

Australian Unity Property Income Fund

ARSN 094 220 498

Annual report for the year ended 30 June 2020

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Directors' report

The directors of Australian Unity Property Limited (ABN 58 079 538 499), the Responsible Entity of Australian Unity Property Income Fund (the "Scheme"), present their report together with the financial statements of the Scheme for the year ended 30 June 2020.

Directors

The following persons were directors of the Responsible Entity during the whole of the financial year and up to the date of this report (unless otherwise stated):

Rohan Mead, Chairman and Group Managing Director
Esther Kerr-Smith, Chief Executive Officer, Wealth & Capital Markets
Darren Mann, Group Executive Finance & Strategy and Chief Financial Officer (appointed 17 July 2020)
Amanda Hagan, Group Executive Customer, Digital & Technology (resigned 1 February 2020)
David Bryant, Chief Executive Officer, Wealth & Capital Markets and Chief Investment Officer (resigned 12 June 2020)

Principal activities

The Scheme's objective is to provide relatively consistent income on a quarterly basis, with some potential for capital growth over the medium to long-term.

The Scheme invests in direct property assets, listed and unlisted property trusts and cash type assets.

Review and results of operations

The COVID-19 pandemic inspired health crisis led to unprecedented restrictions of movement across Australia. The economy is now on course for a first official recession in almost 30 years.

The Scheme continues to display its resilience due to its overall diversification across various property and tenant types. Most of the Scheme's directly owned properties are industrial, leased to corporates that continued to trade throughout the pandemic induced lockdowns.

On 7 April 2020, the National Cabinet announced a Mandatory Code of Conduct ("the Code"). The Code was subsequently legislated by all states and territories and stipulates how landlords and tenants should cooperate during this period. Under the Code, small and medium sized commercial tenants that are suffering financial stress or hardship are eligible for rent relief in the form of a rent waiver and rent deferral.

Two of the Scheme's tenants have requested rent relief under the Code. The Scheme has made \$127,000 doubtful debts provision on recognised rental income in the statement of comprehensive income to reflect the expected outcome of the rent waiver to be granted to such tenant.

As part of the active management approach and in response to the recent property market uncertainty resulting from the COVID-19 pandemic, all investment properties, except Canberra which is held for sale, were independently revalued.

Property valuations

The current year revaluations were in total below the revalued properties' carrying values resulting in recording a net revaluation fair value decrement of \$1,820,000 (2019: increment of \$2,751,000).

Review and results of operations (continued)

Property acquisitions

On 7 August 2019, the Scheme completed the purchase of 40 Scanlon Drive, Epping, VIC for a purchase price of \$13,300,000 and acquisition costs of \$908,000.

On 29 August 2019, the Scheme completed the purchase of 17 Byres Street, Newstead, QLD for a purchase price of \$11,000,000 and acquisition costs of \$828,000.

On 30 September 2019, the Scheme completed the purchase of 223-227 Governor Road, Braeside VIC for a purchase price of \$22,500,000 and acquisition costs of \$1,493,000.

On 26 November 2019, the Scheme completed the purchase of 91-97 Woodlands Drive, Braeside VIC for a purchase price of \$9,500,000 and acquisition costs of \$632,000.

Property disposals

On 17 July 2019, the Scheme exchanged a contract of sale for 40 Allara Street, Canberra, ACT for a sale price of \$23,000,000. The contract of sale was subject to conditions precedent that were met on 24 July 2019. Settlement occurred on 16 July 2020.

On 19 December 2019, the Scheme sold 23 Fiveways Boulevard, Keysborough, VIC for a consideration of \$7,750,000, excluding selling cost of \$243,000. The Scheme recognised a realised gain of \$385,000 from the sale of the property.

Results

For the year ended 30 June 2020, the Scheme's Wholesale units posted a total return of -5.24% (split between a distribution return of 6.99% and a growth return of -12.23%)*.

Unit prices (ex distribution) as at 30 June 2020 (2019) is \$0.8449 (\$0.9628)*

*The reported performance numbers and reported unit prices (which are not audited) have been derived based on the declared unit prices calculated in accordance with the Responsible Entity's unit pricing policy, and are not based on the net assets of these IFRS compliant financial statements. Return calculations assume reinvestment of distributions.

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

	2020	2019
	\$'000	\$'000
(Loss)/profit before finance costs attributable to unitholders	<u>(19,547)</u>	<u>22,237</u>
 <i>Distributions - Retail units</i>		
Distributions paid and payable	<u>-</u>	<u>141</u>
 <i>Distributions - Wholesale units</i>		
Distributions paid and payable	<u>20,216</u>	<u>26,106</u>

Significant changes in the state of affairs

In the opinion of the directors, there were no other significant changes in the state of affairs of the Scheme that occurred during the year, except those mentioned elsewhere in the report.

Events occurring after end of the year

On 13 August 2020, the Scheme acquired for \$3,660,000 the Edith Cavell Building, a heritage building in the Herston Quarter Health Precinct in Brisbane, QLD. This development is part of the Herston Quarter redevelopment in Brisbane undertaken by Herston Development Company Pty Ltd., a related party of the Responsible Entity.

Since balance date, the impact of the COVID-19 pandemic has continued to evolve and may have affected specific areas of judgement required for preparing these financial statements.

The Victorian Government announced Stage 4 lockdown for Melbourne from 2 August 2020 and the Federal Government announced an extension to the JobKeeper Payment for a further six months until the end of March 2021.

Property transactions remain subdued with valuation uncertainty remaining.

The Scheme has continued to re-evaluate the significant inputs used to drive property valuations and recoverability of tenants' arrears on a regular basis. Based on these evaluations, the Scheme has determined that as at the date of the report there have been no further material events which would give rise to an adjustment.

Other than the matters above, no other matter or circumstance has arisen since 30 June 2020 that has significantly affected, or may significantly affect the operations of the Scheme, the result of operations, or the state of the Scheme's affairs in the future years.

Likely developments and expected results of operations

The Scheme will continue to be managed in accordance with the investment objectives and guidelines as set out in the governing documents of the Scheme and in accordance with the provisions of the Scheme's Constitution.

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

Indemnification and insurance of officers and auditors

No insurance premiums are paid for out of the assets of the Scheme in regards to insurance cover provided to either the officers of Australian Unity Property Limited or the auditors of the Scheme. So long as the officers of Australian Unity Property Limited act in accordance with the Scheme's Constitution and the *Corporations Act 2001*, the officers remain indemnified out of the assets of the Scheme against losses incurred while acting on behalf of the Scheme. The auditors of the Scheme are in no way indemnified out of the assets of the Scheme.

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

Fees paid to the Responsible Entity and its associates out of Scheme property during the year are disclosed in note 17 to the financial statements.

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

The number of interests in the Scheme held by the Responsible Entity or its associates as at the end of the year are disclosed in note 17 to the financial statements.

Units in the Scheme

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

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

Environmental regulation

The property operations of the Scheme are subject to environmental regulations under Australian law. There have been no known reportable breaches of these regulations.

