

# **Landen Funds**

ARSN 653 001 015

**Consolidated Annual Report  
For the year ended 30 June 2024**

# Landen Funds Consolidated Annual Report

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# Landen Funds Consolidated Annual Report

## Directors' Report For the year ended 30 June 2024

The Directors of One Managed Investment Funds Limited (ABN 47 117 400 97) ("OMIFL" or the "Responsible Entity"), the responsible entity of Landen Funds (the "Trust") present their report, together with the consolidated financial report of the Trust and its subsidiaries Specific Investment Fund - Fairway, Specific Investment Fund - Box Hill, Specific Investment Fund - Norwest, Specific Investment Fund - Marsden Park and Specific Investment Fund - Grantham Farm (collectively the "Subsidiaries"), (collectively the "Group") for the year ended 30 June 2024.

### The Trust information

Landen Funds is a registered managed investment scheme, domiciled in Australia. The Trust was constituted on 20 August 2021 and was registered as a managed investment scheme on 3 September 2021.

### Responsible Entity

OMIFL is incorporated and domiciled in Australia with its registered office located at Level 16, Governor Macquarie Tower, 1 Farrer Place, Sydney, NSW 2000. OMIFL is the holder of Australian Financial Services License ("AFSL") number 297042 which allows it to act as a responsible entity to registered managed investment schemes in Australia.

### Directors

The following persons were directors of OMIFL during the reporting period and up to the date of this report:

<b>Name</b>	<b>Title</b>
Frank Tearle	Executive Director & Company Secretary
Sarah Wiesener	Executive Director & Company Secretary
Michael Sutherland	Executive Director

### Principal Activities

Landen Funds is an unlisted registered managed investment scheme which earns interest income from property loans.

### Review of Operations

#### Results

The net profit attributable to unitholders of the Group as presented in the Consolidated Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2024 was \$2,599,323 (2023: \$1,684,007).

# Landen Funds Consolidated Annual Report

## Directors' Report (continued) For the year ended 30 June 2024

### Review of Operations (continued)

#### Results (continued)

	30 June 2024	30 June 2023
	\$	\$
Net profit attributable to unitholders	2,599,323	1,684,007
Operating income	2,915,840	1,989,574
Loans receivable	27,900,000	24,325,000
<b>Value of Assets and Units Issued</b>		
Total value of the Group's assets	28,897,152	26,596,021
Total number of units on issue	26,427,877	23,352,877
Units issued during the year	3,075,000	18,348,592

The Group's operating income excluding net fair value movements comprise interest income and distribution income and the total for the financial year was \$2,915,840 (2023: \$1,989,574).

#### Distributions

During the financial year, the directors declared distributions to unitholders totalling \$2,843,596.

#### Significant Changes in State of Affairs

During the year, the totals of new loan drawdowns were \$3,075,000 to Captcha Property No.1 Unit Trust.

#### Likely Developments

At this time the directors are not aware of any developments likely to have a significant effect upon the operations or the results of the Group in the subsequent financial year which has not been dealt with in this report or in the financial report.

#### Events Occurring After the End of the Reporting Period

On 01 July 2024, the Group reinvested \$500,000 into units for Class C (Box Hill).

On 04 July 2024, 07 August 2024 and 13 September 2024, the Group distributed \$69,041.09 for June, \$71,342.48 for July and \$71,342.48 for August to Class B unit holders, which is from interest income received from the borrower, Landen Dev No.5 Unit Trust in accordance with the loan agreement.

On 04 July 2024, 07 August 2024 and 13 September 2024, the Group distributed \$30,410.97 for June, \$31,424.65 for July and \$31,424.65 for August to Class E unit holders, which is from interest income received from the borrower, Captcha Property No.1 Unit Trust in accordance with the loan agreement.

On 01 August 2024, the Group reinvested \$495,452 into units for Class C (Box Hill).

Specific Investment Fund - Box Hill. The Borrower sought and was granted a further extension of 6 months to 31 January 2025. All interest accrued to 31 July 2024 was capitalised into the initial investment resulting in the new loan principal of \$5,995,452. The interest rate remained at 12.00%.

**Landen Funds  
Consolidated Annual Report**

**Directors' Report (continued)  
For the year ended 30 June 2024**

**Review of Operations (continued)**

***Events Occurring After the End of the Reporting Period (continued)***

Other than as disclosed herein, the directors are not aware of any matter or circumstance that has occurred since the end of the reporting period that has significantly affected or may significantly affect the financial position of the Trust disclosed in the Consolidated Statement of Financial Position as at 30 June 2024 or the results and cash flows of the Trust for the period ended on that date.

***Environmental Regulation and Performance***

As a lender to development companies, the Group's operations are not subject to any particular or significant environmental regulations under a law of the Commonwealth or of a State or Territory. The operations of the Group's borrowers may be subject to these legislative provisions.

***Indemnification and Insurance of Officers and Auditors***

During or since the financial year, the Group has not indemnified or made a relevant agreement to indemnify an officer of the Responsible Entity or auditor of the Group or any related corporate body against a liability incurred by an officer of the Responsible Entity or auditor of the Group. In addition, the Group has not paid, or agreed to pay, a premium in respect of a contract insuring against a liability incurred by an officer of the Responsible Entity or auditor of the Group.

***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.

The Group appointed BDO Audit Pty Ltd (BDO) as the auditor of Landen Funds and BDO continues in that office in accordance with section 327 of the *Corporate Act 2001*.

This report is made in accordance with a resolution of the Directors.

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



Frank Tearle  
Director  
Sydney  
24 September 2024

## DECLARATION OF INDEPENDENCE BY GEOFF ROONEY TO THE DIRECTORS OF LANDEN FUNDS

As lead auditor of Landen Funds (Trust) and its subsidiaries (the Group) for the year ended 30 June 2024, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Landen Funds and the entities it controlled during the period.



