

Lakehouse Small Companies Fund

ARSN 615 265 864

Interim report for the half-year ended 31 December 2018

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Directors' Report

The directors of One Managed Investment Funds Limited (ABN 47 117 400 987; AFSL 297 042) ("OMIFL" or the "Responsible Entity"), the responsible entity of Lakehouse Small Companies Fund (ARSN 615 265 864) (the "Fund"), submit their report together with the condensed financial statements for the Fund for the half-year ended 31 December 2018.

Responsible Entity

The responsible entity of the Fund is OMIFL.

The registered office and principal place of business of the Responsible Entity is Level 11, 20 Hunter Street, Sydney NSW 2000.

Investment Manager

The investment manager of the Fund is Lakehouse Capital Pty Ltd (ACN 614 957 603) ("the Investment Manager").

The principal place of business of the Investment Manager is Level 14, 5 Martin Place, Sydney NSW 2000.

Directors and Senior Management

The names of the directors and company secretaries of the Responsible Entity, during the financial half-year and up to the date of this report are:

Name	Title
Frank Tearle	Executive Director and Company Secretary
Justin Epstein	Executive Director
Elizabeth Reddy	Non-executive Director (resigned 26 October 2018)
Sarah Wiesener	Executive Director (appointed 26 October 2018) and Company Secretary

Principal Activities

The Fund is a registered managed investment scheme, domiciled in Australia. The Fund was constituted on 7 October 2016, registered as a managed investment scheme on 24 October 2016 and commenced operations on 15 November 2016.

The principal activity of the Fund during the half-year was to invest in accordance with the provisions of the Fund's Constitution and its most recent Product Disclosure Statement, dated 15 November 2016.

The Fund's investment objective is to outperform the S&P/ ASX Small Ordinaries Accumulation Index (Benchmark) over rolling five year periods (after fees and expenses but before taxes) by investing in a high conviction portfolio of 15 to 30 small companies listed in Australia and New Zealand.

The Fund did not have any employees during the half-year.

Review of Operations

Results

The results of the operations of the Fund are disclosed in the Statement of Profit or Loss and Other Comprehensive Income of these condensed financial statements. The net loss for the half-year ended 31 December 2018 was \$12,104,883 (half-year ended 31 December 2017 gain: \$30,727,610).

Distributions

A distribution of \$1,018,603 in respect of the half-year ended 31 December 2018 was paid on 4 January 2019 (half-year ended 31 December 2017: \$1,124,333).

Directors' Report (continued)

Value of Assets and Units Issued

The following units of the Fund were on issue as at 31 December 2018 and 30 June 2018:

	31 December 2018		30 June 2018	
	No. of Units	Fair value (\$)	No. of Units	Fair value (\$)
	117,703,206	153,781,006	109,223,527	154,465,345
Total	117,703,206	153,781,006	109,223,527	154,465,345

Key management personnel of the Responsible Entity and their associated entities did not hold any units in the Fund during the half-year period and as at 31 December 2018 (half-year ended 31 December 2017: none).

Significant Changes in State of Affairs

On 1 July 2018, the Fund elected into the Attribution Managed Investment Trust ("AMIT") tax regime. There were no other significant changes in the state of affairs in the Fund during the half year.

Subsequent Events

There has been no matter or circumstances occurring subsequent to the end of the half-year that has significantly affected, or may significantly affect the operations of the Fund, the results of those operations, or the state of affairs of the Fund in future financial periods.

Likely Developments and Expected Results of Operations

The Fund will be managed in accordance with the Constitution and investment objectives as detailed in its most recent Product Disclosure Statement, dated 15 November 2016 and any public announcements made in respect of the Fund during the interim reporting period.

Environmental Regulation and Performance

The operations of the Fund are not subject to any particular or significant environmental regulation under a law of the Commonwealth or of a State or Territory. There have been no known significant breaches of any other environmental requirements applicable to the Fund.

Indemnification of Directors, Officers and Auditors

During the half-year, the Responsible Entity paid premiums in respect of contracts insuring the directors of the Responsible Entity against a liability incurred as a director or executive officer to the extent permitted by the *Corporations Act 2001*. The contracts of insurance prohibit disclosure of the nature of the liability and the amount of the premiums.