Rounding of amounts to the nearest thousand dollars

The Scheme is an entity of a kind referred to in ASIC Corporations Instrument 2016/191 issued by the Australian Securities and Investments Commission relating to the "rounding off" of amounts in the directors' report and financial statements. Amounts in the directors' report and financial statements have been rounded to the nearest thousand dollars.

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 6.

Signed in accordance with a resolution of the directors of Australian Unity Property Limited.



Director



Director

28 September 2020



Auditor's Independence Declaration

As lead auditor for the audit of Australian Unity Property Income Fund for the year ended 30 June 2020, I declare that to the best of my knowledge and belief, there have been:

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

A handwritten signature in blue ink, appearing to read 'G. Sagonas', is written over a light blue rectangular background.

George Sagonas
Partner
PricewaterhouseCoopers

Melbourne
28 September 2020

Australian Unity Property Income Fund
Statement of comprehensive income
For the year ended 30 June 2020

Statement of comprehensive income

	Notes	2020 \$'000	2019 \$'000
Income			
Rental income	3	8,907	5,421
Property expenses	4	<u>(2,672)</u>	<u>(1,737)</u>
Net property income		6,235	3,684
Interest income		4	18
Distribution income	5	7,649	21,230
Net losses on financial instruments held at fair value through profit or loss	6	(30,455)	(6,504)
Net fair value (decrement)/increment of investment properties	13(b)	(1,820)	2,751
Realised gain on disposal of investment property	13(b)	385	2,135
Other income		<u>1,209</u>	<u>817</u>
Total income net of property expenses		<u>(16,793)</u>	<u>24,131</u>
Expenses			
Responsible Entity's fees	17	2,646	1,812
Other expenses		<u>108</u>	<u>82</u>
Total expenses, excluding property expenses		<u>2,754</u>	<u>1,894</u>
(Loss)/profit for the year		(19,547)	22,237
Other comprehensive income		<u>-</u>	<u>-</u>
Total comprehensive income attributable to unitholders		<u>(19,547)</u>	<u>22,237</u>

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

Australian Unity Property Income Fund
Statement of financial position
As at 30 June 2020

Statement of financial position

	Notes	2020 \$'000	2019 \$'000
Assets			
Cash and cash equivalents	10	23,010	28,556
Receivables	11	838	16,872
Financial assets held at fair value through profit or loss	12	116,237	123,394
Other assets		54	824
Properties held for sale	13	23,000	18,752
Investment properties	13	97,970	50,400
Total assets		261,109	238,798
Liabilities			
Distributions payable	9	8,062	18,231
Payables	14	1,943	1,139
Total liabilities		10,005	19,370
Net assets attributable to unitholders - equity		251,104	219,428

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

Australian Unity Property Income Fund
Statement of changes in equity
For the year ended 30 June 2020

Statement of changes in equity

	2020	2019
	\$'000	\$'000
Balance at the beginning of the year	219,427	-
Reclassification due to consolidation of Retail units with Wholesale units	-	132,756
Comprehensive income for the year		
(Loss)/profit for the year	(19,547)	22,237
Other comprehensive income	-	-
Total comprehensive income attributable to unitholders	(19,547)	22,237
Transactions with unitholders		
Applications	110,236	109,282
Redemptions	(43,217)	(22,206)
Units issued upon reinvestment of distributions	4,422	3,605
Distributions paid and payable	(20,216)	(26,247)
Total transactions with unitholders	51,225	64,434
Balance at the end of the year	251,105	219,427

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

Australian Unity Property Income Fund
Statement of cash flows
For the year ended 30 June 2020

Statement of cash flows

	Notes	2020 \$'000	2019 \$'000
<i>Cash flows from operating activities</i>			
Interest received		4	18
Distributions received		3,444	3,772
Rental and other income received		11,177	5,641
Payments to suppliers		<u>(3,983)</u>	<u>(3,223)</u>
<i>Net cash inflow from operating activities</i>	18	<u>10,642</u>	<u>6,208</u>
<i>Cash flows from investing activities</i>			
Purchase of financial instruments held at fair value through profit or loss		24,274	(54,780)
Proceeds from sale of financial instruments held at fair value through profit or loss		(27,731)	6,814
Purchase of investment property		(56,300)	(19,494)
Acquisition costs on purchase		(3,861)	(1,244)
Payments for additions to owned investment properties		(1,131)	(2,727)
Proceeds from sale of investment property		7,750	15,650
Disposal costs paid		<u>(243)</u>	<u>(265)</u>
<i>Net cash outflow from investing activities</i>		<u>(57,242)</u>	<u>(56,046)</u>
<i>Cash flows from financing activities</i>			
Proceeds from applications by unitholders		110,236	109,282
Payments for redemptions by unitholders		(43,218)	(22,206)
Distributions paid		<u>(25,964)</u>	<u>(12,614)</u>
<i>Net cash inflow from financing activities</i>		<u>41,054</u>	<u>74,462</u>
<i>Net (decrease)/increase in cash and cash equivalents</i>		(5,546)	24,624
Cash and cash equivalents at the beginning of the year		<u>28,556</u>	3,932
<i>Cash and cash equivalents at the end of the year</i>	10	<u>23,010</u>	<u>28,556</u>

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

Notes to the financial statements

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1 General information

These financial statements cover Australian Unity Property Income Fund ("the Scheme") as an individual entity. The Scheme was constituted on 1 December 1998 and will terminate on the 80th anniversary or earlier in accordance with the provisions of the Scheme's Constitution.

The Responsible Entity of the Scheme is Australian Unity Property Limited (ABN 58 079 538 499) (the "Responsible Entity"), a wholly owned subsidiary of Australian Unity Limited (ABN 23 087 648 888). The Responsible Entity's registered office is Level 15, 271 Spring Street, Melbourne, VIC 3000.

The Responsible Entity is incorporated and domiciled in Australia.

The financial statements are for the year 1 July 2019 to 30 June 2020.

The financial statements were authorised for issue by the directors of the Responsible Entity on 28 September 2020. The directors of the Responsible Entity have the power to amend and reissue the financial statements.

2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented, unless otherwise stated. Where appropriate, comparatives have been reclassified to enhance comparability with current year disclosures.

(a) Basis of preparation

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

The Scheme is a for-profit entity for the purposes of preparing the financial statements.

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

The statement of financial position is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and are not distinguished between current and non-current. All balances are generally expected to be recovered or settled within 12 months, except for investment properties, financial assets/(liabilities) held at fair value through profit or loss and net assets attributable to unitholders, where the amount expected to be recovered or settled within 12 months after the end of the year cannot be reliably determined.

(i) Compliance with Australian Accounting Standards and International Financial Reporting Standards

The financial statements of the Scheme comply with Australian Accounting Standards as issued by the AASB and also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

(ii) New accounting standards and amendments adopted by the Scheme

The Scheme applied the following accounting standard amendment that became mandatory for the first time during the reporting period:

AASB 16 *Leases* sets out the principles for the recognition, measurement, presentation and disclosure of leases. AASB 16 substantially carries forward the lessor accounting requirements in AASB 117 and requires enhanced disclosures to be provided by the lessor that will improve information disclosed about the lessor's risk exposure, particularly to residual value risk. The application of AASB 16 does not have a material impact on the Scheme's financial statements.