Geoff Rooney  
Director

BDO Audit Pty Ltd  
Sydney  
24 September 2024

## Landen Funds

### Consolidated Statement of Profit or Loss and Other Comprehensive Income For the year ended 30 June 2024

	Notes	2024 \$	2023 \$
<b>Operating income</b>			
Interest income		2,619,447	1,718,370
Other income		296,393	271,204
<b>Total operating income</b>		<b>2,915,840</b>	1,989,574
<b>Operating expenses</b>			
Investment manager fees	11(f)	-	34,362
Administration fees	11(a)	69,167	50,788
Custody fees	11(a)	20,750	19,575
Registry fees	11(a)	59,313	58,201
Responsible entity fees	11(a)	127,904	99,262
Other operating expenses		39,383	43,379
<b>Total operating expenses</b>		<b>316,517</b>	305,567
<b>Net operating profit attributable to unitholders</b>		<b>2,599,323</b>	1,684,007
Other comprehensive income		-	-
<b>Total comprehensive income</b>		<b>2,599,323</b>	1,684,007

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

## Landen Funds

### Consolidated Statement of Financial Position As at 30 June 2024

	Notes	30 June 2024 \$	30 June 2023 \$
<b>Current assets</b>			
Cash and cash equivalents		317,189	1,194,711
Other current assets		1,799	2,699
Trade and other receivables	5	678,164	1,073,611
Loans receivable	6	23,900,000	23,400,000
<b>Total current assets</b>		<b>24,897,152</b>	<b>25,671,021</b>
<b>Non-current assets</b>			
Loan receivable	6	4,000,000	925,000
<b>Total non-current assets</b>		<b>4,000,000</b>	<b>925,000</b>
<b>Total assets</b>		<b>28,897,152</b>	<b>26,596,021</b>
<b>Current liabilities</b>			
Trade and other payables	7	683,961	245,909
Unearned revenue		135,018	177,666
Loan payable		-	925,000
<b>Total current liabilities</b>		<b>818,979</b>	<b>1,348,575</b>
<b>Total liabilities</b>		<b>818,979</b>	<b>1,348,575</b>
<b>Net assets attributable to unitholders</b>		<b>28,078,173</b>	<b>25,247,446</b>
<b>Represented by</b>			
Units on issue		27,400,010	24,325,010
Accumulated profit		678,163	922,436
<b>Total unitholders interests</b>		<b>28,078,173</b>	<b>25,247,446</b>

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



## Landen Funds

### Consolidated Statement of Changes in Net Assets Attributable to Unitholders For the year ended 30 June 2024

	Notes	Units on issue \$	Accumulated profit \$	Total unitholders interests \$
<b>Balance as at 1 July 2022</b>		<b>5,090,010</b>	<b>157,148</b>	<b>5,247,158</b>
Applications for units by unitholders		19,235,000	-	19,235,000
Net profit attributable to unitholders	9	-	1,684,007	1,684,007
Distributions paid		-	(918,719)	(918,719)
<b>Balance as at 30 June 2023</b>		<b>24,325,010</b>	<b>922,436</b>	<b>25,247,446</b>
<b>Balance as at 1 July 2023</b>		<b>24,325,010</b>	<b>922,436</b>	<b>25,247,446</b>
Applications for units by unitholders		3,075,000	-	3,075,000
Net profit attributable to unitholders	9	-	2,599,323	2,599,323
Distributions paid		-	(2,843,596)	(2,843,596)
<b>Balance as at 30 June 2024</b>		<b>27,400,010</b>	<b>678,163</b>	<b>28,078,173</b>

*The above Consolidated Statement of Changes in Net Assets Attributable to Unitholders should be read in conjunction with the accompanying notes.*

## Landen Funds

### Consolidated Statement of Cash Flows For the year ended 30 June 2024

	2024	2023
Notes	\$	\$
<b>Cash flows from operating activities</b>		
Other income received	345,085	229,330
Interest received	2,423,354	893,180
Payments to suppliers	(417,182)	(14,482)
<b>Net cash provided by operating activities</b>	<b>2,351,257</b>	<b>1,108,028</b>
	8	
<b>Cash flows from investing activities</b>		
Loan to Landen Dev No.7 Unit Trust (Fairway)	-	(1,310,000)
Loan to Landen Dev No.5 Unit Trust (Norwest)	-	(8,000,000)
Loan to Landen Box Hill No.2 Unit Trust (Box Hill)	-	(5,000,000)
Loan to Landen Dev No.12 Trust (Marsden Park)	-	(4,000,000)
Loan to Captcha Property No.1 Unit Trust (Grantham Farm)	(4,000,000)	-
<b>Net cash used in investing activities</b>	<b>(4,000,000)</b>	<b>(18,310,000)</b>
<b>Cash flows from financing activities</b>		
Proceeds from issue of units	3,075,000	19,235,000
Distributions paid to unitholders	(2,303,779)	(918,719)
<b>Net cash provided by financing activities</b>	<b>771,221</b>	<b>18,316,281</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>	<b>(877,522)</b>	<b>1,114,309</b>
Cash and cash equivalents at the beginning of the year	1,194,711	80,402
<b>Cash and cash equivalents at the end of the year</b>	<b>317,189</b>	<b>1,194,711</b>

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

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 1. General information

One Managed Investment Funds Limited ("OMIFL" or the "Responsible Entity"), is the responsible entity for Landen Funds, is domiciled in Australia and its registered office is situated at Level 16, Governor Macquarie Tower, 1 Farrer Place, Sydney, NSW 2000. These general purpose financial statements are for the year ended 30 June 2024 and cover the parent entity Landen Funds and its fully owned subsidiary entities Specific Investment Fund - Fairway, Specific Investment Fund - Box Hill, Specific Investment Fund - Norwest, Specific Investment Fund - Marsden Park and Specific Investment Fund - Grantham Farm (collectively the "Subsidiaries"), (collectively the "Group"). The trustee of the subsidiaries is ACME Co Pty Ltd. The principal accounting policies adopted in the preparation of the financial statements are set out below, and have been consistently applied to all periods presented, unless otherwise stated.

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

Landen Funds Management Pty Ltd ACN 651 892 152 is the Group's investment manager. It is an Authorised Representative (AR No: 001292417) of Havana Financial Services Pty Ltd (ACN: 619 804 518; AFSL: 500435) and is part of Landen Group, which also comprises Landen Property and Landen Financial Services.

#### 2. Basis of preparation

##### a) *Financial reporting framework*

The consolidated financial report is a general purpose financial report, which has been prepared in accordance with the Constitution of the Landen Funds and the Corporations Act 2001 in Australia, including applicable Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and other mandatory professional reporting requirements. For the purposes of preparing the Financial Statements, the Group is a for-profit entity.

##### b) *Statement of compliance*

The consolidated financial statements comply with Australian Accounting Standards and Interpretation issued by the Australian Accounting Standards Board and International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB").

##### c) *Historical cost convention and presentation currency*

The consolidated financial report have been prepared on the basis of historical cost, except for certain non-current assets and financial instruments that are measured at revalued amounts or fair values. Historical cost is generally based on the fair values of the consideration given in exchange for assets or due for liabilities.

The financial report is presented in Australian dollars (\$), and all amounts are rounded to the nearest dollar unless otherwise noted.

