluding net assets attributable to unitholders)		65,622	74,574
Net assets attributable to unitholders – liability	11	4,260,241	6,834,160
Liabilities attributable to unitholders		(4,260,241)	(6,834,160)
Net assets		-	-

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

Financial Statement

Consolidated statement of changes in equity For the year ended 30 June 2019

	Note	Consolidated	
		2019 \$	2018 \$
Balance at the beginning of the financial year		-	-
Profit/(loss) for the year		-	-
Other comprehensive income		-	-
Total comprehensive income		-	-
Transactions with unitholders in their capacity as unitholders		-	-
Total equity at the end of the financial year		-	-

Under Australian Accounting Standards, net assets attributable to unitholders are classified as liability rather than equity. As a result, there was no equity at the start or end of the financial year.

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

Financial Statement

Consolidated statement of cash flows For the year ended 30 June 2019

		Consolidated	
	Note	2019 \$	2018 \$
Cash flows from operating activities			
(Net Payments)/Proceeds from purchase or sale of financial instruments held at fair value through profit or loss		352,437	(4,552,988)
Dividends and distributions received		150	161,057
Interest received		1,431	93,955
GST recovered		1,001	23,485
Management fees paid		(33,833)	(62,632)
Recoverable costs of Responsible Entity paid		(125,118)	(104,265)
Other operating expenses paid		(150,359)	(258,054)
Net cash inflow/(outflow) from operating activities	16(a)	45,709	(4,699,442)
Cash flows from investing activities			
Proceeds from unlisted loan security repayment		-	675,000
Net cash inflow/(outflow) from investing activities		-	675,000
Cash flows from financing activities			
Proceeds from applications by unitholders		-	(232)
Payments for share buy backs		(13,311)	(495,068)
Net cash inflow/(outflow) from financing activities		(13,311)	(495,300)
Net (decrease)/increase in cash and cash equivalents		32,398	(4,519,742)
Cash and cash equivalents at the beginning of the year		5,462	4,525,204
Cash and cash equivalents at the end of the year	8	37,860	5,462
Non-cash financing activities	16(b)	-	-

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

Notes to Financial Statements

Contents

1	General information
2	Adoption of new and revised Accounting Standards
3	Significant accounting policies
4	Critical accounting judgements, estimates and assumptions
5	Operating segments
6	Financial instruments
7	Fair value measurement
8	Cash and cash equivalents
9	Receivables
10	Financial assets held at fair value through profit or loss
11	Net assets attributable to unitholders
12	Expenses
13	Remuneration of auditors
14	Related party transactions
15	Reconciliation of profit to net cash inflow/(outflow) from operating activities
16	Interest in subsidiaries
17	Parent entity information
18	Events after the reporting period
19	Commitments
20	Contingent assets and liabilities

Notes to Financial Statements

Note 1. General information

These consolidated financial statements cover HHY Fund (the "Trust") as an individual entity. The Trust commenced operations on 19 January 2005, and is domiciled in Australia.

The Responsible Entity of the Trust is Aurora Funds Management Limited (the "Responsible Entity"). The Responsible Entity's registered office is Suite 613, Level 6, 370 St Kilda Road, Melbourne VIC 3004. The financial statements are presented in Australian currency.

Keybridge Capital Limited was the Investment Manager of the Trust during the financial year, however this arrangement was terminated effective 18 July 2019.

On 31 July 2007, HHY International Holdings 1 Pty Ltd was incorporated in Australia as a company limited by shares. It has been 100% owned since the date of incorporation by the Trust.

It is recommended that these financial statements are considered together with ASX announcements and in accordance with the provisions of the governing documents of the Trust, and any public announcements made by the Trust during the year ended 30 June 2019 in accordance with the continuous disclosure obligations arising under the *Corporations Act 2001* and ASX listing rules.

The principal activities of the Trust during the financial year were investing the Trust monies in accordance with its investment objectives and guidelines as set out in the investment strategy and in accordance with the provisions of the Trust Constitution.

The consolidated financial statements were authorised for issue by the directors of the Responsible Entity as at the date of the directors' report. The Directors of the Responsible Entity have the power to amend and reissue the financial statements.

Note 2. Adoption of new and revised Accounting Standards

New, revised or amending Accounting Standards and Interpretations adopted

The Trust has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Trust for the annual reporting period ended 30 June 2019. The Trust's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the Trust, are set out below.

The Trust applies, for the first time, AASB 15 Revenue from Contracts with Customers and AASB 9 Financial Instruments (2014). AASB 15 establishes a new revenue recognition model and changes the basis for determining whether revenue is to be recognised over time or at a point in time. This standard has had no material impact on the Trust's revenue recognition. AASB 9 introduces new classification and measurement requirements for financial assets, a forward-looking impairment model and revised hedge accounting requirements. The Trust's only material financial assets are its equity investments and its derivatives financial instruments which continue to be accounted for at fair value through profit or loss under AASB 9. Accordingly, the first-time application of AASB 9 has not had a material impact on the Trust.

Notes to Financial Statements

Note 3. Significant accounting policies

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

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*, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

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

The Consolidated Statement of Financial Position is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and do not distinguish between current and non-current. All balances are expected to be recovered or settled within twelve months, except for investments in financial assets and net assets attributable to unitholders. The amount expected to be recovered or settled within twelve months after the end of each reporting period cannot be reliably determined.