(iii) New accounting standards, amendments and interpretations not yet adopted

Certain new accounting standards, amendments and interpretations have been published that are not mandatory for the 30 June 2020 reporting period and have not been early adopted by the Scheme. None of these are expected to have a material effect on the financial statements of the Scheme.

2 Summary of significant accounting policies (continued)

(b) Investment properties

Initially, investment properties are measured at the cost of acquisition, being the purchase consideration determined at the date of acquisition plus costs incidental to the acquisition. Costs incidental to acquisition may include legal fees, stamp duty and other government charges, professional fees preceding acquisition and where applicable financing charges incurred during the construction or development of an asset.

Subsequent to initial recognition investment properties are stated at fair value. Gains or losses arising from changes in the fair value of investment properties are included in the statement of comprehensive income in the year in which they arise.

Investment properties are derecognised when they have either been disposed of or when the investment property is permanently withdrawn from use and no future benefit is expected from its disposal. Any gains or losses on the derecognition of an investment property are recognised in the statement of comprehensive income in the year of derecognition.

Independent valuations of investment properties are obtained from suitably qualified valuers generally at least once in every 18 months if the property is in a construction phase; otherwise once in any 12 month period from the date of the last valuation; or in exceptional circumstances once in a financial year or calendar year as determined necessary; or as soon as practicable, but not later than within two months after the directors of the Responsible Entity form a view that there is reason to believe that the fair value of the investment property is materially different from its current carrying value. Such valuations are reflected in note 13. Notwithstanding, the directors of the Responsible Entity determine the carrying value of each investment property at each reporting date to ensure that its carrying value does not materially differ from its fair value. Where the carrying value differs from fair value, that asset is adjusted to its fair value.

Where assets have been revalued, the potential effect of the capital gains tax on disposal has not been taken into account in the determination of the revalued carrying amount because the Scheme does not expect to be ultimately liable for capital gains tax in respect of the assets.

Expenditure capitalised to properties includes the cost of acquisition, capital and refurbishment additions, lease commissions and incentives, related professional fees incurred and other directly attributable transaction costs.

(c) Financial instruments

(i) Classification

The classification depends on the Scheme's business model for managing the financial instruments and the contractual terms of the relevant cash flows. The Scheme classifies its financial statements into the following measurement categories:

- *Financial instruments designated at fair value through profit or loss*

The Scheme's investments are classified as held at fair value through profit or loss. These may include investments in listed property trusts, unlisted property trusts and other unlisted trusts.

Financial assets and financial liabilities designated at fair value through profit or loss are those that are managed and their performance evaluated on a fair value basis in accordance with the Scheme's documented investment strategy. The Scheme's policy is for the Responsible Entity to evaluate the information about these financial instruments on a fair value basis together with other related financial information.

The information on the fair value basis is provided internally to the Scheme's key management personnel. In addition, the designation of financial assets and financial liabilities at fair value through profit or loss will reduce any measurement or recognition inconsistencies and any accounting mismatch that would otherwise arise.

2 Summary of significant accounting policies (continued)

(c) Financial instruments (continued)

(i) Classification (continued)

- *Amortised cost*

A financial asset is measured at amortised cost only if both of the following conditions are met:

- (a) it is held within a business model which objective is to hold assets in order to collect contractual cash flows, and
- (b) the contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest.

(ii) Recognition/derecognition

The Scheme recognises financial assets and financial liabilities on the date it becomes party to the contractual agreement (trade date) and recognises changes in fair value of the financial assets or financial liabilities from this date.

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised where:

- the rights to receive cash flows from the asset have expired;
- the Scheme retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass through' agreement; or
- the Scheme has transferred its rights to receive cash flows from the asset and either:
 - (a) has transferred substantially all the risks and rewards of the asset; or
 - (b) has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Any gains or losses arising on derecognition of the asset (calculated as the difference between the disposal proceeds and the carrying amount of the asset) is included in the statement of comprehensive income in the year the asset is derecognised as realised gains or losses on financial instruments.

(iii) Measurement

Financial assets and financial liabilities held at fair value through profit or loss are measured initially at fair value excluding any transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs on financial assets and financial liabilities held at fair value through profit or loss are expensed immediately. Subsequent to initial recognition, all instruments held at fair value through profit or loss are measured at fair value with changes in their fair value recognised in the statement of comprehensive income.

For further details on how the fair values of financial instruments are determined please see Note 16 to the financial statements.

Borrowings and receivables/payables are measured initially at fair value plus transaction costs and subsequently are carried at amortised cost using the effective interest method.

(iv) Offsetting financial instruments

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

2 Summary of significant accounting policies (continued)

(d) Net assets attributable to unitholders

Units are redeemable at the unitholders' option. The units can be put back to the Scheme for cash equal to a proportionate share of the Scheme's net asset value. 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 put the units back to the Scheme. Because the Scheme's redemption unit price is based on different valuation principles to that applied in financial reporting, a valuation difference exists, which has been treated as a separate component of net assets attributable to unitholders.

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 Scheme'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 instruments, or to exchange financial instruments with another entity under potentially unfavorable conditions to the Scheme, and it is not a contract settled in the Scheme'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.

(e) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts, if any, are shown within borrowings in the statement of financial position.

(f) Investment income

Interest income is recognised in the statement of comprehensive income for all financial instruments using the effective interest method. Other changes in fair value for such instruments are recorded in accordance with the policies described in note 2(c).

Trust distributions (including distributions from cash management trusts) are recognised on an entitlements basis.

Net gains/(losses) on financial assets and liabilities held at fair value through profit or loss arising on a change in fair value are calculated as the difference between the fair value at the end of the year and the fair value at the previous valuation point. Net gains/(losses) do not include interest or dividend/distribution income. Realised and unrealised gains/(losses) are shown in the notes to the financial statements.

(g) Expenses

All expenses, including property expenses, Responsible Entity's fees and custodian fees, are recognised in statement of comprehensive income on an accruals basis.

(h) Income tax

Under current legislation, the Scheme is not subject to income tax provided it attributes the entirety of its taxable income to its unitholders.

(i) Distributions

In accordance with the Scheme's Constitution, the Scheme distributes income adjusted for amounts determined by the Responsible Entity, to unitholders by cash or reinvestment.

(j) Receivables

Receivables may include amounts for dividends, interest, rental income arrears, trust distributions and securities sold where settlement has not yet occurred. Dividends and trust distributions are accrued when the right to receive payment is established. Interest is accrued at the end of each reporting period from the time of last payment in accordance with the policy set out in note 2(f) above. Amounts are generally received within 30 days of being recorded as receivables.

2 Summary of significant accounting policies (continued)

(j) Receivables (continued)

Receivables include such items as Reduced Input Tax Credits (RITC) and application monies receivable from unitholders.

The Scheme applies the simplified expected credit loss approach in replacement of the incurred credit loss approach. Under the expected credit loss approach, the Scheme estimates the expected lifetime losses to be recognised from initial recognition of the receivables.

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

(k) Payables

Payables include liabilities and accrued expenses owed by the Scheme which are unpaid as at the end of the reporting period. These payables, which are generally settled on 30-90 day terms and are unsecured, are carried at amortised cost.