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 2. Basis of preparation (continued)

##### **d) *Going concern basis***

The consolidated financial report of the Group has been prepared on a going concern basis, which contemplates continuity of normal business activities and realisation of assets and settlement of liabilities in the ordinary course of business.

##### **e) *New accounting standards and interpretations***

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") that are mandatory for the current financial year.

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

##### **f) *Critical accounting estimates***

The preparation of financial statements in conformity with Australian Accounting Standards requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

##### ***Fair value measurement hierarchy***

The Trust is required to classify all assets and liabilities, measured 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: 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; and Level 3: Unobservable inputs for the asset or liability. Considerable judgement is required to determine what is significant to fair value and therefore which category the asset or liability is placed in can be subjective.

##### ***Allowance for expected credit losses***

The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss for each financial instrument. These assumptions include recent sales experience, historical collection rates and forward-looking information that is available.

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 3. Summary of significant accounting policies

The accounting policies set out below have been consistently applied to all years presented in these financial statements.

##### **a) Income**

Revenue is brought to account on an accruals basis except where stated.

##### Interest income

Interest income is recognised in the Consolidated Statement of Profit or Loss and other Comprehensive income as it accrues, using the effective interest rate method and if not received at balance date, is reflected in the Consolidated Statement of Financial Position as a receivable.

##### Establishment fee and unearned revenue

Fees received on the establishment of loan facilities are recognised as transaction fees income to the extent that it is probable that the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. Establishment fee received in advance is included in unearned revenue in the statement of financial position.

##### **b) Cash and cash equivalents**

Cash and cash equivalents include cash on hand and cash at bank.

##### **c) Current and non-current classification of assets/liabilities**

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the Group's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the Group's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

##### **d) Investments and financial assets**

##### Classification

The Group classifies its financial assets at amortised cost, or fair value through profit or loss. The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 3. Summary of significant accounting policies (continued)

##### **d) Investments and financial assets (continued)**

###### *(i) Financial assets at fair value*

Financial assets at fair value are financial assets held for long-term investment. Their treatment is discussed at Note 3(e).

###### *(ii) Financial assets held at amortised cost*

Loans and receivables are classified and measured at amortised cost. The Group holds these financial assets in order to collect the contractual cash flows, and the contractual terms are solely payments of outstanding principal and interest on the principal amount outstanding (refer to Note 3(f)).

##### Recognition and derecognition

Regular purchases and sales of investments are recognised at trade date - the date on which the Group commits to purchase or sell the asset. Investments are initially recognised at cost plus transaction costs for all financial assets not carried at fair value through profit or loss. Investment in financial assets at fair value are initially recognised at fair value and transaction costs are expensed in the consolidated statement of comprehensive income. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

##### Subsequent measurement

Available for sale financial assets and Investment in financial assets at fair value are subsequently carried at fair value. Loans and receivables and held to maturity investments are carried at amortised cost using the effective interest method. Gains or losses arising from changes in the fair value of Investment in financial assets at fair value, excluding interest and distribution income, are presented in the consolidated statement of comprehensive income in the year in which they arise. The fair values of quoted investments are based on current bid prices. If the market for a financial asset is not active (and for unlisted securities), the Trust establishes fair value by using valuation techniques that maximise use of market inputs or reference to other instruments that are substantially the same. Further details on how the fair value of financial instruments is determined are disclosed in Note 3(e).

##### Impairment

The Group assesses at each reporting date whether there is objective evidence that a financial asset or group of financial assets is impaired. In the case of equity securities classified as available for sale, a significant or prolonged decline in the fair value of a security below its cost is considered in determining whether the security is impaired. If any such evidence exists for available for sale financial assets, the cumulative loss - measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in the consolidated statement of comprehensive income - is removed from equity and recognised in the consolidated statement of comprehensive income. Impairment losses recognised in the consolidated statement of comprehensive income on equity instruments classified as available for sale are not reversed through the consolidated statement of comprehensive income.

##### **e) Financial assets and liabilities held at fair value through profit or loss**

Investments in financial instruments are categorised in accordance with AASB 9 Financial Instruments. The financial assets are measured at fair value.

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 3. Summary of significant accounting policies (continued)

##### e) *Financial assets and liabilities held at fair value through profit or loss (continued)*

###### Classification

The Group has classified its debt and equity investments into the “fair value through profit or loss” category. These include financial assets that are not held for trading purposes and which may be sold. These include investments in unlisted securities. The Group carries its investments in other funds at fair value based on financial data supplied by the managers of the funds invested in. The fair value through profit or loss classification is available for the majority of the financial assets and financial liabilities held by the Group as the Group’s performance is evaluated on a fair value basis and information about the Group is provided on that basis to the directors of the Responsible Entity.

###### Recognition

The Group recognises financial assets and financial liabilities on the date it becomes a party to the contractual provisions of the instrument. Financial assets are recognised using trade date accounting. From this date any gains and losses arising from changes in fair value of the financial assets or financial liabilities are recorded.

###### Measurement

Financial instruments are measured initially at fair value (transaction price) plus transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability. Subsequent to initial recognition, all instruments classified at fair value through profit or loss are measured at fair value with changes in their fair value recognised in the Consolidated Statement of Profit or Loss and other Comprehensive Income. Financial assets and liabilities, other than those at fair value through profit or loss, are measured at amortised cost using the effective interest rate.

###### Fair value measurement principles

The fair value of financial instruments is based on their quoted market prices at the Consolidated Statement of Financial Position date without any deduction for estimated future selling costs. Financial assets are priced at current bid prices, while financial liabilities are priced at current asking prices.

If a quoted market price is not available on a recognised stock exchange or from a broker / dealer for non-exchange-traded financial instruments, the fair value of the instrument is estimated using valuation techniques, including use of recent arm’s length market transactions, reference to the current fair value of another instrument that is substantially the same, 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 Consolidated Statement of Financial Position date applicable for an instrument with similar terms and conditions. Where other pricing models are used, inputs are based on market data at the Consolidated Statement of Financial Position date. Fair values for unquoted equity investments are estimated, if possible, using applicable price/earnings ratios for similar listed companies adjusted to reflect the specific circumstances of the issuer.

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 3. Summary of significant accounting policies (continued)

##### e) *Financial assets and liabilities held at fair value through profit or loss (continued)*

###### De-recognition

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition in accordance with AASB 139. The Group uses the weighted average method to determine realised gains and losses on derecognition of financial assets not at fair value.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expired.

##### f) *Receivables*

###### Trade and other receivables

Trade receivables are recognised at the amounts receivable as they are due for settlement no more than 30 days from the date of recognition. An estimate of expected credit loss is made annually, based on the past performance of the Group, existing market conditions, as well as forward estimates of likely recovery.