The Fund has not directly indemnified or insured directors or officers. The Responsible Entity has not otherwise, during or since the end of the financial half-year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Responsible Entity or of any related body corporate against a liability.

Auditor

Crowe Horwarth Sydney was appointed as auditor of the Fund and continues in that office in accordance with *Section 327 of the Corporations Act 2001*.

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 4.

On behalf of the directors of the Responsible Entity, One Managed Investment Funds Limited.

A handwritten signature in black ink, appearing to read 'Frank Tearle', written in a cursive style.

Frank Tearle

Director

25 February 2019

25 February 2019

The Directors
One Managed Investment Funds Limited
As the Responsible Entity of Lakehouse Small
Companies Fund
Level 11
20 Hunter Street
SYDNEY NSW 2000

Dear Directors

Lakehouse Small Companies Fund

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the Directors of One Managed Investment Funds Limited.

As lead audit partner for the review of the financial statements of Lakehouse Small Companies Fund for the half-year ended 31 December 2018, I declare that to the best of my knowledge and belief, that there have been no contraventions of:

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

Yours sincerely



Crowe Horwath Sydney



John Haydon
Senior Partner

Directors' Declaration

In the opinion of the directors of the Responsible Entity:

- (a) The interim financial statements and notes set out on pages 8 to 18 are in accordance with the *Corporations Act 2001*, including:
- compliance with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - giving a true and fair view of the Fund's financial position as at 31 December 2018 and its performance for the financial half-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.

Signed in accordance with a resolution of the directors of the Responsible Entity.

On behalf of the directors of the Responsible Entity, One Managed Investment Funds Limited.



Frank Tearle

Director

25 February 2019

Independent Auditor's Review Report to the Unitholders of Lakehouse Small Companies Fund

Report on the Interim Financial Report

We have reviewed the accompanying interim financial report of Lakehouse Small Companies Fund (the "Fund"), which comprises the condensed statement of financial position as at 31 December 2018, the condensed statement of profit or loss and other comprehensive income, condensed statement of changes in equity and the condensed statement of cash flows for the half-year ended on that date and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

Directors' Responsibility for the Interim Financial Report

The directors of the Responsible Entity are responsible for the preparation of the interim 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 interim financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the interim financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410: *Review of an Interim Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Fund's financial position as at 31 December 2018 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134: *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of the Fund, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of an interim financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the interim financial report of Lakehouse Small Companies Fund is not in accordance with the *Corporations Act 2001* including:

- (i) giving a true and fair view of the Fund's financial position as at 31 December 2018 and of its performance for the half-year ended on that date; and
- (ii) complying with AASB 134: *Interim Financial Reporting* and the *Corporations Regulations 2001*.



Crowe Horwath Sydney



John Haydon
Senior Partner

Dated this 25th day of February 2019

Condensed Statement of Profit or Loss and Other Comprehensive Income for the half-year ended 31 December 2018

		Half-Year ended 31 December 2018	Half-Year ended 31 December 2017
	Note	\$	\$
Income			
Net (losses)/gains on financial instruments held at fair value through profit or loss	5	(11,973,494)	34,790,524
Interest income		166,924	88,903
Dividend income		820,821	804,258
Total (loss)/income		(10,985,749)	35,683,685
Expenses			
Management fees		1,096,033	770,602
Performance fees		-	3,037,476
Other expenses		23,101	23,664
Total expenses		1,119,134	3,831,742
Operating (loss)/gain attributable to unitholders		(12,104,883)	31,851,943
Finance costs attributable to unitholders			
Distributions to unitholders*		-	(1,124,333)
Increase in net assets attributable to unitholders*		-	(30,727,610)
Loss for the period		(12,104,883)	-
Other comprehensive income		-	-
Total comprehensive income for the period		-	-

* Net assets attributable to unitholders are reclassified from liability to equity from 1 July 2018. As a result, the Fund's distributions are no longer classified as finance costs in the Statement of Profit and Loss and Other Comprehensive Income, but rather as distributions paid and payable in the Statement of Changes in Equity. Refer to Note 1 and Note 3 a) for further detail.