Trades are recorded on trade date, and normally settled within three business days. Purchases of financial instruments that are unsettled at the end of each reporting period are included in payables.

The distribution amount payable to unitholders as at the end of each reporting period is recognised separately in the statement of financial position when unitholders are presently entitled to the distributable income under the Scheme's Constitution.

Liabilities for trade creditors are carried at original invoice amount which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the Scheme.

Payables to related parties are recognised and carried at the nominal amount due. They are carried at the nominal amount due to the short term nature of the payable. Interest is taken up as an expense on an accrual basis.

Provisions are recognised when the Scheme has a present obligation as a result of the past event and it is probable that the Scheme will be requested to settle the obligation and a reliable estimate can be made of the amount of the obligation.

(l) Applications and redemptions

Applications received for units in the Scheme are recorded net of any entry fees payable prior to the issue of units in the Scheme. Redemptions from the Scheme are recorded gross of any exit fees payable after the cancellation of units redeemed.

Unit redemption prices are determined in accordance with the Scheme's Constitution by reference to the net assets of the Scheme divided by the number of units on issue.

(m) Goods and Services Tax (GST)

The statement of comprehensive income is shown exclusive of GST, unless the GST incurred (or part thereof) on expenses that are not recoverable. Expenses of various services provided to the Scheme by third parties, such as custodial services and investment management fees, may have non-recoverable GST components, as applicable. In these cases, the non-recoverable GST component is recognised as part of the particular expense in the statement of comprehensive income.

Accounts payable and receivable are stated inclusive of the GST receivable and payable, respectively. The net amount of GST recoverable, or payable, is included in receivables or payables in the statement of financial position.

Cash flows relating to GST are included in the statement of cash flows on a gross basis.

2 Summary of significant accounting policies (continued)

(n) Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the entity and the revenue can be reliably measured. Revenue brought to account but not received at the end of the year is recognised as a receivable. The following specific recognition criteria must also be met before revenue is recognised:

Rental income

Rental income is recognised on a straight line basis over the lease term.

Contingent rentals, such as turnover rent and market rent adjustments, are recognised as income in the financial reporting period in which they are earned.

Fixed rental increases which do not represent direct compensation for underlying cost increases or capital expenditure are recognised on a straight line basis over the term of the lease.

The rental adjustments resulting from this policy are disclosed in the financial statements for financial reporting presentation purposes only.

Incidental income (costs) derived from an investment property undergoing construction or development but not directly related to bringing the assets to the working condition, are recognised in profit for the year.

Rent not received at the end of the year is reflected in the statement of financial position as a receivable or if paid in advance, as a liability.

Interest revenue

Interest income is recognised in the statement of comprehensive income as it accrues.

(o) Leases

Leasing costs

Lease costs are costs that are directly associated with negotiating and arranging an operating lease (including commissions, legal fees and costs of preparing and processing documentation for new leases). These costs are capitalised and are amortised on a straight-line basis over the term of the lease as property expenses. The carrying amount of the leasing cost is reflected in the carrying value of investment properties.

Lease incentives

Incentives such as cash, rent-free periods, lessee or lessor owned fitouts may be provided to lessees to enter into an operating lease. These incentives are capitalised and are amortised on a straight-line basis over the term of the lease as a reduction of rental income or as property expenses. The carrying amount of the lease incentives is reflected in the carrying value of investment properties.

(p) Use of judgements and estimates

The preparation of the Scheme's financial statements requires it to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities. Uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future. However, estimates are continually evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical judgements are made by the Scheme in respect of the fair values of investment properties. These investments are reviewed regularly by reference to external independent property valuations and market conditions, using generally accepted market practices.

The key weighted average assumptions used by the external independent property valuers in the latest valuations have been used by the Scheme for the investment properties and the weighted average total for all properties, including the weighted average lease expiry ("WALE"), have been disclosed in note 16.

2 Summary of significant accounting policies (continued)

(p) Use of judgements and estimates (continued)

The Scheme's financial instruments are valued primarily based on the prices provided by independent pricing services.

When the fair values of the reported financial instruments cannot be derived from active markets, they are determined using prices obtained from inactive or unquoted markets and/or other valuation techniques. The inputs to these valuation techniques (if applicable) are taken from observable markets to the extent practicable. Where observable inputs are not available, the inputs may be estimated based on a degree of judgements and assumptions in establishing fair values.

Where appropriate, the outcomes of the valuation techniques that are used in establishing fair values are validated using prices from observable current market transactions for similar instruments (without modification or repackaging) or based on relevant available observable market data.

The determination of what constitutes 'observable' requires significant judgement by the Scheme. The Scheme considers observable data to be market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

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

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

(q) Rounding of amounts

The Scheme is an entity of a kind referred to in ASIC Corporations Instrument 2016/191 issued by the Australian Securities and Investments Commission relating to the "rounding off" of amounts in the financial statements. Amounts in the financial statements have been rounded to the nearest thousand dollars.

(r) Functional and presentation currency

Items included in the financial statements of each of the Scheme's operations are measured using the currency of the primary economic environment in which it operates ("the functional currency"). The financial statements are presented in Australian dollars, which is the Scheme's functional and presentation currency.

(s) Structured entities

The Scheme has assessed whether the funds in which it invests should be classified as structured entities. The Scheme has considered the voting rights and other similar rights afforded to investors in these funds, including the rights to remove the fund manager or redeem holdings. The Scheme has also considered whether these rights are the dominant factor in controlling the funds, or whether the contractual agreement with the fund manager is the dominant factor in controlling these funds. The Scheme has concluded that the funds in which it invests in are not structured entities.

3 Rental income

	2020	2019
	\$'000	\$'000
Rental income	8,039	4,955
Outgoings income	868	466
	8,907	5,421

Rental income includes an adjustment for the straight lining of rental income of (\$62,000) (2019: \$141,000).

On 7 April 2020, the National Cabinet announced a Mandatory Code of Conduct ('the Code'). The Code was subsequently legislated by all states and territories and stipulates how landlords and tenants should cooperate during this period. Under the Code, small and medium sized commercial tenants that are suffering financial stress or hardship are eligible for rent relief in the form of a rent waiver and rent deferral.

Two of the Scheme's tenants have requested rent relief under the Code. The Scheme has made a doubtful debt provision (see notes 4 and 11) on recognised rental income to reflect the expected outcome of rent waiver to be granted.

4 Property expenses

	2020	2019
	\$'000	\$'000
Recoverable outgoings	1,857	1,272
Non-recoverable outgoings	211	155
Bad debts expense	127	-
Amortisation of lease commissions & lease incentives	477	310
	2,672	1,737

The bad debt expense of \$127,000 is the doubtful debts provision in relation to expected rent waiver to be granted to a tenant under the Code.