###### Loans receivable

Loans that have fixed or determinable payments that are not quoted in an active market are classified as "loan receivables" using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the effect of discounting is immaterial.

##### g) *Trade and other payables*

Trade payables represent liabilities for goods and services provided to the Group prior to the end of the period, which remain outstanding at the end of the reporting period. Purchases of securities are recorded on trade date and normally settle within three business days. Purchases of securities that are unsettled at reporting date are included in payables. Other payables include accrued expenses and short-term loans.

##### h) *Loan payables*

Loans are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

##### i) *Income tax*

Under current legislation, the Group is not subject to income tax as its taxable income (including assessable realised capital gains) is distributed in full to the unitholders.

Financial instruments held at fair value may include unrealised capital gains. Should such a gain be realised that portion of the gain that is subject to capital gains tax will be distributed so that the Group is not subject to capital gains tax. Realised capital losses are not distributed to unitholders but are retained in the Group to be offset against any current or future realised capital gains. If realised capital gains exceed realised capital losses the excess is distributed to the unitholders.

##### j) *Unit prices*

The unit price is based on unit price accounting outlined in the Trust's Constitution.



## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 3. Summary of significant accounting policies (continued)

##### *k) Distributions*

The Trust will fully distribute its distributable income, calculated in accordance with the Trust's Constitution and applicable taxation legislation, to the unitholders who are presently entitled to the income under the Constitution.

Distributions paid and payable on units are recognised in the Consolidated Statement of Changes in Net Assets Attributable to Unitholders as "Distributions paid/payable to unitholders", and as a liability where not paid. Distributions paid are included in cash flows from financing activities in the Consolidated Statement of Cash Flows.

##### *l) Change in net assets attributable to unitholders*

Non-distributable income, which may comprise unrealised changes in the fair value of investments, net capital losses, tax-deferred income, accrued income not yet assessable and non-deductible expenses are reflected in the change in net assets attributable to unitholders. These items are included in the determination of distributable income in the period for which they are assessable for taxation purposes.

##### Capital risk management

The Group manages its net assets attributable to unitholders as capital; notwithstanding net assets attributable to unitholders are classified as a liability. The amount of net assets attributable to unitholders can change significantly on a daily basis as the Group is subject to daily applications and redemptions at the discretion of unitholders.

##### *m) Goods and services tax ("GST")*

Operating expenses are recognised net of the amount of goods and services tax ("GST") recoverable from the Australian Taxation Office ("ATO") as a reduced input tax credit ("RITC"). Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the ATO is included as an asset or liability in the Consolidated Statement of Financial Position. Cash flows are included in the Consolidated Statement of Cash Flows on a net basis.

##### *n) Principles of consolidation*

The consolidated financial statements incorporate the assets and liabilities of the parent entity and the subsidiary entities. The subsidiary entities are fully consolidated from the date of establishment and will cease to be consolidated from the date on which control is transferred. The effects of all transactions between entities in the consolidated group are eliminated in full. Consistent accounting policies are employed in the preparation and presentation of the consolidated financial statements.

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Landen Funds ("trust" or "parent entity") as at 30 June 2024 and the results of all subsidiaries for the year ended. Landen Funds and its subsidiaries together are referred to in these financial statements as the "consolidated entity" or "Group".

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 3. Summary of significant accounting policies (continued)

##### *n) Principles of consolidation (continued)*

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity 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 to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the consolidated entity. Losses incurred by the consolidated entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

#### 4. Auditor's remuneration

During the year, the following fees were paid or payable for services provided by the auditors for the Group:

	<b>2024</b>	2023
	<b>\$</b>	\$
Audit and review of financial report - BDO	<b>18,440</b>	16,964
Compliance plan - Ernst & Young	<b>5,225</b>	9,771
<b>Total</b>	<b>23,665</b>	26,735

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 5. Trade and other receivables

	30 June 2024	30 June 2023
	\$	\$
Loan interest receivable	678,164	982,071
Establishment fee receivable	-	88,000
Sundry debtors	-	3,540
<b>Balance at end of the year</b>	<b>678,164</b>	<b>1,073,611</b>

#### 6. Loan receivables

	30 June 2024	30 June 2023
	\$	\$
<b>Current loans receivable</b>		
Loan to Landen Dev No.7 Unit Trust (Fairway)	6,400,000	6,400,000
Loan to Landen Dev No.5 Unit Trust (Norwest)	8,000,000	8,000,000
Loan to Landen Box Hill No.2 Unit Trust (Box Hill)	5,500,000	5,000,000
Loan to Landen Dev No.12 Trust (Marsden Park)	-	4,000,000
Loan to Captcha Property No.1 Unit Trust (Grantham Farm)	4,000,000	-
<b>Balance at the end of year</b>	<b>23,900,000</b>	<b>23,400,000</b>
<b>Non-current loans receivable</b>		
Loan to Landen Dev No.12 Trust (Marsden Park)	4,000,000	-
Loan to Captcha Property No.1 Unit Trust (Grantham Farm)	-	925,000
<b>Balance at the end of year</b>	<b>4,000,000</b>	<b>925,000</b>

The Investment Manager confirms there has been no defaults on principal and interest payments.

Below is an overview of each project's completion date.

Subsidiaries name	Class	Interest rate	Term	Initial date	End date	Extension date
SIT-Fairway	A	10.75%	24 months	11/12/2021	11/12/2023	06/01/2025
SIT-Norwest	B	10.50%	21 months	01/07/2022	31/03/2024	31/03/2025
SIT-Box Hill	C	12.00%	16 months	01/07/2022	31/10/2023	31/01/2025
SIT-Marsden Park	D	11.75%	12 months	01/02/2023	31/01/2024	31/07/2025
SIT-Grantham Farm	E	9.25%	18 months	01/06/2023	30/11/2024	

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 6. Loan receivables (continued)

##### ***Fairway Loan***

The loan to Landen Dev No. 7 Pty Ltd as trustee for Landen Dev No. 7 Unit Trust ("Landen Dev No. 7" or "Borrower") has a fixed interest rate of 10.75% p.a and has a maturity date of 06/01/2025 with an option of early repayment (Loan Agreement). Loans receivable is secured through charges over assets, by guarantees, or by retention of financial advice fees.

The Loan Agreement allows the Borrower to request the Loan be advanced in tranches, with an initial facility amount of up to \$6,400,000.00 (Initial Facility Amount) and a potential further facility amount of up to \$2,200,000.00 (Stage 2 Further Facility Amount). The Loan must be applied to payout existing financial indebtedness owed by the Borrower on the date of the first Advance and the Project costs, and to fund associated working capital.