Basis of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiary of the Trust as at 30 June 2019 and the results of all subsidiaries for the year then ended. The Trust and its subsidiaries together are referred to in this financial report as the Group or the consolidated entity.

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

All transactions (including gains and losses) and balances between entities in the consolidated group are eliminated.

Parent entity financial information

The financial information for the Trust, as disclosed in Note 17, has been prepared on the same basis as the consolidated financial statements.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Trust's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 4.

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. Trades are recorded on trade date, and for equities normally settled within two business days. For amounts due from brokers, the Trust applies a simplified approach in calculating Expected Credit Losses (ECLs). Therefore, the Trust does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date.

Notes to Financial Statements

Note 3. Significant accounting policies (continued)

Payables

All expenses, including Responsible Entity's fees, Management fees, audit and tax fees and other operating expenses are recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income on an accrual basis. Unpaid amount is recognised in the Consolidated Statement of Financial Position as other payables.

Investment income

Interest income is recognised in profit or loss for all financial instruments that are not held at fair value through profit or loss using the effective interest method. Interest income on assets held at fair value through profit or loss is included in the net gains/(losses) on financial instruments. Other changes in fair value for such instruments are recorded in accordance with the policies described in Note 6.

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts throughout the expected life of the financial instrument, or a shorter period where appropriate, to the net carrying amount of the financial asset or liability. When calculating the effective interest rate, the Trust estimates cash flows considering all contractual terms of the financial instrument 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, transaction costs and all other premiums or discounts when it is probable that the economic benefit will flow to the Trust and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

Dividend income is recognised on the ex-dividend date, inclusive of any related foreign withholding tax. The Trust currently incurs withholding tax imposed by certain countries on investment income. Such income is recorded net of withholding tax in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

Dividends declared on securities sold short are recorded as a dividend expense on the ex-dividend date. Trust distributions are recognised on an entitlements basis.

Expenses

All expenses, including Responsible Entity's fees, Management fees, audit and tax fees and other operating expenses are recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income on an accrual basis.

Goods and Services Tax ('GST')

The GST incurred on the costs of various services provided to the Trust by third parties, have been passed onto the Trust. The Trust qualifies for Reduced Input Tax Credits (RITCs) at a rate of 55% or 75%; hence management fees and other expenses have been recognised in the Statement of Profit or Loss and Other Comprehensive Income net of the amount of GST recoverable from the Australian Taxation Office (ATO). Accounts payable are inclusive of GST. The net amount of GST recoverable from the ATO is included in receivables in the Statement of Financial Position. Cash flows relating to GST are included in the statement of cash flows on a net basis.

Income tax

Under current legislation, the Trust is not subject to income tax as unitholders are presently entitled to the income of the Trust. The benefit of imputation credits and foreign tax paid is passed on to unitholders.

Notes to Financial Statements

Note 3. Significant accounting policies (continued)

Foreign currency translation

(i) Functional and presentation currency

Items included in the Trust'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 Trust competes for funds and is regulated. The Australian dollar is also the Trust'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 Consolidated Statement of Profit or Loss and Other 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 the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported in the Consolidated Statement of Profit or Loss and Other Comprehensive Income on a net basis within net gains/(losses) on financial instruments held at fair value through profit or loss.

Note 4. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements require management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

For the majority of the Trust'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 are used to determine fair values, they are validated and periodically reviewed by experienced personnel of the Responsible Entity, independent of the team that created them. For more information on how fair value is calculated please see Note 7 to the financial statements.

For certain other financial instruments, including amounts due from/to brokers and payables, the carrying amounts approximate fair value due to the immediate or short-term nature of these financial instruments.

Note 5. Operating segments

Identification of reportable operating segments

The Trust comprised the single business segment which operates solely in the business of investment management within Australia. While the Trust operates within Australia only (the geographical segment), the Trust may have asset exposures in different countries and across different industries.

Notes to Financial Statements

Note 5. Operating segments (continued)

Operating segment information

As the Trust operates in a single operating segment, these financial statements represent the required financial information of that segment.

Accounting policy for operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM') which has been identified as the Board of Directors. The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

Note 6. Financial Instruments

Capital risk management

The Trust considers its net assets attributable to unitholders as capital, notwithstanding net assets attributable to unitholders are classified as a liability.

Financial risk management

The Trust's activities expose it to a variety of financial risks which is reflected in the Trust's net gains/losses: market risk (including price risk, currency risk and interest rate risk), credit risk and liquidity risk.

The Trust's overall risk management program focusses on ensuring compliance with the Trust's Investment Strategy and seeks to maximize the returns derived for the level of risk to which the Trust is exposed. Financial risk management is carried out by the investment management department of the Responsible Entity under policies approved by the Board of Directors of the Responsible Entity ("the Board").

The Trust uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, ageing analysis for credit risk and beta analysis in respect of investment portfolios to determine market risk.

(a) Market risk

(i) Price risk

Price risk is the risk that the value of the Trust's investment portfolio will fluctuate as a result of changes in market prices. This risk is managed by the Responsible Entity through ensuring that all activities are transacted in accordance with mandates, overall investment strategy and within approved limits. Market price risk analysis is conducted regularly by the investment manager on a total portfolio basis, which includes the effect of any derivatives.