The above condensed Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

Condensed Statement of Financial Position as at 31 December 2018

		As at 31 December 2018	As at 30 June 2018
	Note	\$	\$
Assets			
Cash and cash equivalents		23,731,907	32,664,595
Other assets		54,692	353,301
Financial assets held at fair value through profit or loss	4	131,197,797	132,480,854
Total assets		154,984,396	165,498,750
Liabilities			
Performance fees payable		-	4,423,851
Management fees payable		184,787	188,683
Distribution payable		1,013,389	6,390,270
Withholding tax payable		5,214	30,601
Total liabilities (excluding net assets attributable to unitholders)		1,203,390	11,033,405
Net assets attributable to unitholders - Liability*		-	154,465,345
Net assets attributable to unitholders - Equity*	6	153,781,006	-

* Net assets attributable to unitholders are classified as equity at 31 December 2018 and as a financial liability at 30 June 2018. Refer to Note 1 and 3 a) for further information.

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

Condensed Statement of Changes in Equity for the half-year ended 31 December 2018

		Half-Year ended 31 December 2018	Half-Year ended 31 December 2017
	Note	\$	\$
Total equity at the beginning of the period			
Reclassification due to Attribution Managed Investment Trust tax regime implementation		154,465,345	-
Comprehensive income for the period			
Loss for the period		(12,104,883)	-
Other comprehensive income		-	-
Total comprehensive income		142,360,462	-
Transactions with unitholders			
Application	6	13,719,698	-
Redemption	6	(5,318,229)	-
Units issued upon reinvestment of distributions	6	4,037,678	-
Distributions payable	6	(1,018,603)	-
Total transactions with unitholders		11,420,544	-
Total equity at the end of the financial period*	6	153,781,006	-

* Effective from 1 July 2018, the Fund's units have been reclassified from financial liability to equity. Refer to Note 1 and 3 a) for further details. As a result, equity transactions, including distributions have been disclosed in the above statement for the half year ended 31 December 2018.

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

Condensed Statement of Cash Flows for the half-year ended 31 December 2018

		Half-Year ended 31 December 2018	Half-Year ended 31 December 2017
	Note	\$	\$
Cash flows from operating activities			
Net (payments)/receipts from purchase and sale of financial instruments held at fair value through profit or loss		(10,344,405)	12,260,553
Interest received		166,647	88,903
Dividend income		798,888	793,043
Management fees paid		(1,178,355)	(717,728)
Performance fees paid		(4,423,851)	(336,730)
Other payables		(7)	(1,533)
Net cash (used in)/provided by operating activities		(14,981,083)	12,086,508
Cash flows from financing activities			
Proceeds from unitholder applications	6	13,719,698	3,706,389
Payments for unitholder redemptions	6	(5,318,229)	(2,408,791)
Distributions paid to unitholders		(2,352,592)	-
Net cash provided by financing activities		6,048,877	1,297,598
Net (decrease)/ increase in cash and cash equivalents		(8,932,206)	13,384,106
Effects of exchange rate changes on the balance of cash held in foreign currencies		(482)	(10,916)
Cash and cash equivalents at the beginning of the period		32,664,595	8,333,043
Cash and cash equivalents at the end of the period		23,731,907	21,706,233
Non-cash financing activities		-	-

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

Notes to the Financial Statements**1. General Information**

These interim condensed financial statements cover Lakehouse Small Companies Fund (the "Fund") as an individual entity. The Fund is an Australian registered managed investment scheme, and was constituted on 7 October 2016, registered as a managed investment scheme on 24 October 2016 and commenced operations on 15 November 2016.

The responsible entity of the Fund is One Managed Investment Funds Limited (ABN 47 117 400 987; AFSL 297 042) (the "Responsible Entity"). The Responsible Entity's registered office is Level 11, 20 Hunter Street Sydney NSW 2000.

The Fund typically invests in a high conviction portfolio of 15 to 30 small companies listed in Australia and New Zealand.