Upon commencement of the Loan Agreement, the Initial Facility Amount was secured by a general security deed over the assets of the Borrower. On the Stage 1 Completion Date the Borrower granted a registered mortgage over the Balance Lot and any other lots created from the subdivision of the Property owned by the Borrower as at the completion of Stage 1 (Mortgage).

During the year, Stage 2 was undertaken by the Investment Manager. The Stage 2 Further Facility Amount was not advanced to the borrower.

##### ***Norwest Loan***

The loan to Landen Dev No.5 Pty Ltd as trustee for Landen Dev No.5 Unit Trust has a fixed interest rate of 10.50% p.a and has a maturity date of 31/03/2025.

##### ***Box Hill Loan***

The loan to Landen Box Hill No.2 Pty Ltd as trustee for Landen Box Hill No.2 Unit Trust has a fixed interest rate of 12.00% p.a and has a maturity date of 31/01/2025.

##### ***Marsden Park Loan***

The loan to Landen Dev No.12 Pty Ltd as trustee for Landen Dev No.12 Trust has a fixed interest rate of 11.75% p.a and has a maturity date of 31/07/2025.

##### ***Grantham Farm Loan***

The loan to Captcha Property No.1 Pty Limited as trustee for the Captcha Property No.1 Unit Trust has a fixed interest rate of 9.25% p.a and has a maturity date of 30/11/2024.

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 7. Trade and other payables

	30 June 2024	30 June 2023
	\$	\$
Distributions payable	599,452	59,635
GST and withholding tax payable	14,272	9,197
Other creditors and accruals	70,237	177,077
<b>Balance at end of the year</b>	<b>683,961</b>	<b>245,909</b>

#### 8. Reconciliation of operating profit to net cash from operating activities

	2024	2023
	\$	\$
Operating profit for the year	2,599,323	1,684,007
<b>Change in assets and liabilities:</b>		
(Decrease)/increase in payables	(144,413)	338,367
Decrease in other current assets	900	900
Increase in trade and other receivables	(104,553)	(915,246)
<b>Net cash from operating activities</b>	<b>2,351,257</b>	<b>1,108,028</b>

#### 9. Net assets attributable to unitholders

##### *Units issued*

Initial units	30 June 2024		30 June 2023	
	No. of units	\$	No. of units	\$
Balance at beginning of year	10	10	10	10
<b>Balance at the end of year</b>	<b>10</b>	<b>10</b>	<b>10</b>	<b>10</b>

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 9. Net assets attributable to unitholders (continued)

##### *Units issued (continued)*

##### **Class A Units**

	30 June 2024		30 June 2023	
	No. of units	\$	No. of units	\$
Balance at beginning of year	6,253,193	6,761,158	5,004,285	5,247,148
Additional units issued	-	-	1,248,908	1,310,000
Distributions paid/payable to unitholders	-	(922,016)	-	(393,601)
Comprehensive income	-	721,076	-	597,611
<b>Balance at the end of year</b>	<b>6,253,193</b>	<b>6,560,218</b>	<b>6,253,193</b>	<b>6,761,158</b>

##### **Class B Units**

	30 June 2024		30 June 2023	
	No. of units	\$	No. of units	\$
Balance at beginning of year	7,629,707	8,053,807	-	-
Additional units issued	-	-	7,629,707	8,000,000
Distributions paid/payable to unitholders	-	(775,735)	-	(518,086)
Comprehensive income	-	721,928	-	571,893
<b>Balance at the end of year</b>	<b>7,629,707</b>	<b>8,000,000</b>	<b>7,629,707</b>	<b>8,053,807</b>

##### **Class C Units**

	30 June 2024		30 June 2023	
	No. of units	\$	No. of units	\$
Balance at beginning of year	4,768,567	5,475,483	-	-
Additional units issued	-	-	4,768,567	5,000,000
Distributions paid/payable to unitholders	-	(643,018)	-	-
Comprehensive income	-	606,932	-	475,483
<b>Balance at the end of year</b>	<b>4,768,567</b>	<b>5,439,397</b>	<b>4,768,567</b>	<b>5,475,483</b>

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 9. Net assets attributable to unitholders (continued)

##### *Units issued (continued)*

##### **Class D Units**

	30 June 2024		30 June 2023	
	No. of units	\$	No. of units	\$
Balance at beginning of year	3,776,409	4,183,254	-	-
Additional units issued	-	-	3,776,409	4,000,000
Distributions paid/payable to unitholders	-	(524,300)	-	-
Comprehensive income	-	419,594	-	183,254
<b>Balance at the end of year</b>	<b>3,776,409</b>	<b>4,078,548</b>	<b>3,776,409</b>	<b>4,183,254</b>

##### **Class E Units**

	30 June 2024		30 June 2023	
	No. of units	\$	No. of units	\$
Balance at beginning of year	925,000	946,701	-	-
Additional units issued	3,075,000	3,075,000	925,000	925,000
Distributions paid/payable to unitholders	-	(325,636)	-	(7,033)
Comprehensive income	-	303,935	-	28,734
<b>Balance at the end of year</b>	<b>4,000,000</b>	<b>4,000,000</b>	<b>925,000</b>	<b>946,701</b>

##### **Consolidated**

	30 June 2024		30 June 2023	
	No. of units	\$	No. of units	\$
Balance at beginning of year	23,352,877	25,247,446	5,004,285	5,247,158
Additional units issued	3,075,000	3,075,000	18,348,592	19,235,000
Distributions paid/payable to unitholders	-	(2,843,596)	-	(918,719)
Comprehensive income	-	2,599,323	-	1,684,007
<b>Balance at the end of year</b>	<b>26,427,877</b>	<b>28,078,173</b>	<b>23,352,877</b>	<b>25,247,446</b>

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 10. Financial risk management and fair value management

The Group's financial assets and liabilities consist mainly of cash at bank, other receivables, financial instruments measured at FVTPL, and distributions payable and accrued expenses and other payables.

The most important types of financial risk to which the Group is exposed are market risk, credit risk and liquidity risk. The exposure to each of these risks, as well as the Group's policies and processes for managing these risks is described below.

The Responsible Entity in consultation with the Manager monitors such risks on an ongoing basis.

##### a) *Credit risk*

Credit risk is the risk that one party to a financial instrument will fail to discharge its contractual obligation and cause the other party to incur a financial loss. The maximum exposure to credit risk before any credit enhancements at the end of each reporting year is the carrying amount of the financial assets. The Group's exposure to credit risk primarily arises from loan receivables, cash at bank and other receivables.