The Trust is exposed to equity securities and derivative securities price risk. This arises from investments held by the Trust for which prices in the future are uncertain. Investments are classified in the Consolidated Statement of Financial Position as at fair value through profit or loss. All securities investments present a risk of loss of capital. Except for equities sold short, the maximum risk resulting from financial instruments is determined by the fair value of the financial instruments. Possible losses from equities sold short can be unlimited.

A sensitivity analysis was performed showing how the effect of a 10% increase and a 10% decrease in market prices would have increased/decreased the impact on operation profit/net assets attributable to unitholders as at 30 June 2019. The results of this analysis are disclosed in Note 6(b).

Notes to Financial Statements

Note 6. Financial Instruments (continued)

(a) Market risk (continued)

(ii) Foreign exchange risk

Foreign exchange risk arises as the value of monetary securities denominated in other currencies will fluctuate due to changes in exchange rates.

The Trust has no direct exposure to foreign currency and no sensitivity analysis was performed.

(iii) Interest rate risk

The Trust is exposed to interest rate risk on financial instruments with variable interest rates.

The Trust's interest-bearing financial assets expose it to risks associated with the effects of fluctuations in the prevailing levels of market interest rates on its financial position and cash flows. The risk is measured using sensitivity analysis. The only financial assets held by the Trust subject to interest rate risk are cash and cash equivalents.

The Trust has direct exposure to interest rate changes on the valuation and cash flows of its interest-bearing assets and liabilities. However, it may also be indirectly affected by the impact of interest rate changes on the earnings of certain companies in which the Trust invests and impact on the valuation of certain assets that use interest rates as input in their valuation model. Therefore, the sensitivity analysis may not fully indicate the total effect on the Trust's net assets attributable to unitholders of future movements in interest rates.

Interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates. There is no significant direct interest rate risk in the Trust as the Trust does not hold interest rate sensitive financial instruments. The interest rates on deposits at bank and on bank overdrafts are both rates referenced to RBA cash rate.

A sensitivity analysis was performed showing how the effect of a 100 basis point increase and a 100 basis point decrease in interest rates on cash and cash equivalents would have increased/decreased the impact on operating profit/net assets attributable to unitholders as at 30 June 2019. The results of this analysis are disclosed in Note 6(b).

Notes to Financial Statements

Note 6. Financial Instruments (continued)

(a) Market risk (continued)

(iii) Cash flow and fair value interest rate risk (continued)

The table below summarises the Trust's exposure to interest rate risks. It includes the Trust's assets and liabilities at fair value, categorised by the earlier of contractual repricing or maturity dates.

	Floating interest rate	Fixed interest rate	Non interest bearing	Total
30 June 2019				
Financial assets	AUD	AUD	AUD	AUD
Cash and cash equivalents/(bank overdraft)	37,860	-	-	37,860
Receivables	-	-	3,373	3,373
Due from brokers – receipt for securities sold	-	-	-	-
Financial assets held at fair value through profit or loss	-	-	4,284,630	4,284,630
				-
Financial liabilities				-
Due to brokers – receipts for securities bought	-	-	-	-
Financial liabilities held at fair value through profit or loss	-	-	-	-
Other payables	-	-	(65,622)	(65,622)
Net exposure	37,860	-	4,222,381	4,260,241

	Floating interest rate	Fixed interest rate	Non interest bearing	Total
30 June 2018				
Financial assets	AUD	AUD	AUD	AUD
Cash and cash equivalents/(bank overdraft)	5,462	-	-	5,462
Receivables	-	-	7,268	7,268
Due from brokers – receipt for securities sold	-	-	-	-
Financial assets held at fair value through profit or loss	-	322,377	6,573,627	6,896,004
				-
Financial liabilities				-
Due to brokers – receipts for securities bought	-	-	(67,802)	(67,802)
Financial liabilities held at fair value through profit or loss	-	-	(6,772)	(6,772)
Other payables	-	-	-	-
Net exposure	5,462	322,377	6,506,321	6,834,160

Notes to Financial Statements

Note 6. Financial Instruments (continued)

(b) Price risk and Interest rate risk

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

	Price Risk		Interest Rate Risk	
	Impact on operating profit/net assets attributable to unitholders			
	-10%	10%	-100 bps	+100 bps
	\$	\$	\$	\$
30 June 2019	(428,463)	428,463	(379)	379
30 June 2018	(657,363)	657,363	(55)	55

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

(c) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Trust.

The main concentration of credit risk to which the Trust is exposed arises from cash and cash equivalents and amounts due from other receivables.

Concentrations of credit risk are minimised primarily by:

- ensuring counterparties, together with the respective credit limits, are approved; and
- ensuring transactions are undertaken with a large number of counterparties.

The Trust has a prime brokerage agreement with Interactive Brokers, the Trust's prime broker, and some of the Trust's assets will be pledged as collateral for amounts drawn under the overdraft facility. There was no overdraft position as at 30 June 2019 (2018: nil).