5 Distribution income

	2020	2019
	\$'000	\$'000
Related unlisted managed investment schemes	6,695	20,807
Related listed property trust	473	416
Non-related unlisted property trusts	481	7
	7,649	21,230

6 Net gains/(losses) on financial instruments held at fair value through profit or loss

	2020 \$'000	2019 \$'000
Related unlisted managed investment schemes	(22,769)	(7,357)
Related listed property trust	(3,237)	1,158
Non-related unlisted property trusts	(1,147)	-
Non-related listed property trusts	(1,868)	-
Net unrealised losses on financial assets held at fair value through profit or loss	(29,021)	(6,199)
Related unlisted managed investment scheme	(1,434)	(305)
Net realised losses on financial assets held at fair value through profit or loss	(1,434)	(305)
Total net losses on financial instruments held at fair value through profit or loss	(30,455)	(6,504)

7 Auditors' remuneration

The auditor's remuneration is paid directly by the Responsible Entity.

During the year the following fees were paid or payable for services provided by the auditor of the Scheme:

	2020 \$	2019 \$
<i>Audit services - PricewaterhouseCoopers</i>		
Audit and review of financial statements	27,000	20,000
Audit of compliance plan	2,011	1,395
Total remuneration for audit services	29,011	21,395

8 Net assets attributable to unitholders

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

	2020	2019	2020	2019
Contributed equity	No. '000	No. '000	\$'000	\$'000
Opening balance	227,919	138,463	252,750	162,069
Retail units				
Applications	-	6	-	6
Redemptions	-	(151)	-	(141)
Units issued upon re-investment of distributions	-	117	-	110
Consolidation with Wholesale units	-	(4,052)	-	(4,014)
	-	(4,080)	-	(4,039)
Wholesale units				
Applications	111,708	108,155	110,236	109,276
Redemptions	(47,080)	(22,092)	(43,217)	(22,065)
Units issued upon reinvestment of distributions	4,665	3,579	4,422	3,495
Consolidation with Retail units	-	3,894	-	4,014
	69,293	93,536	71,441	94,720
Closing balance	297,212	227,919	324,191	252,750
Undistributed income				
Opening balance			(33,323)	(29,313)
Decrease in net assets attributable to unitholders			(39,763)	(4,010)
Closing balance			(73,086)	(33,323)
Total net assets attributable to unitholders			251,105	219,427

All Retail units were consolidated with Wholesale units effective 9 April 2019.

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

Capital risk management

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

9 Distributions to unitholders

The distributions for the year were as follows:

	2020 \$'000	2020 CPU	2019 \$'000	2019 CPU
Retail units				
30 September	-	0.0000	44	1.0900
31 December	-	0.0000	44	1.0900
31 March	-	0.0000	53	1.3049
30 June (payable)	-	0.0000	-	0.0000
	<u>-</u>		<u>141</u>	
Wholesale units				
30 September	3,780	1.4000	1,975	1.4000
31 December	4,149	1.4000	2,570	1.4000
31 March	4,225	1.4000	3,330	1.6000
30 June (payable)	8,062	2.7126	18,231	7.9990
	<u>20,216</u>		<u>26,106</u>	
Total distributions	<u>20,216</u>		<u>26,247</u>	

10 Cash and cash equivalents

	2020 \$'000	2019 \$'000
Cash at bank	3,115	737
Cash management trusts	19,895	27,819
	<u>23,010</u>	<u>28,556</u>

11 Receivables

	2020 \$'000	2019 \$'000
Trade receivables	286	408
Distribution receivable	575	16,216
GST receivables	104	248
Provision for doubtful debts	(127)	-
	<u>838</u>	<u>16,872</u>

The Scheme has followed the Code as implemented by each state and territory. One of the Scheme's tenants have requested rent relief under the Code. The Scheme made doubtful debts provision of \$127,000 on recognised rental income receivables to reflect the expected outcome of rent waiver to be granted (see notes 3 and 4).

12 Financial assets and liabilities held at fair value through profit or loss

	2020	2019
	\$'000	\$'000
Related unlisted managed investment scheme	91,589	101,727
Related listed property trust	7,831	7,737
Non-related managed investment scheme	12,783	13,930
Non-related listed property trusts	4,034	-
Total financial assets held at fair value through profit or loss	116,237	123,394

13 Investment properties

(a) Property details

	Type	Ownership	Acquisition date	Independent valuation date	Independent valuation amount	Independent valuer	Carrying value 2020	Carrying value 2019
		(%)			\$'000		\$'000	\$'000
223-227 Governor Road, Braeside, VIC	Industrial	100%	30/09/2019	30/06/2020	23,200	Savills	23,200	-
40 Allara Street, Canberra, ACT	Office	100%	01/03/2006	30/06/2020	23,000	Transaction*	23,000	18,752
40 Scanlon Drive, Epping, VIC	Industrial	100%	07/08/2019	30/06/2020	13,600	Savills	13,600	-
2-10 Bliss Court, Derrimut, VIC	Industrial	100%	31/10/2018	30/06/2020	11,200	Knight Frank	11,200	12,240
296 St. Vincent Street, Port Adelaide, SA	Office	100%	28/06/2016	30/06/2020	10,500	Colliers	10,500	11,046
17 Bryes Street, Newstead, QLD	Industrial	100%	29/08/2019	30/06/2020	10,450	CBRE	10,450	-
91-97 Woodlands Drive, Braeside VIC	Industrial	100%	26/11/2019	30/06/2020	9,750	Savills	9,750	-
65 Beverage Drive, Tullamarine, VIC	Industrial	100%	06/04/2001	30/06/2020	6,700	Knight Frank	6,700	6,515
Lot 6, 133 South Pine Road, Brendale, QLD	Industrial	100%	12/06/2019	30/06/2020	6,300	JLL	6,300	7,592
10 International Square, Tullamarine, VIC	Industrial	100%	28/04/2017	30/06/2020	4,950	Savills	4,950	4,850
Lot 11 133 South Pine Road, Brendale, QLD	Industrial	100%	12/06/2019	30/06/2020	1,320	JLL	1,320	1,215
23 Fiveways Boulevard, Keysborough, VIC	Industrial	100%	26/05/2015	NA	NA	NA	-	6,942
Total							120,970	69,152
Less: Properties held for sale*							(23,000)	(18,752)
Total investment properties							97,970	50,400

* On 17 July 2019, the Scheme exchanged a contract of sale for 40 Allara Street, Canberra, ACT for a sale price of \$23,000,000. Settlement occurred on 16 July 2020.

The carrying value of an investment property may vary from the independent valuation of the property due to acquisition costs, capital expenditure and the accounting treatment of leasing commissions and lease incentives.

13 Investment properties (continued)

(b) Movements in carrying amount

Reconciliations of the carrying amounts of investment properties are set out below:

	2020 \$'000	2019 \$'000
Opening balance	50,400	56,392
Acquisitions	60,165	20,933
Additions	749	2,760
Disposal	(7,125)	(15,650)
Realised gain on disposal	385	2,135
Reclassified as properties held for sale	-	(18,752)
Revaluation movements	(6,385)	2,751
Straight-lining of rental income	64	141
Lease commissions and incentives amortisation	(283)	(310)
Closing balance	<u>97,970</u>	<u>50,400</u>

On 7 August 2019, the Scheme completed the purchase of 40 Scanlon Drive, Epping, VIC for a purchase price of \$13,300,000 and acquisition costs of \$908,000.