Credit risk is the risk that one party to a financial instrument will fail to discharge its contractual obligation and cause the other party to incur a financial loss. The maximum exposure to credit risk before any credit enhancements at the end of each reporting year is the carrying amount of the financial assets. The Group's exposure to credit risk primarily arises from loan receivables, cash at bank and other receivables.

Although the Manager exercises due diligence, skill and expertise in selecting investments, including the creditworthiness of counterparties, there may still be credit losses in the Fund's portfolio and the illiquidity of the Fund's assets may limit the Trustee's ability to mitigate or trade out of deteriorating positions.

As of 30 June 2024, the loan receivables have the following security arrangements.

Loan Receivable	Security Arrangements
Loan to Landen Dev No.7 Unit Trust (Fairway)	<p>(1). Upon commencement of the Loan Agreement, the Lender was granted a first ranking general security over all present and after acquired assets of the Borrower;</p> <p>(2). Upon the Stage 1 Completion Date the Borrower granted a mortgage over the Balance Lot and any other lots created from the subdivision that the Borrower owns as at the completion of Stage 1;</p> <p>(3). As no part of Stage 2 was advanced, the Borrower has granted a 2nd ranking mortgage over Balanced Lots;</p> <p>(4). The general security is subordinated to the general security granted to the senior financier.</p>



## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 10. Financial risk management and fair value management (continued)

##### a) Credit risk (continued)

Loan Receivable	Security Arrangements
Loan to Landen Dev No.5 Unit Trust (Norwest)	<p>(1). Upon commencement of the Loan Agreement, the Lender was granted a first ranking general security deed over all present and after acquired assets of the Borrower;</p> <p>(2). After the Property Contract Completion Date (when the Borrower acquired the Property) the Borrower granted a 2nd ranking mortgage over the Property owned at the Property Contract Completion Date;</p> <p>(3). The general security is subordinated to the general security granted to the senior financier.</p>
Loan to Landen Box Hill No.2 Unit Trust (Box Hill)	<p>(1). Upon commencement of the Loan Agreement, the Lender was granted a first ranking general security over all present and after acquired assets of the Borrower;</p> <p>(2). Upon the Property Contract Completion Date (when the Borrower acquired the Property) the Borrower granted a 2nd ranking mortgage over the Property owned at the Property Contract Completion Date;</p> <p>(3). The general security is subordinated to the general security granted to the senior financier.</p>
Loan to Landen Dev No.12 Trust (Marsden Park)	<p>(1). Upon commencement of the Loan Agreement, the Lender was granted a second ranking mortgage over the Property</p>
Loan to Captcha Property No 1 Unit Trust (Grantham Farm)	<p>(1). Upon commencement of the Loan Agreement, the Facility Amount will be secured by a general security deed over the assets of the Borrower;</p> <p>(2). After acquisition of the Property, the Borrower will grant the Lender a registered 2nd mortgage over the Property owned by as at that date;</p> <p>(3). The general security will be subordinated to the general security granted to the senior financier.</p>

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 10. Financial risk management and fair value management (continued)

##### b) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities.

The Group manages its liquidity risk through cash flow forecasts and liquidity planning based on the maturity of financial assets, financial liabilities, distributions to unit holders and projected cash flows from operating activities and investments. The risk is managed by ensuring, as far as possible, that the Group will always have sufficient liquidity to meet its liabilities as and when they fall due.

The table below details the maturity profile of the Group's financial assets and financial liabilities based on contractual undiscounted cash flows

#### At 30 June 2024

	On demand	Less than 12 months	More than 12 months	No fixed maturity	Total
	\$	\$	\$	\$	\$
<b>Financial assets</b>					
Cash and cash equivalents	317,189	-	-	-	317,189
Investment in loan notes	-	23,900,000	4,000,000	-	27,900,000
Receivables	-	679,963	-	-	679,963
<b>Total financial assets</b>	<b>317,189</b>	<b>24,579,963</b>	<b>4,000,000</b>	<b>-</b>	<b>28,897,152</b>
<b>Financial liabilities</b>					
Distribution payable	-	599,452	-	-	599,452
Unearned revenue	-	135,018	-	-	135,018
Other payables	-	84,509	-	-	84,509
<b>Total financial liabilities</b>	<b>-</b>	<b>818,979</b>	<b>-</b>	<b>-</b>	<b>818,979</b>
<b>Net maturity</b>	<b>317,189</b>	<b>23,760,984</b>	<b>4,000,000</b>	<b>-</b>	<b>28,078,173</b>

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 10. Financial risk management and fair value management (continued)

##### b) Liquidity risk (continued)

At 30 June 2023	On demand \$	Less than 12 months \$	More than 12 months \$	No fixed maturity \$	Total \$
<b>Financial assets</b>					
Cash and cash equivalents	1,194,711	-	-	-	1,194,711
Investment in loan notes	-	23,400,000	925,000	-	24,325,000
Receivables	-	1,076,310	-	-	1,076,310
<b>Total financial assets</b>	<b>1,194,711</b>	<b>24,476,310</b>	<b>925,000</b>	<b>-</b>	<b>26,596,021</b>
<b>Financial liabilities</b>					
Distribution payable	-	59,635	-	-	59,635
Loan payable	-	925,000	-	-	925,000
Unearned revenue	-	177,666	-	-	177,666
Other payables	-	186,274	-	-	186,274
<b>Total financial liabilities</b>	<b>-</b>	<b>1,348,575</b>	<b>-</b>	<b>-</b>	<b>1,348,575</b>
<b>Net maturity</b>	<b>1,194,711</b>	<b>23,127,735</b>	<b>925,000</b>	<b>-</b>	<b>25,247,446</b>

##### c) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

Australian Accounting Standards require the disclosure of sensitivity to changes in market risk variables such as interest rates, foreign exchange rates and equity prices. This sensitivity is not intended to show the impact on the Group's financial performance for the entire period, just an illustrative example of the direct impact of a change in the value of the financial instruments measured at the balance date as a result of the change in market rate. The sensitivity is required to show the impact of a reasonably possible change in market rate over the period to the subsequent balance date. It is not intended to illustrate a remote, worst case or stress test scenario.

##### Interest rate risk

Interest rate risk is the risk that changes in interest rates will affect future cash flows or fair values of financial instruments. The Group's main interest rate risk arises from its investments in cash and cash equivalent.

The Group's exposure to interest rate risk relates primarily to the investments in financial assets as disclosed in Note 6. The interest rates on the Group's investments in financial assets are mostly fixed and as a result the Group's investments are not exposed to the interest rate risk.