On 5 May 2016, a new tax regime applying to Managed Investment Trusts ("MITs") was established under the *Tax Laws Amendment (New Tax System for Managed Investment Trusts) Act 2016*. The Attribution Managed Investment Trust ("AMIT") regime allows MITs that meet certain requirements to make an irrevocable choice to be an AMIT. The Fund elected into the AMIT tax regime effective 1 July 2018. The Responsible Entity is therefore no longer contractually obligated to pay distributions however intends to continue paying distributions as described in the Product Disclosure Statement. Consequently the units in the Fund have been reclassified from a financial liability to equity on 1 July 2018.

The interim 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 interim financial statements.

2. Adoption of New and Revised Accounting Standards**New Standards and Interpretations**

Except as disclosed below, the accounting policies applied in these half-year financial statements are the same as those applied to the Fund's financial statements for the year ended 30 June 2018.

The Fund has changed some of its accounting policies as a result of new and revised accounting standards which became effective for the first time in the current reporting period. The affected policies are:

- AASB 9 Financial Instruments (and applicable amendments)

AASB 9 addresses the classification, measurement and derecognition of financial assets and financial liabilities. It has now also introduced revised rules around hedge accounting and impairment. The adoption of the amendment does not have a significant impact on the recognition, classification and measurement of the Fund's financial instruments as they are carried at fair value through profit or loss. The derecognition rules have not changed from the previous requirements, and the Fund does not apply hedge accounting. AASB 9 introduces a new impairment model. However, as the Fund's investments are all held at fair value through profit or loss, the change in impairment rules does not have a material impact on the Fund.

- AASB 15 Revenue from Contracts with Customers

AASB 15 replaces AASB 118 Revenue which covers contracts for goods and services and AASB 111 Construction Contracts which covers construction contracts. AASB 15 is based on the principle that revenue is recognised when control of a good or service transfers to a customer – so the notion of control replaces the existing notion of risks and rewards.

The Fund's main sources of income are interest, dividends and gains on financial instruments held at fair value. All of these are outside the scope of the new revenue standard. As a consequence, the adoption of AASB 15 does not have a significant impact on the Fund's accounting policies or the amounts in the financial statements.

Notes to the Financial Statements

3. Basis of Preparation

These interim financial statements have been prepared in accordance with Australian Accounting Standards AASB 134 *"Interim Financial Reporting"* and the Corporations Act 2001. Compliance with AASB 134 ensures compliance with International Financial Reporting Standards IAS 34 *"Interim Financial Reporting"*.

These interim financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these interim financial statements are to be read in conjunction with the annual financial statements for the period ended 30 June 2018 and any public announcements made in respect of the Fund during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

These interim financial statements are presented in Australian dollars.

a) *Significant accounting policies*

The accounting policies applied in these interim financial statements are the same as those applied to the Fund's financial statements for the period ended 30 June 2018, except for the impact of the election into the AMIT tax regime as follows:

Net assets attributable to unitholders

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

The units can be put back to the Fund at any time for cash based on the redemption price. The fair value of redeemable units is measured at the redemption amount that is payable (based on the redemption unit price) at the end of the reporting period if unitholders exercised their right to redeem units in the Fund.

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

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

As at 30 June 2018, net assets attributable to unitholders are classified as a financial liability. Effective from 1 July 2018, the Fund's units have been reclassified from financial liability to equity as they satisfied all the above criteria.

Notes to the Financial Statements

4. Investments in Financial Instruments

a) *Financial assets held at fair value through profit or loss*

	31 December 2018 \$	30 June 2018 \$
Designated at fair value through profit or loss		
Investments in listed equities	131,197,797	132,480,854
Total equity securities	131,197,797	132,480,854
Total financial assets held at fair value through profit or loss	131,197,797	132,480,854

b) *Fair Value Hierarchy*

The Fund measures and recognises financial assets and liabilities held at fair value through profit or loss on a recurring basis. The Fund has no assets and liabilities measured at fair value on a non-recurring basis in the current reporting period.

AASB 13 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).

Level 1:

Financial instruments are valued by reference to quoted prices in an active market(s) for identical assets or liabilities. These quoted prices represent actual and regularly occurring market transactions on an arm's length basis.