Certain assets of the Trust will be held by the Prime Broker in segregated accounts together with assets deposited by it on behalf of other customers of the Prime Broker. Such assets will not be mixed with the property of the Prime Broker and should not be available to third party creditors of the Prime Broker in the event of insolvency of the Prime Broker. However, the assets of the Trust held by the Prime Broker will be subject to a charge to secure the Trust's obligations to the Prime Broker.

The main concentration of credit risk to which the Trust is exposed arises from cash and cash equivalents.

The Trust has minimal credit risk exposure to the banks (Westpac and Interactive Brokers) that hold the Trust's cash assets at 30 June 2019.

Notes to Financial Statements

Note 6. Financial Instruments (continued)

(c) Credit risk (continued)

An analysis of exposure by rating is set out in the table below:

	2019 \$	2018 \$
Rating		
AA (Westpac Bank)	156	2,265
BBB (Interactive Brokers)	37,704	3,197
Total	37,860	5,462

(i) Settlement of securities transactions

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

(ii) Cash and cash equivalents

The exposure to credit risk for cash and cash equivalents is considered low as all counterparties have a rating of BBB or higher.

In accordance with the Trust's Constitution, the investment manager monitors the Trust's credit position of a daily basis, and the Board of Directors reviews it on a quarterly basis.

(iii) Other

The Trust is not materially exposed to credit risk on other financial assets.

The maximum exposure to credit risk at the end of each reporting period is the carrying amount of the financial assets. None of these assets are impaired, nor past due.

(d) Liquidity risk

Liquidity risk is the risk that the Trust 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.

The Trust primarily holds investments that are traded in an active market and can be readily disposed. Only a limited proportion of its assets are held in investments not actively traded on a stock exchange.

The majority of the Trust's listed securities are considered readily realisable, as they are listed on the Australian Securities Exchange.

Derivatives may also be used to improve the efficiency of implementing the investment strategy. Derivatives will only be held for a short period of time. The investment manager may not, without the prior written consent of the Responsible Entity, use derivatives or borrowings to gear the portfolio.

However, the Board 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.

Notes to Financial Statements

Note 6. Financial Instruments (continued)

(d) Liquidity risk (continued)

The table below analyses the Trust's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at the end of the reporting period. The amounts in the table are the contractual undiscounted cash flows.

30 June 2019	Less than 1 month	1-6 months	6-12 months	1-2 years	Total
Liabilities					
Due to brokers – payments for securities purchased	-	-	-	-	-
Financial liabilities held at fair value through profit or loss	-	-	-	-	-
Other payables	65,622	-	-	-	65,622
Net assets attributable to unitholders	4,260,241	-	-	-	4,260,241
Contractual cash flows (excluding gross settled derivatives)	4,325,863	-	-	-	4,325,863

30 June 2018	Less than 1 month	1-6 months	6-12 months	1-2 years	Total
Liabilities					
Due to brokers – payments for securities purchased	67,802	-	-	-	67,802
Financial liabilities held at fair value through profit or loss	-	-	-	-	-
Other payables	6,772	-	-	-	6,772
Net assets attributable to unitholders	6,834,160	-	-	-	6,834,160
Contractual cash flows (excluding gross settled derivatives)	6,908,734	-	-	-	6,908,734

Note 7. Fair value measurement

The Trust measures and recognises the following assets and liabilities at fair value on a recurring basis through profit or loss (FVTPL).

AASB 13 requires disclosure of fair value measurements by level of the following fair value hierarchy:

Fair value hierarchy

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability.

Notes to Financial Statements

Note 7. Fair value measurement (continued)

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

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

The Trust values its investments in accordance with the accounting policies within this note to the financial statements. For the majority of its investments, the Trust relies on information provided by independent pricing services for the valuation of its investments.

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

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

(ii) Fair value in an inactive or unquoted market (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.

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

Notes to Financial Statements

Note 7. Fair value measurement (continued)

The following tables detail the Trust's assets and liabilities, measured or disclosed at fair value, using a three-level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
30 June 2019				
Financial assets				
Financial assets designated at fair value through profit or loss:				
Listed equity securities	3,588,963	695,668	-	4,284,631
Unlisted convertible securities	-	-	-	-
Total financial assets	3,588,963	695,668	-	4,284,631
				-
Financial liabilities				
Financial liabilities designated at fair value through profit or loss:				
Listed equity securities sold short	-	-	-	-
Total financial liabilities	-	-	-	-
30 June 2018				
Financial assets				
Financial assets designated at fair value through profit or loss:				
Listed equity securities	6,573,627	-	-	6,573,627
Unlisted convertible securities	-	-	322,377	322,377
Total financial assets	6,573,627	-	322,377	6,896,004
Financial liabilities				
Financial liabilities designated at fair value through profit or loss:				
Listed equity securities sold short	-	-	-	-
Total financial liabilities	-	-	-	-

Transfers between levels

There was one transfers between levels during the financial year (2018: Nil).

Valuation techniques for fair value measurements

The carrying amounts of trade and other receivables and trade and other payables are assumed to approximate their fair values due to their short-term nature.

The fair value of financial liabilities is estimated by discounting the remaining contractual maturities at the current market interest rate that is available for similar financial liabilities.

The investment in Copper Strike Limited (ASX: CSE) was valued using the most recent sale price to Keybridge Capital Limited due to limited trading volumes on the ASX.