On 29 August 2019, the Scheme completed the purchase of 17 Byres Street, Newstead, QLD for a purchase price of \$11,000,000 and acquisition costs of \$828,000.

On 30 September 2019, the Scheme completed the purchase of 223-227 Governor Road, Braeside VIC for a purchase price of \$22,500,000 and acquisition costs of \$1,493,000.

On 26 November 2019, the Scheme completed the purchase of 91-97 Woodlands Drive, Braeside VIC for a purchase price of \$9,500,000 and acquisition costs of \$632,000.

On 19 December 2019, the Scheme sold 23 Fiveways Boulevard, Keysborough, VIC for a consideration of \$7,750,000, excluding selling cost of \$243,000. The Scheme recognised a realised gain of \$385,000 from the sale of the property.

(c) Movements in properties held for sale

	2020 \$'000	2019 \$'000
Opening balance	18,752	-
Additions	3	18,752
Revaluation movements	4,565	-
Lease commissions and incentives amortisation	(194)	-
Straight-lining of rental income	(126)	-
	<u>23,000</u>	<u>18,752</u>

13 Investment properties (continued)

(d) Leasing arrangements

The Scheme leases out its investment properties to tenants under operating leases with rentals payable monthly. The future minimum lease payments receivable under non-cancellable lease are as follows:

	2020 \$'000	2019 \$'000
Within one year	6,267	5,235
Later than one year but not later than 5 years	17,520	8,541
Later than 5 years	15,363	6,919
	<u>39,150</u>	<u>20,695</u>

14 Payables

	2020 \$'000	2019 \$'000
Trade payables	448	108
Rent received in advance	529	222
Accrued expenses	731	667
GST payables	235	142
	<u>1,943</u>	<u>1,139</u>

15 Financial risk management

(a) Objectives, strategies, policies and processes

The Scheme's activities expose it to a variety of financial risks: market risk (including price risk and interest rate risk), credit risk and liquidity risk.

The Scheme's overall risk management program focuses on ensuring compliance with the Scheme's disclosure documents and seeks to maximise the returns derived for the level of risk to which the Scheme is exposed. Financial risk management is carried out by the Investment Manager ("the Investment Manager") under policies approved by the Board of Directors of the Responsible Entity ("the Board").

The Scheme uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rates, other price risks, and ratings analysis for credit risk.

As part of its risk management strategy, the Scheme uses interest rate swaps to manage exposures resulting from changes in interest rates.

(b) 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. Market risk comprises two types of risk: price risk and interest rate risk. Market risk is managed and monitored using sensitivity analysis, and minimised through ensuring that all investment activities are undertaken in accordance with established mandates and investment strategies.

The market risk disclosures are prepared on the basis of the Scheme's direct investments and not on a look through basis for investments held in the Scheme.

(i) Price risk

Price risk is the risk that the fair value or future cash flows of equities will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

Price risk exposure arises from the Scheme's investment in listed and unlisted property securities. The investments are classified on the statement of financial position as at fair value through profit or loss. All securities investments present a risk of loss of capital.

The Investment Manager mitigates this price risk through diversification and a careful selection of financial instruments within specified limits set by the Board.

The Scheme has exposures to price risk as shown in the table below. The table also demonstrates the sensitivity to reasonably possible changes in prices, with all other variables held constant. A negative amount in the table reflects a potential net reduction in profit and net assets attributable to unitholders, while a positive amount reflects a net potential increase. There is no impact on distributable earnings as they are net fair value movements only.

	2020 \$'000	2019 \$'000
Assets		
Related unlisted managed investment scheme	91,589	101,727
Related listed property trusts	7,831	7,737
Non-related unlisted property trusts	12,783	13,930
Related unlisted property trust	4,034	-
Total exposure	<u>116,237</u>	<u>123,394</u>

15 Financial risk management (continued)

(b) Market risk (continued)

(i) Price risk (continued)

Sensitivity	Impact on profit and net assets attributable to unitholders	
	2020 \$'000	2019 \$'000
Securities prices +25% (2019: +10%)	29,059	12,339
Securities prices -25% (2019: -10%)	(29,059)	(12,339)

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Interest rate risk is not considered to be significant to the Scheme, as the Scheme does not have any borrowings.

(c) Credit risk

Credit risk is the risk that a contracting entity will not complete its obligations under a financial instrument and cause the Scheme to make a financial loss. The Scheme has exposure to credit risk on all of its financial assets included in the Scheme's statement of financial position.

The Scheme manages this risk by performing credit reviews of prospective tenants, obtaining tenant collateral where appropriate and performing detailed reviews on tenant arrears. The Scheme reviews the aggregate exposures of tenant debtors and tenancies across its portfolio.

The Scheme applies the simplified expected credit loss (ECL) approach to estimate the amount of impairment loss. Under the simplified ECL approach, the Scheme estimates the expected lifetime losses to be recognised from initial recognition of the receivables. In estimating the lifetime ECL, the Scheme conducts an internal credit review that takes into account the historical loss experience, current observable data and reasonable forward-looking information as available, which include the significant changes in the performance and payment status of the debtors and anticipated significant adverse changes in business, financial or economic conditions that may impact the debtors' ability to meet its obligations. The additional provision during the current financial year was immaterial.

The Scheme is exposed to credit risk on financial instruments and derivatives. There is only a credit risk where the contracting entity is liable to pay the Scheme in the event of a close out.

15 Financial risk management (continued)

(d) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. This risk is controlled through the Scheme's investment in financial instruments, which under normal market conditions are readily convertible to cash. In addition, the Scheme maintains sufficient cash and cash equivalents to meet normal operating requirements.

The Scheme is exposed to the applicable withdrawal offer put in place by the Responsible Entity.

The Scheme's investments may include listed securities that are considered readily realisable, as they are listed on recognised stock exchanges.

The Scheme may invest in investments in unlisted unit trusts that expose the Scheme to the risk that the Investment Manager of those trusts may be unwilling or unable to fulfil the redemption requests within the timeframe requested by the Scheme.

Under the terms of its Constitution, the Scheme has the ability to manage liquidity risk by delaying withdrawals to unitholders, if necessary, until the funds are available to pay them.

Units are redeemed on demand at the unitholders option via withdrawal facility offers by the Responsible Entity. However, the Responsible Entity does not envisage that the contractual maturity disclosed in the table below will be representative of the actual cash outflows, as holders of these instruments typically retain them for the medium to long term and withdrawal offers are subject to limits set by the Responsible Entity.

The Scheme's policy is to hold a proportion of their investments in liquid assets.

Maturities analysis of financial liabilities

The table below analyses the Scheme's financial liabilities into relevant maturity groupings based on the remaining period at the end of the year to the contractual maturity date. The amounts in the table are the contractual undiscounted cash flows. Financial liabilities such as trade payables, where there are no specific contractual settlement dates, have been grouped into the 'less than 1 year' maturity grouping as such liabilities are typically settled within 30 days.