Level 2:

Financial instruments are valued using inputs other than quoted prices covered in Level 1. These other inputs include quoted prices that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices). The inputs included in this level encompass quoted prices in active markets for similar assets or liabilities, quoted prices in markets in which there are few transactions for identical or similar assets or liabilities. Financial instruments that are valued using other inputs that are not quoted prices but are observable for the assets or liabilities also fall into this categorisation.

Level 3:

Financial instruments that have been valued, in whole or in part, by using valuation techniques or models that are based on unobservable inputs that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Notes to the Financial Statements
4. Investments in Financial Instruments (continued)
b) Fair Value Hierarchy (continued)

Unobservable valuation inputs are determined based on the best information available, which might include the entity's own data, reflecting its assumptions as well as best practices carried out or undertaken by other market participants. These valuation techniques are used to the extent that observable inputs are not available.

The following table shows an analysis of financial instruments held at 31 December 2018 and 30 June 2018 recorded at fair value and presented by level of the fair value hierarchy:

	31 December 2018			Total \$
	Level 1 \$	Level 2 \$	Level 3 \$	
Financial assets				
Investments in equity securities	131,197,797	-	-	131,197,797
Total financial assets held at fair value through profit or loss	131,197,797	-	-	131,197,797
	30 June 2018			Total \$
	Level 1 \$	Level 2 \$	Level 3 \$	
Financial assets				
Investments in equity securities	132,480,854	-	-	132,480,854
Total financial assets held at fair value through profit or loss	132,480,854	-	-	132,480,854

Transfer between levels

There have been no transfers between levels for the half-year ended 31 December 2018.

5. Net Gains/(Losses) on Financial Instruments Held at Fair Value through Profit or Loss

	Half-Year ended 31 December 2018 \$	Half-Year ended 31 December 2017 \$
Unrealised (losses)/gains on financial instruments designated at fair value through profit or loss	(17,704,263)	27,698,323
Realised gains on financial instruments designated at fair value through profit or loss	5,730,769	7,092,201
Net (losses)/gains on financial instruments designated at fair value through profit or loss	(11,973,494)	34,790,524

Notes to the Financial Statements
6. Net Assets Attributable to Unitholders

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

	Half-Year ended 31 December 2018		Half-Year ended 31 December 2017	
	No. of Units	\$	No. of Units	\$
Institutional Class				
Opening balance	109,223,527	154,465,345	96,701,310	104,515,873
Applications for units by unitholders	9,284,762	13,719,698	3,052,820	3,706,389
Redemption for units by unitholders	(3,660,180)	(5,318,229)	(1,986,056)	(2,408,791)
Units issued upon reinvestment of distributions	2,855,097	4,037,678		
(Decrease)/increase in net assets attributable to unitholders	-	-	-	30,727,610
Distribution payable		(1,018,603)		
Loss for the year		(12,104,883)	-	-
Closing balance	117,703,206	153,781,006	97,768,074	136,541,081

*Net assets attributable to unitholders are classified as equity at 31 December 2018 and as a financial liability at 31 December 2017. Refer to Note 1 and 3 a) for further details.

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.

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

7. Distributions to Unitholders

The Fund expects to make distributions on a semi-annual basis. Subject to the Constitution, distributions (if any) will generally be paid within 14 Business Days of 31 December and within three months of 30 June. Distributions are expected but not guaranteed.

A distribution of \$1,018,603 in respect of the half-year ended 31 December 2018 was paid on 4 January 2019 (half-year ended 31 December 2017: \$1,124,333).

8. Related Party Transactions

The responsible entity of the Fund is OMIFL.

a) Management fees paid and payable to the investment manager

Management fees are the fees charged by the Investment Manager to provide investment management services to the Fund.

The Investment Manager charges 1.3% per annum (inclusive of GST and less any reduced input tax credits) of the gross value of the Fund's assets. As at 31 December 2018, the management fees expenses incurred by the Fund was \$1,096,033 (half-year ended 31 December 2017: \$770,602). The management fee payable at 31 December 2018 was \$184,787 (30 June 2018: \$188,683).