Notes to Financial Statements

Note 7. Fair value measurement (continued)

Reconciliation of level 3 fair values

Financial assets measured using significant unobservable inputs (level 3) are shown below:

	2019 \$	2018 \$
Opening balance	322,377	582,336
Settlement of of financial asset held at fair value through profit or loss	(322,377)	(259,959)
Closing balance	-	322,377

Accounting policy for fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assume that the transaction will take place either: in the principal market; or in the absence of a principal market; in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified into three levels using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed at each reporting date and transfers between levels are determined based on a reassessment of the lowest level of input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison where applicable, with external sources of data.

For certain other financial instruments, including amounts due from/to brokers and payables, the carrying amounts approximate fair value due to the immediate or short term nature of these financial instruments.

Notes to Financial Statements

Note 8. Cash and cash equivalents

	2019	2018
	\$	\$
Cash at bank	37,860	5,462
Total cash and cash equivalents	37,860	5,462

Accounting policy for cash and cash equivalents

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 borrowings in the Statement of Financial Position.

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

Note 9. Receivables

	2019	2018
	\$	\$
Other receivables	3,372	7,268
Total receivables	3,372	7,268

Accounting policy for receivables

The Trust recognizes an allowance for Expected Credit Losses (ECLs) for all receivables. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Trust expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

Loan receivables are measured initially at fair value plus transaction costs and subsequently amortised using the effective interest rate method, less expected credit losses (ECLs) if any. For loan receivables, the Trust applies the low credit risk simplification. At every reporting date, the Trust evaluates whether the loan receivable is considered to have a low credit risk using all reasonable and supportable information that is available without undue cost or effort. In making that evaluation, the Trust reassess the internal credit rating of the loan receivable. In addition, the Trust considers that there has been a significant increase in credit risk when the contractual payments are more than 30 days overdue.

Notes to Financial Statements

Note 9. Receivables (continued)

Other receivables may include amounts for dividends, interest, trust distributions and securities sold where settlement has not yet occurred. Dividends and trust distributions are accrued when the right to receive payment is established. Interest is accrued at the end of each reporting period from the time of last payment. Amounts are generally due for settlement within 30 days of being recorded as receivables. For other receivables, the Trust applies a simplified approach in calculating ECLs. Therefore, the Trust does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date.

Note 10. Financial assets held at fair value through profit or loss

	2019	2018
	\$	\$
Designated at fair value through profit or loss		
Australian listed equity securities	4,057,052	6,570,651
Contracts for difference	224,886	-
International equity securities	2,693	2,976
Unlisted convertible notes	-	322,377
Total designated at fair value through profit or loss	4,284,631	6,896,004
Total financial assets held at fair value through profit or loss	4,284,631	6,896,004

An overview of the risk exposure relating to financial assets held at fair value through profit or loss is included in Note 6.

Notes to Financial Statements

Note 11. Net assets attributable to unitholders

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

	2019 No.	2018 No.	2019 \$	2018 \$
Opening balance	81,403,538	85,583,437	6,834,160	9,751,575
Buy backs	(250,000)	(4,179,899)	(13,310)	(495,056)
Increase/(decrease) in net assets attributable to unitholders	-	-	(2,560,609)	(2,422,359)
Closing balance	81,153,538	81,403,538	4,260,241	6,834,160

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

Note 12. Expenses

(a) Other operating expenses

	2019 \$	2018 \$
Registry fees	15,581	6,621
Bank fees	52	75
ASX fees	26,225	27,957
Research fees	(19,851)	24,414
ASIC fees	1,737	-
Interest expense	17,125	28,371
Stock loan fees	-	10,557
Legal fees	12,790	40,264
Recovery costs	57,433	32,615
Other expenses	6,156	9,914
Total other operating expenses	117,248	180,788

(b) Takeover costs

	2019 \$	2018 \$
Takeover costs	-	9,590
Total takeover costs	-	9,590

In the prior year, the Trust incurred certain costs in relation to the takeover offer for HHY, including legal and independent expert advice.

Notes to Financial Statements

Note 13. Remuneration of auditors

During the financial year, the following fees were paid or payable by the Responsible Entity on behalf of the Trust for services provided by the auditor of the Trust. The auditor of the Trust is Grant Thornton. The previous auditor of the Trust was Deloitte Australia. The Responsible Entity is responsible for paying this remuneration of auditor on behalf of the Trust.

	2019	2018
	\$	\$
Audit and other assurance services		
Audit and review of financial statements (Grant Thornton)	15,559	19,000
Audit and review of financial statements (Deloitte Australia)	-	22,858
Audit of compliance plan (Grant Thornton)	4,692	4,500
Total remuneration for audit and other assurance services	20,251	46,358
Taxation services		
Tax compliance services (Grant Thornton)	5,891	4,650
Tax compliance services (Deloitte Australia)	-	10,842
Total remuneration for tax services	5,891	15,492
Total remuneration of auditors	26,142	61,850

Note 14. Related party transactions

Responsible Entity

The Responsible Entity of HHY Fund is Aurora Funds Management Limited.

Key management personnel unitholdings

As at 30 June 2019, Victor Siciliano, Executive Director, holds 237,655 (2018:111,642) units in the Trust.