	Less than 1 year \$'000	1-2 years \$'000	2-3 years \$'000	3+ years \$'000
2020				
Distributions payable	8,062	-	-	-
Payables	1,943	-	-	-
Total financial liabilities	<u>10,005</u>	<u>-</u>	<u>-</u>	<u>-</u>

	Less than 1 year \$'000	1-6 years \$'000	2-3 years \$'000	3+ years \$'000
2019				
Distributions payable	18,231	-	-	-
Payables	1,139	-	-	-
Total financial liabilities	<u>19,370</u>	<u>-</u>	<u>-</u>	<u>-</u>

15 Financial risk management (continued)

(d) Liquidity risk (continued)

As disclosed above, the Scheme manages its liquidity risk by investing in liquid assets that it expects to be able to liquidate within seven days or less. Liquid assets include cash and cash equivalents, listed property trusts and unlisted managed schemes that invest primarily into listed property trusts. As at 30 June 2020, these assets amounted to \$139,247,000 (2019: \$105,760,000).

(e) Estimation of fair values of financial assets and financial liabilities

The carrying amounts of the Scheme's assets and liabilities at the end of each year approximate their fair values.

The Scheme values its investments in accordance with the accounting policies set out in note 16.

16 Fair value hierarchy

The Scheme measures and recognises the financial assets/(liabilities) held at fair value through profit or loss and investment properties at fair value on a recurring basis.

(a) Fair value hierarchy

The Scheme is required to classify fair value measurements using a fair value hierarchy that reflects the subjectivity of the inputs used in making the measurements. The fair value hierarchy has the following levels:

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

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. For this purpose, the significance of an input is assessed against the fair value measurement in its entirety. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a level 3 measurement. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgement, considering factors specific to the asset or liability.

The determination of what constitutes "observable" requires significant judgement by the Responsible Entity. The Responsible Entity considers observable data to be that market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

16 Fair value hierarchy (continued)

The table below sets out the Scheme's financial assets and liabilities (by class) measured at fair value according to the fair value hierarchy at the reporting date.

2020	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Financial assets				
<i>Financial assets held at fair value through profit or loss</i>				
Related listed property trusts	7,831	-	-	7,831
Non-related listed property trusts	4,034	-	-	4,034
Related unlisted managed investment schemes	-	91,589	-	91,589
Non-related unlisted property trusts	-	-	12,783	12,783
Total financial assets	11,865	91,589	12,783	116,237
Non-financial assets				
Properties held for sale	-	-	23,000	23,000
Investment properties	-	-	97,970	97,970
Total non-financial assets	-	-	120,970	120,970
2019	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Financial assets				
<i>Financial assets held at fair value through profit or loss</i>				
Related listed property trusts	7,737	-	-	7,737
Related unlisted managed investment schemes	-	101,727	-	101,727
Non-related unlisted property trusts	-	13,930	-	13,930
Total financial assets	7,737	115,657	-	123,394
Non-financial assets				
Properties held for sale	-	-	18,752	18,752
Investment properties	-	-	50,400	50,400
Total non-financial assets	-	-	69,152	69,152

16 Fair value hierarchy (continued)

The following table presents the movement in level 3 instruments for the year 30 June 2020 by class of financial instrument.

	Opening balance	Purchases	Sales	Net transfers in/(out)	Net changes recognised in profit or loss	Closing balance
2020	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Non-related unlisted property trusts	-	-	-	12,783	-	12,783
Total	-	-	-	12,783	-	12,783
	Opening balance	Purchases	Sales	Net transfers in/(out)	Net changes recognised in profit or loss	Closing balance
2019	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Non-related unlisted property trusts	-	-	-	-	-	-
Total	-	-	-	-	-	-

The Scheme's policy is to recognise transfers into and out of fair value hierarchy levels as at the end of the year.

The movement from level 2 to level 3 instruments for the year 30 June 2020 relates to Waverley Gardens Syndicate and Planum Footscray Fund which did not have any trading and pricing activities during the year. The valuation inputs for these securities were not based on market observable inputs which resulted in the reclassification to level 3. There are no other transfers between levels 1, 2 and 3 for fair value measurements during the year (2019: \$nil).

(b) Valuation techniques

(i) Financial instruments

The pricing for the majority of the Scheme's investments is generally sourced from independent pricing sources, the relevant Investment Managers or reliable brokers' quotes.

Investments whose values are based on quoted market prices in active markets, and therefore classified within level 1, include active listed property trusts and exchange traded derivatives.

Financial instruments that trade in markets that are not considered to be active but are valued based on quoted market prices or alternative pricing sources supported by observable inputs are classified within level 2. These include unlisted property trusts and over-the-counter derivatives.

The stated fair value of each financial instruments at the end of the year represents the Responsible Entity's best estimate at the end of the year.

Specific valuation techniques used daily to value financial instruments include:

- for listed trust, disclosed in level 1, the use of quoted market prices or dealer for similar instruments;
- for unlisted trust, the use of the relevant Investment Managers' quoted unit prices using the net asset value; and
- for derivatives, the fair value of interest rate swaps is calculated using a discounted cash flow model as the present value of the estimated future cash flows based on observable yield curves.

16 Fair value hierarchy (continued)

(ii) Investment properties

The investment property valuation policy is to have independent valuations conducted regularly, typically annually, to aid with the determination of the assets fair value. In determining the fair value of an investment property, the primary appropriate method of assessment is considered to be via reconciliation between the discounted cash flow and income capitalisation methods. Direct comparison may also be used as a secondary assessment method.

- Discounted cash flow method - this methodology involves formulating a projection of net income over a specified time horizon, normally 10 years, and discounting this cash flow including the projected terminal value at the end of the projection period at an appropriate market-derived discount rate. The present value of this discounted cash flow provides a guide to the fair value of the property;
- Income capitalisation method - this methodology involves the assessment of a net market income for the various components of the subject property. The net market income is capitalised at a rate derived from the analysis of comparable sales evidence to derive a capital value. Appropriate capital adjustments are then made where necessary to reflect the adopted cash flow profile and the general risk characteristic of the property; and
- Direct comparison method - this methodology identifies comparable sales on a dollar per square metre of lettable area and compares the equivalent rates to the subject property to establish the property's market value. This approach is somewhat subjective given the fact that specific items of income and expenditure are difficult to directly reflect and compare when adopting a rate per metre.

At each reporting date the appropriateness of those valuations is assessed by the Responsible Entity.

In response to the recent property market uncertainty resulting from the COVID-19 pandemic, the Responsible Entity independently valued all of the Scheme's investment properties.

Independent valuers use a number of assumptions when valuing a property. Whilst valuers have considered the impact of the COVID-19 pandemic on their assumptions in arriving at a valuation, less weight can be attached to previous market evidence for comparison purposes when forming an opinion of value. The independent valuations were therefore stated on the basis of "material valuation uncertainty" as per VPS3 and VPGA10 of the Royal Institution of Chartered Surveyors Valuation - Global Standards (Red Book Global) and "Valuation Protocol - Significant Valuation Uncertainty" as per the Australian Property Institute.

The stated fair value of each investment property at the end of the year represents the Responsible Entity's best estimate as at the end of the year. However, if an investment property is sold in the future the price achieved may be higher or lower than the most recent valuation, or higher or lower than the fair value recorded in the financial statements if that differs from the valuation.