Notes to the Financial Statements**8. Related Party Transactions (continued)*****b) Performance fees paid and payable to the investment manager***

Performance fees are fees payable to the Investment Manager when the Fund's return exceeds the benchmark and high watermark.

The performance fee amount is calculated as 15% of the lower of:

- (a) The amount by which the percentage change in the net asset value per unit in the Fund over the performance period (plus any distributions paid during the performance period) exceeds the percentage change in the benchmark over the performance period, multiplied by the net asset value per unit; and
- (b) The amount by which the net asset value per unit (plus any distributions paid during the performance period) as at the last valuation time of the relevant performance period exceeds the high watermark,

multiplied by the number of units on issue as at the last valuation time of the relevant performance period.

As at 31 December 2018, the performance fee incurred by the Fund was \$nil (half-year ended 31 December 2017: \$3,037,476). The performance fee payable at 31 December 2018 was \$nil (30 June 2018: \$4,423,851).

c) Other fees paid to related parties

The Responsible Entity has appointed third party service providers to the Fund, some of whom are related parties of the Responsible Entity. The following entities, which are related parties of the Responsible Entity, have provided services to the Fund during the half-year ended 31 December 2018:

- One Registry Services Pty Limited (ACN 141 757 360) – unit registry services

OMIFL also acts as custodian for the Fund and receives a fee for doing so.

None of the above have received any remuneration directly from the Fund in relation to these services and are remunerated out of the management fee. To the extent there is a short fall to these expenses, they will be paid by the Investment Manager.

d) Key management personnel***(i) Directors***

The key management personnel of the Responsible Entity, during the half-year and up to the date of this report are:

Name	Title
Frank Tearle	Executive Director and Company Secretary
Justin Epstein	Executive Director
Elizabeth Reddy	Non-executive Director (resigned 26 October 2018)
Sarah Wiesener	Executive Director (appointed 26 October 2018) and Company Secretary

Key management personnel of the Responsible Entity and their associated entities did not hold any units in the Fund during the half-year ended 31 December 2018 (half-year ended 31 December 2017: none).

The Fund has not made, guaranteed or secured, directly or indirectly, any loans to the key management personnel at any time during the half-year (half-year ended 31 December 2017: \$nil).

Key Management Compensation

Key management personnel of the Responsible Entity have not been compensated out of the Fund for the half-year ended 31 December 2018 (half-year ended 31 December 2017: \$nil).

Notes to the Financial Statements

8. Related Party Transactions (continued)

d) Key management personnel (continued)

(ii) Other Key Management Personnel

The key management personnel of the Investment Manager during the half-year and up to the date of this report are:

Name	Title
Joseph Magyer	Chief Investment Officer
Randal Coon	Non-executive Director
Lawrence Greenberg	Non-executive Director
Ollen Douglass	Non-executive Director (resigned 12 November 2018)
Bruce Jackson	Non-executive Director
Kerra McDonough	Non-executive Director (appointed 12 November 2018)

(iii) Other Key Management Personnel Unitholdings

Half-year ended 31 December 2018

Unitholder	Number of Units held opening	Number of units acquired	Number of units disposed	Number of Units held closing	Fair value of investment (\$)	% Interest held	Distributions paid/payable by the Fund
Bruce Jackson ¹	1,910,927	136,336	-	2,047,263	2,674,749	1.74%	17,717
Total	1,910,927	136,336	-	2,047,263	2,674,749	1.74%	17,717

¹. or related parties or entities

Except as disclosed above, no key management personnel have entered into any other transactions with the Fund during the financial half-year and there were no material balances involving key management personnel's interests outstanding at the end of the financial half-year.

Other Key Management Compensation

Key management personnel of the Investment Manager have not been compensated out of the Fund for the half-year ended 31 December 2018 (half-year ended 31 December 2017: \$nil).

9. Commitments and Contingencies

There are no commitments or contingencies as at 31 December 2018 (30 June 2018: \$nil).

10. Subsequent Events

There has not been any matter or circumstance occurring subsequent to the end of the half-year that has significantly affected, or may significantly affect, the operations of the Fund, the results of those operations, or the state of affairs of the Fund in future financial years.