As at 30 June 2019, Anthony Hartnell, Non-Executive Director, holds 300,001 (2018: Nil) units in the Trust.

Key management personnel compensation

Key management personnel are paid by Aurora Funds Management Limited. Payments made from the Trust to Aurora Funds Management Limited do not include any amounts directly attributable to the compensation of key management personnel.

Notes to Financial Statements

Note 14. Related party transactions (continued)

Related party unitholdings

Parties related to the Trust including the Responsible Entity, its affiliates and other schemes managed by the Responsible Entity held units in the Trust as follows:

30 June 2019	No. of units held opening	No. of units held closing	Fair value of investment	Interest held	No. of units acquired	No. of units disposed	Distributions paid/payable by the Trust
Keybridge Capital Limited	25,146,973	25,238,986	\$1,324,947	31.10%	92,013	-	-

30 June 2018

Keybridge Capital Limited	22,646,973	25,146,973	\$2,111,191	30.89%	2,500,000	-	-
---------------------------	------------	------------	-------------	--------	-----------	---	---

30 June 2019	No. of units held opening	No. of units held closing	Fair value of investment	Interest held	No. of units acquired	No. of units disposed	Distributions paid/payable by the Trust
Aurora Global Income Trust	12,543,419	12,543,419	\$658,480	15.46%	-	-	-

30 June 2018

Aurora Global Income Trust	-	12,543,419	\$1,053,071	15.41%	12,543,419	-	-
----------------------------	---	------------	-------------	--------	------------	---	---

Other related party information

Aurora Corporate

Aurora Corporate Pty Ltd (formerly Seventh Orion Pty Ltd) as Trustee for the Aurora Investments Unit Trust (Aurora Corporate) owns 100% of the ordinary shares of Aurora Funds Management Limited, being the Responsible Entity of HHY Fund.

Aurora Corporate Pty Ltd (formerly Seventh Orion Pty Ltd) is 50% owned by John Patton, the Managing Director of Aurora Funds Management Limited, with the other 50% owned by Victor Siciliano, Executive Director and Portfolio Manager.

Notes to Financial Statements

Note 14. Related party transactions (continued)

Directorships

Mr John Patton was appointed to the Boards of the following listed entities held by other managed investment schemes also managed by the Responsible Entity:

- Mr Patton was appointed to the Board of Keybridge Capital Limited as a Non-Executive Director on 10 August 2016 and was subsequently appointed to the role of Executive Chairman on 13 October 2016. Further:
 - Until 18 July 2019, Keybridge Capital Limited was Investment Manager of the Trust; and
 - Keybridge Capital Limited holds 25,238,986 (2018: 25,146,973 units) in the Trust; and
- Mr Patton was appointed to the Board of Metgasco Limited as a Non-Executive Director on 19 September 2016. The Fund holds an investment in Metgasco Limited of \$1,981,999 (2018: \$2,530,210).

Keybridge Capital Limited ("Keybridge")

On 18 June 2019, Keybridge purchased 2,000,000 ordinary fully paid shares of Copper Strike Limited (ASX: CSE) from the Fund for consideration of 8 cents per share. The total consideration received by the Fund from Keybridge was \$160,000.

Investments

The Trust did not hold any investments in any schemes which are also managed by the Responsible Entity.

Responsible entity's/manager's fees and other transactions

Under the terms of the Trust Constitution, the Responsible Entity is entitled to be reimbursed for expenses and costs incurred in performing its role as Responsible Entity.

The transactions during the year and amounts payable at year end between the Trust and the Responsible Entity were as follows:

	2019	2018
	\$	\$
Recoverable costs of Responsible Entity for the year paid/payable by the Trust to the Responsible Entity	125,118	104,265
Recovery costs	57,433	32,615
Balance owing to the Responsible Entity at the end of the reporting period	14,294	11,869

No amounts were paid by the Trust directly to the key management personnel of Aurora Funds Management Limited.

Notes to Financial Statements

Note 15. Reconciliation of profit to net cash inflow/(outflow) from operating activities

	2019 \$	2018 \$
(a) Reconciliation of (loss)/profit to net cash inflow from operating activities		
Profit/(loss) for the year	-	-
(Decrease)/increase in net assets attributable to unitholders	(2,560,609)	(2,422,359)
(Net Payments)/Proceeds from purchase or sale of financial instruments held at fair value through profit or loss	352,437	(4,552,989)
Net losses/(gains) on financial instruments held at fair value through profit or loss	2,258,937	2,255,472
Net change in receivables	\$9,182	433,998
Net change in payables	(14,238)	(413,565)
Net cash inflow/(outflow) from operating activities	45,709	(4,699,443)

	2019 \$	2018 \$
(b) Non-cash financing activities		
During the year, the following distribution payments were satisfied by the issue of units under the distribution reinvestment plan	-	-

Note 16. Interest in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiary in accordance with the accounting policy described in Note 3:

Name	Principal place of business/ Country of incorporation	Ownership interest	
		2019 %	2018 %
HHY International Holdings 1 Pty Ltd	Australia	100.00%	100.00%

Note 17. Parent entity information

	2019 \$	2018 \$
(a) Statement of Financial Position		
Total assets	4,325,863	6,908,734
Total liabilities	(65,622)	(74,574)
Net assets attributable to unitholders	4,260,241	6,834,160

Notes to Financial Statements

Note 17. Parent entity information (continued)

	2019 \$	2018 \$
(b) Statement of Comprehensive Income		
Operating profit/(loss) before finance costs attributable to unitholders	-	-
Profit for the year	-	-
Total comprehensive income for the year	-	-

Note 18. Events after the reporting period

The Investment Management Agreement with Keybridge Capital Limited was terminated, effective from 18 July 2019.