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 10. Financial risk management and fair value management (continued)

##### c) *Market risk (continued)*

The Fund's exposure to interest rate risk is set out in the following table:

30 June 2024

	Floating interest rate \$	Fixed interest rate \$	Non-interest bearing \$	Total \$
<b>Financial assets</b>				
Cash and cash equivalents	317,189	-	-	317,189
Investment in loan notes	-	27,900,000	-	27,900,000
Interest receivable	-	678,164	-	678,164
Other receivables	-	-	1,799	1,799
<b>Total financial assets</b>	<b>317,189</b>	<b>28,578,164</b>	<b>1,799</b>	<b>28,897,152</b>
<b>Financial liabilities</b>				
Distribution payable	-	-	599,452	599,452
Unearned revenue	-	-	135,018	135,018
Other payables	-	-	84,509	84,509
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>818,979</b>	<b>818,979</b>
<b>Net exposure</b>	<b>317,189</b>	<b>28,578,164</b>	<b>(817,180)</b>	<b>28,078,173</b>

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 10. Financial risk management and fair value management (continued)

##### c) *Market risk (continued)*

30 June 2023

	Floating interest rate \$	Fixed interest rate \$	Non-interest bearing \$	Total \$
<b>Financial assets</b>				
Cash and cash equivalents	1,194,711	-	-	1,194,711
Investment in loan notes	-	24,325,000	-	24,325,000
Interest receivable	-	982,071	-	982,071
Other receivables	-	-	94,239	94,239
<b>Total financial assets</b>	<b>1,194,711</b>	<b>25,307,071</b>	<b>94,239</b>	<b>26,596,021</b>
<b>Financial liabilities</b>				
Distribution payable	-	-	59,635	59,635
Loan payable	-	-	925,000	925,000
Unearned revenue	-	-	177,666	177,666
Other payables	-	-	186,274	186,274
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>1,348,575</b>	<b>1,348,575</b>
<b>Net exposure</b>	<b>1,194,711</b>	<b>25,307,071</b>	<b>(1,254,336)</b>	<b>25,247,446</b>

A further sensitivity analysis was undertaken by the Group to assess the interest rate risk. The following table demonstrates the sensitivity to a reasonably possible change in the interest rates movements:

	Interest rate risk -100bps \$	Interest rate risk +100bps \$
30 June 2024	(3,172)	3,172
30 June 2023	(11,947)	11,947

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 11. Related parties

##### a) *Responsible Entity*

The Responsible Entity of Landen Funds as at 30 June 2024 is One Managed Investment Funds Limited ("OMIFL"). The responsible Entity has appointed third party service providers to the Group, 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 Group during the year ended 30 June 2024:

ACME Co Pty Ltd is the trustee of the Subsidiaries.

One Registry Services Pty Limited ("ORS") provides unit registry services to the Group.

Unity Fund Services Pty Limited ("UFS"), an associated entity of OIG, has been appointed for the provision of administration and tax services to the Group.

During the financial year, the following fees were paid or payable to the Responsible Entity and its related entities:

	2024	2023
	\$	\$
Administration fees	69,167	50,788
Custody fees	20,750	19,575
Registry fees	59,313	58,201
Responsible entity fees	127,904	99,262
Tax consulting fees	14,681	14,968
<b>Total</b>	<b>291,815</b>	<b>242,794</b>

As at 30 June 2024, the fees payable amounts were \$5,764 (2023: \$10,223) for administration fees, \$1,729 (2023: \$6,525) for the custody fees, \$12,864 (2023: \$35,493) for the registry fees, \$10,577 (2023: \$37,697) for the responsible entity fees, and \$14,954 (2023: \$19,670) for the tax consulting fees respectively.

##### b) *Details of key management personnel*

###### Directors

The names of the directors of the Responsible Entity in office during the financial year and to the date of these financial statements are:

###### One Managed Investment Funds Limited

<b>Name</b>	<b>Title</b>
Frank Tearle	Executive Director and Company Secretary
Sarah Wiesener	Executive Director and Company Secretary
Michael Sutherland	Executive Director

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 11. Related parties (continued)

##### **c) Compensation of key management personnel**

No amounts are paid by the Trust directly to directors and key management personnel of the Trust. Directors of the Responsible Entity receive remuneration in their capacity as directors of the Responsible Entity. Consequently, no compensation, as defined in AASB 124: Related Party Disclosures is paid by the Trust to its key management personnel. Each of One Managed Investment Funds Limited and Landen Funds Management Pty Ltd, as Responsible Entity of the Trust during the year, is deemed for disclosure purposes to be a key management personnel of the Trust. Compensation is payable to the Trust's Responsible Entity in the form of fees disclosed in Note 11(a).

##### **d) Units in the Trust held by key management personnel**

Key management personnel do not directly hold any units in the Trust as at the financial year end, nor have they held any units in the Trust during the reporting period.

##### **e) Related party transactions**

The consolidated financial statements include the financial statements of parent entity Landen Funds and the subsidiaries listed in the following table:

	Equity interest held by parent entity	
	30 June 2024	30 June 2023
	%	%
Specific Investment Fund - Fairway	100	100
Specific Investment Fund - Norwest	100	100
Specific Investment Fund - Box Hill	100	100
Specific Investment Fund - Marsden Park	100	100
Specific Investment Fund - Grantham Farm	100	100

The above subsidiaries are domiciled in Australia and have balance dates of 30 June, consistent with the Trust. All related party transactions are conducted on normal commercial terms and conditions. Related party receivables and payables, unless otherwise stated, are unsecured, receivable or payable within 30 days and do not bear interest.

##### **f) Investment Manager**

Landen Funds Management Pty Ltd (ACN 651 892 152) is the Trust's investment manager. It is the Authorised Representative of Havana Financial Services Pty Ltd and is part of Landen Group, which also comprises Landen Property and Landen Financial Services.

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 11. Related parties (continued)

##### f) *Investment Manager (continued)*

Under the terms of the Trust's Investment Management agreement and Product Disclosure Statement for the Trust, the Investment Manager is entitled to receive an Investment Manager fee. A fee is payable to the Investment Manager from the relevant Specific Investment Fund (Subsidiaries) in circumstances where the targeted rate of return for a Class of investment is achieved and has been paid or payable to investors in the Class following the maturity of the relevant loan or other investment held by the Specific Investment Fund.