On 5 August 2019, WAM Capital Limited, WAM Active Limited and Botanical Nominees Pty Limited as trustee for the Wilson Asset Management Equity Fund, being members of the Trust holding at least 5% of the votes, requested that the Responsible Entity call and arrange to hold a meeting of the members of the Trust to consider and vote on the following resolutions:

- To consider and, if thought fit, pass an ordinary resolution:
"That Aurora Funds Management Limited (ABN 69 092 626 885) be removed as the responsible entity of 'HHY Fund (ASRN 112 579 129)'"
- To consider and, if thought fit, pass an ordinary resolution:
"Subject to resolution 1 being passed, Primary Securities Ltd (ABN 96 089 812 635) (AFSL 224107) be appointed as responsible entity of HHY Fund (ASRN 112 579 129)"

The meeting is scheduled to be held on 12 September 2019.

Other than the changes mentioned above, no other matters or circumstances have arisen since 30 June 2019 that have significantly affected, or may significantly affect:

- the operations of the Trust in future financial years, or
- the results of those operations in future financial years, or
- the state of affairs of the Trust in future financial years.

Note 19. Commitments

There were no commitments for the expenditure as at 30 June 2019 (2018: Nil).

Note 20. Contingent assets and liabilities

There were no contingent assets and liabilities as at 30 June 2019 (2018: Nil).

Director's Declaration

The Directors of the Responsible Entity declare that:

- (a) In the directors' opinion, there are reasonable grounds to believe that the Trust will be able to pay its debts as and when they become due and payable;
- (b) In the directors' opinion, the attached financial statements are in compliance with International Financial Reporting Standards as stated in Note 2 to the financial statements;
- (c) In the directors' opinion, the attached financial statements and notes thereto are in accordance with the *Corporations Act 2001*, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the Trust; and
- (d) The directors have been given the declarations of the Responsible Entity made pursuant to s295(5) of the *Corporations Act 2001*.

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

On behalf of the Responsible Entity, Aurora Fund Management Limited.



John Patton
Managing Director
23 August 2019

Independent Auditor's Report

To the Unitholders of HHY Fund

Report on the audit of the financial report

Opinion

We have audited the financial report of HHY Fund (the Trust) and its subsidiary (the Group), which comprises the consolidated statement of financial position as at 30 June 2019, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and the Directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

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

Basis for opinion

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

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
<p data-bbox="113 651 790 719">Valuation and existence of financial assets and financial liabilities held at fair value through profit or loss (Note 10)</p> <p data-bbox="113 719 790 831">As at 30 June 2019, the Group's financial assets held at fair value through profit or loss amounted to \$4,284,631 as disclosed in Note 10.</p> <p data-bbox="113 875 790 1122">We do not consider the fair value of the investment portfolio to be judgemental in nature as it is comprised of equity securities listed on the Australian Securities Exchange. However, due to the size of the investment portfolio, valuation and existence is considered a key audit matter. It is an area which had the greatest effect on our overall audit strategy and allocation of time and resources in planning and completing our audit.</p>	<p data-bbox="790 719 1466 763">Our procedures included, amongst others:</p> <ul data-bbox="790 808 1466 1339" style="list-style-type: none"> <li data-bbox="790 808 1466 943">• Documenting and assessing the processes and control environment in place to buy and sell investments in the portfolio, including the process to value investments within the portfolio; <li data-bbox="790 943 1466 1010">• Assessing the valuation of investments by comparing the valuation to publicly quoted prices; <li data-bbox="790 1010 1466 1099">• Agreeing the valuation of investments to other recent observable inputs in the absence of recent publicly quoted prices; <li data-bbox="790 1099 1466 1167">• Comparing the number of shares or units held to third party share or unit registry records; <li data-bbox="790 1167 1466 1234">• Performing a recalculation of the total value of investments based on the valuation performed; and <li data-bbox="790 1234 1466 1339">• Assessing the related disclosures in accordance with AASB 13 <i>Fair Value Measurement</i>.

Information other than the financial report and auditor's report thereon

The Directors of the Responsible Entity (the "Directors") are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2019, but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the financial report

The Directors of the Company 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 Group's ability 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 Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

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

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/ar1.pdf. This description forms part of our auditor's report.



Grant Thornton Audit Pty Ltd
Chartered Accountants



B A Mackenzie
Partner – Audit & Assurance

Melbourne, 23 August 2019

Additional Information

The additional information required by Australian Stock Exchange Limited Listing rules and not disclosed anywhere in the report.

Investments

As at 30 June 2019, the Trust held the following investments:

COPPER STRIKE LIMITED FPO

METGASCO LIMITED FPO

YOWIE GROUP LTD FPO

APAC RESOURCES ORD

GLOBAL INVESTMENTS ORD

ANTARES ENERGY CONVERTIBLE BOND

YELLOW BRICK ROAD HOLDINGS LIMITED (held via Invest)

Target Asset Allocation

Asset allocation ranges are as follows:

- Cash and cash equivalents
- Australian and international loans and hybrid securities
- Australian and international loans equities
- Australian and international unlisted securities

Investment Strategy

The Scheme aims to achieve an income return, whilst seeking to preserve the capital of the Scheme over both rising and falling equity markets.

The Manager may invest in:

1. Common stock, preferred stock, preference shares, warrants or rights to subscribe to or purchase such securities or other equity instruments in relation to entities that are listed on the ASX, NZX and other foreign exchanges defined below;
2. Derivative instruments including futures and options listed on the ASX, NZX and Sydney Futures Exchange.
3. Listed and unlisted securities issued by Australian and international entities, options, convertible securities, and other derivative securities;
4. Listed and unlisted managed investment schemes;
5. Cash and other short dated securities of a maximum duration of twelve months, which includes cash on deposit with the Custodian, clearer and Bank Bills with an Australian domiciled and regulated bank.
6. A deposit account(s) with a regulated bank(s).

Investment Transactions

The total number of trades for the HHY Fund for the year was 1.

The total brokerage paid on these trades was \$Nil.

Unitholder Information

The unitholder information set out below was applicable as at 20 August 2019.

Distribution of holdings

	Total holders	Units	Percentage of issued units
1 - 1,000	96	22,092	0.03%
1,001 - 5,000	142	435,338	0.54%
5,001 - 10,000	111	880,170	1.09%
10,001 - 100,000	245	7,774,385	9.58%
100,001 and over	26	72,041,553	88.77%
Total	620	81,153,538	100.00%

The names of the twenty largest unitholders of ordinary units are listed below

	Number of units held	Percentage of issued units
1 KEYBRIDGE CAPITAL LIMITED	25,238,986	31.10%
2 WAM CAPITAL LIMITED	21,832,947	26.90%
3 BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	12,605,846	15.53%
4 ROBERT NAIRN PTY LTD <CHERHAM A/C>	4,079,201	5.03%
5 HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	1,804,010	2.22%
6 WAM ACTIVE LIMITED	1,517,485	1.87%
7 BOTANICAL NOMINEES PTY LIMITED <WILILSON ASSET MGT EQTY A/C>	991,252	1.22%
8 MRS ELISA ANTOSKA & MR MICHAEL ALAN ANTOSKA <ANTOSKA SUPER FUND A/C>	510,000	0.63%
9 CITICORP NOMINEES PTY LIMITED	384,579	0.47%
10 MR ANTHONY GEOFFREY HARTNELL	310,349	0.38%
11 MR WILLIAM JAMES NIGEL	260,000	0.32%
12 WAR HING & COMPANY LTD	250,000	0.31%
13 MR COLIN WEEKES	241,500	0.30%
14 MR VICTOR FRED SICILIANO	237,655	0.29%
15 VAWDREY NOMINEES PTY LTD <THE VAWDREY FAMILY ACCOUNT>	200,000	0.25%
16 LOCKHART HOLDINGS PTY LTD	170,519	0.21%
17 MR DAVID GOLDBERG	170,000	0.21%
18 PAN AUSTRALIAN NOMINEES PTY LIMITED	169,255	0.21%
19 CONQUEST TRADING PTY LTD <ETERNITY UNIT A/C>	150,000	0.19%
20 MR JAMES BINH QUYEN LUU & MRS HUE DAO CHAU	150,000	0.19%
MR HARUN ARSJAD MOERDOMO TEO & MS JESSICA LAM	71,273,584	87.82%

Unitholder Information

Substantial holders

The substantial shareholders of the Trust as at 20 August 2019, as notified to the ASX, are listed below:

Unitholder	Number of Units	Percentage of issued units
Keybridge Capital Limited	25,238,986	31.10%
Wilson Asset Management Group	25,218,009	31.07%
Aurora Global Income Trust	12,543,419	15.46%
Robert Nairn Pty Ltd <Cherham A/C>	4,079,201	5.03%
Total	67,079,615	82.66%

Corporate Directory

Directors of Responsible Entity	John Patton - <i>Managing Director</i> Victor Siciliano - <i>Executive Director</i> Anthony Hartnell AM – <i>Non-Executive Director</i>
Company Secretaries	John Patton Adrian Tilley
Registered Office	Suite 613, Level 6, 370 St Kilda Road Melbourne, VIC 3004
Share Register	Boardroom Pty Limited Level 12, 225 George Street Sydney, VIC 3000
Auditor and Taxation Advisor	Grant Thornton Collins Square, Tower 5 727 Collins Street Melbourne, VIC 3008
Solicitors	Jeremy Kriewaldt Lawyers Suite 502, 75-85 Elizabeth Street Sydney, NSW 2000
Stock Exchange Listing	HHY Fund units are listed on the Australian Securities Exchange (ASX code: HHY)
Website	www.aurorafunds.com.au
Corporate governance statement	Aurora Funds Management's Corporate Governance Statement can be found on its website: http://www.aurorafunds.com.au/wp-content/uploads/Corporate-Governance-Statement.pdf