The following fees were paid or payable to the Investment Manager during the year ended:

	<b>30 June 2024</b>	30 June 2023
	\$	\$
Investment manager's fee	-	34,362
<b>Balance at the end of the year</b>	<b>-</b>	<b>34,362</b>

The key management personnel of Landen Funds Management Pty Ltd in relation to the Trust for the year ended 30 June 2024 are:

<b>Name</b>	<b>Title</b>
Dimitrios (Jim) Dionysatos	Director
Rashed Panabig	Director
Jeff Li	Head of Funds Management
Malcolm Strain	Head of Financial Services

The Borrower and the Investment Manager are "related parties" for the purposes of the Subsidiaries. Specifically, the Investment Manager and the Borrower share common officeholders and the shareholders of the Borrower hold an indirect interest in the shares of the Investment Manager.

#### 12. Subsequent events

On 01 July 2024, the Group reinvested \$500,000 into units for Class C (Box Hill).

On 04 July 2024, 07 August 2024 and 13 September 2024, the Group distributed \$69,041.09 for June, \$71,342.48 for July and \$71,342.48 for August to Class B unit holders, which is from interest income received from the borrower, Landen Dev No.5 Unit Trust in accordance with the loan agreement.

On 04 July 2024, 07 August 2024 and 13 September 2024, the Group distributed \$30,410.97 for June, \$31,424.65 for July and \$31,424.65 for August to Class E unit holders, which is from interest income received from the borrower, Captcha Property No.1 Unit Trust in accordance with the loan agreement.

On 01 August 2024, the Group reinvested \$495,452 into units for Class C (Box Hill).

Specific Investment Fund - Box Hill. The Borrower sought and was granted a further extension of 6 months to 31 January 2025. All interest accrued to 31 July 2024 was capitalised into the initial investment resulting in the new loan principal of \$5,995,452. The interest rate remained at 12.00%.



## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 12. Subsequent events (continued)

Other than as disclosed herein, the directors are not aware of any matter or circumstance that has occurred since the end of the reporting period that has significantly affected or may significantly affect the financial position of the Trust disclosed in the Consolidated Statement of Financial Position as at 30 June 2024 or the results and cash flows of the Trust for the period ended on that date.

#### 13. Contingent assets and liabilities and commitments

There are no contingent assets and liabilities or commitments as at 30 June 2024 (30 June 2023: \$3,075,000).

#### 14. Parent entity information

The following information has been extracted from the records of the parent and has been prepared in accordance with Accounting Standards.

	30 June 2024	30 June 2023
	\$	\$
<b>Statement of Financial Position</b>		
<b>Assets</b>		
Current assets	771,244	72,260
Non-current assets	28,078,164	25,494,654
<b>Total assets</b>	<b>28,849,408</b>	<b>25,566,914</b>
<b>Liabilities</b>		
Current liabilities	771,235	319,468
<b>Total liabilities</b>	<b>771,235</b>	<b>319,468</b>
<b>Net assets attributable to unitholders</b>	<b>28,078,173</b>	<b>25,247,446</b>
<b>Represented by</b>		
Units on issue	25,478,850	23,563,439
Increase in net assets attributable to unitholders	2,599,323	1,684,007
<b>Net assets attributable to unitholders</b>	<b>28,078,173</b>	<b>25,247,446</b>
<b>Statement of Comprehensive Income</b>		
Total operating profit	2,599,323	1,684,007
<b>Total comprehensive income</b>	<b>2,599,323</b>	<b>1,684,007</b>

## Landen Funds

### Notes to the Consolidated Financial Statements For the year ended 30 June 2024

#### 14. Parent entity information (continued)

	2024	2023
	\$	\$
<b>Statement of Cash Flows</b>		
<b>Cash flows from operating activities</b>		
Interest received	4,180	10,050
Payments to suppliers	(7,113)	(1,574)
Distributions received	2,303,779	859,084
<b>Net cash provided by operating activities</b>	<b>2,300,846</b>	<b>867,560</b>
<b>Cash flows from investing activities</b>		
Investment into subsidiaries	(3,075,000)	(19,235,000)
<b>Net cash used in investing activities</b>	<b>(3,075,000)</b>	<b>(19,235,000)</b>
<b>Cash flows from financing activities</b>		
Proceeds from issue of units	3,075,000	19,235,000
Distribution paid to unitholders	(2,303,779)	(859,084)
<b>Net cash provided by financing activities</b>	<b>771,221</b>	<b>18,375,916</b>
Net (decrease)/increase in cash and cash equivalents	(2,933)	8,477
Cash and cash equivalents at the beginning of the year	10,125	1,648
<b>Cash and cash equivalents at the end of the year</b>	<b>7,192</b>	<b>10,125</b>

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries. The parent entity and some of its subsidiaries are party to a deed of cross guarantee under which each subsidiary guarantees the debts of the others. No deficiencies of assets exist in any of these subsidiaries.

#### **Contingent assets and liabilities and commitments**

The parent entity had no contingent assets, liabilities or commitments as at 30 June 2024.

#### **Significant accounting policies**

The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 3, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

## Landen Funds

### Directors' Declaration For the year ended 30 June 2024

The directors of the Responsible Entity declare that:

- (a) in the directors' opinion, the attached financial statements are in compliance with International Financial Reporting Standards, as stated in Note 2(b) to the financial statements; and
- (b) 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 Group as at and for the financial year ended 30 June 2024; and
- (c) there are reasonable grounds to believe that the Trust 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, One Managed Investment Funds Limited.



Frank Tearle  
Director  
Sydney  
24 September 2024

## INDEPENDENT AUDITOR'S REPORT

To the members of Landen Funds

### Report on the Audit of the Financial Report

#### Opinion

We have audited the financial report of Landen Funds (Trust) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in Net Assets attributable to Unitholders and the consolidated statement of cash flows for the year then ended, and notes to the financial report, including a summary of significant accounting policies, and the directors' declaration.

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

- (i) Giving a true and fair view of the Group's financial position as at 30 June 2024 and of its financial performance for the year ended on that date; and
- (ii) 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 *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's *APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Group, would be in the same terms if given to the directors as at the time of this auditor's report.

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

#### Other information

The directors are responsible for the other information. The other information obtained at the date of this auditor's report is information included in the Directors' Statement, but does not include the financial report and our auditor's report thereon.

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



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

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

#### **Responsibilities of the directors for the Financial Report**

The directors of the Responsible Entity are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the 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 has 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 (<http://www.auasb.gov.au/Home.aspx>) at:

[http://www.auasb.gov.au/auditors\\_responsibilities/ar4.pdf](http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf)

This description forms part of our auditor's report.

**BDO Audit Pty Ltd**

BDO  
G Rooney

Geoff Rooney  
Director

Sydney, 24 September 2024