The fair value estimates for investment properties are included in level 3 as explained in section (c) below.

The change in fair value of investment properties for the year are set out in Note 13(b).

16 Fair value hierarchy (continued)

(c) Fair value measurements using significant unobservable input (level 3)

Investments in Waverley Gardens Syndicate and Planum Footscray Fund are measured based on the net asset value of the funds as provided by the relevant investment manager. The Scheme reviews the valuation methodology adopted by the relevant investment manager, particularly the valuation of investment properties as the net asset value movements are mainly due to fair value changes of the underlying investment properties.

The changes in fair value of investment properties for the year are set out in note 13(b).

(i) Valuation inputs and relationship to fair value

The table below illustrates the key valuation assumptions used in the determination of the investment properties fair value:

Valuation inputs	2020	2019	Relationship of inputs to fair value
Weighted average capitalisation rate (%)	6.41%	7.06%	The higher the capitalisation rate, the lower the fair value.
Occupancy rate by income (%)	86.38%	89.54%	The higher the occupancy rate, the higher the fair value.
Weighted average lease expiry (years)	4.54 years	2.98 years	The higher the lease expiry, the higher the fair value.

(ii) Valuation processes

Independent valuations of investment properties are obtained from suitably qualified valuers generally at least once in every 18 months if the property is in a construction phase; otherwise once in any 12 month period from the date of the last valuation; or in exceptional circumstances once in a financial year or calendar year as determined necessary; or as soon as practicable, but not later than within two months after the directors of the Responsible Entity form a view that there is reason to believe that the fair value of the investment property is materially different from its current carrying value. Such valuations are reflected in note 13. Notwithstanding, the directors of the Responsible Entity determine the carrying value of each investment property at each reporting date to ensure that its carrying value does not materially differ from its fair value. Where the carrying value differs from fair value, that asset is adjusted to its fair value.

(d) Fair value of other financial instruments

Due to their short-term nature, the carrying amounts of the receivables and payables are assumed to approximate their fair values.

17 Related party transactions

Responsible entity

The Responsible Entity of Australian Unity Property Income Fund is Australian Unity Property Limited (ABN 58 079 538 499) whose immediate and ultimate parent entity is Australian Unity Limited (ABN 23 087 648 888).

Key management personnel

(a) Directors

Key management personnel includes persons who were directors of Australian Unity Property Limited at any time during the year as follows:

Rohan Mead, Chairman and Group Managing Director
 Esther Kerr-Smith, Chief Executive Officer, Wealth & Capital Markets
 Darren Mann, Group Executive Finance & Strategy and Chief Financial Officer (appointed 17 July 2020)
 Amanda Hagan, Group Executive Customer, Digital & Technology (resigned 1 February 2020)
 David Bryant, Chief Executive Officer, Wealth & Capital Markets and Chief Investment Officer (resigned 12 June 2020)

(b) Other key management personnel

There were no other persons with responsibility for planning, directing and controlling the activities of the Scheme, directly or indirectly during the year.

17 Related party transactions (continued)

Other transactions within the Scheme

From time to time directors of Australian Unity Property Limited, or their director related entities, may invest in or withdraw from the Scheme. These investments or withdrawals are on the same terms and conditions as those entered into by other Scheme unitholders and are trivial in nature.

Responsible Entity's fees and other transactions

Under the terms of the Scheme's Constitution, the Responsible Entity is entitled to receive Responsible Entity's fees monthly, calculated daily, by reference to the net assets of the Scheme.

Administration expenses incurred in the day to day running of the Scheme are reimbursed in accordance with the Scheme's Constitution.

The transactions during the year and amount payable at 30 June 2020 between the Scheme and the Responsible Entity were as follows:

	2020	2019
	\$	\$
Management fees for the year paid and payable by the Scheme to the Responsible Entity	2,510,235	1,720,604
Administration expenses incurred by the Responsible Entity which are reimbursed in accordance with the Scheme's Constitution	135,823	91,935
Fees rebated by the Responsible Entity in respect of investments by the Scheme in other schemes managed by the Responsible Entity and its related parties	1,209,224	817,485
Aggregate amounts payable to the Responsible Entity at the end of the reporting period	121,619	98,529

(a) Other related party transactions

Australian Unity Property Management Pty Ltd (a related party of the Responsible Entity) has been appointed to provide a number of property related services to the Scheme. These services include:

- Leasing and agency services;
- Market rent reviews;
- Property management services;
- Project management services;
- Development management services; and
- Debt arrangement services

The total fees paid/payable to Australian Unity Property Management Pty Ltd for the year ended 30 June 2020 was \$493,113 (2019: \$525,291). Total accrued fees payable to Australian Unity Property Management Pty Ltd as at 30 June 2020 was \$50,000 (2019: \$497,577).

All related party transactions are under normal commercial terms and conditions and at market rates.

17 Related party transactions (continued)

Related party unitholdings

Parties related to the Scheme (including Australian Unity Property Limited, its related parties and other schemes managed by Australian Unity Property Limited), held units in the Scheme as follows:

2020

Unitholder	No. of units held opening '000	No. of units held closing '000	Fair value of investment* \$'000	Interest held (%)	No. of units acquired '000	No. of units disposed '000	Distributions paid/payable by the Scheme \$'000
Lifeplan Australia Friendly Society	13,924	14,453	12,578	4.86	3,251	(2,722)	1,038
Australian Unity Health Limited	1	2,484	2,162	0.84	5,560	(3,077)	171
AUFM No. 2	3,493	3,519	3,063	1.18	205	(179)	245
AUFM No. 3	2,455	2,174	1,892	0.73	-	(281)	161
Australian Unity Balanced Growth Portfolio	2,285	1,704	1,483	0.57	-	(581)	132
AUFM No. 1	878	655	570	0.22	176	(399)	54
Australian Unity Trustees Charitable Common Fund 3	-	581	506	0.20	695	(114)	24
Australian Unity Trustees Ltd	-	2,950	2,567	0.99	3,618	(668)	134
Total	23,036	28,520	24,821	9.59	13,505	(8,021)	1,959

2019

Unitholder	No. of units held opening '000	No. of units held closing '000	Fair value of investment* \$'000	Interest held (%)	No. of units acquired '000	No. of units disposed '000	Distributions paid/payable by the Scheme \$'000
Lifeplan Australia Friendly Society	15,247	13,924	14,491	6.11	2,985	(4,308)	1,708
Australian Unity Health Limited	-	1	1	0.00	1	-	-
AUFM No. 2	3,070	3,493	3,635	1.53	552	(129)	431
AUFM No. 3	2,800	2,455	2,555	1.08	468	(813)	310
Australian Unity Balanced Growth Portfolio	2,797	2,285	2,378	1.00	276	(789)	286
AUFM No. 1	822	878	914	0.39	170	(113)	108
Total	24,736	23,036	23,974	10.11	4,452	(6,152)	2,843

*Fair value of investment includes accrued distribution at the end of the year.

17 Related party transactions (continued)

Investments

The Scheme held investments in the following schemes which are also managed by Australian Unity Property Limited or its related parties:

2020	No. of units held opening '000	No. of units held closing '000	Fair value of investment \$'000	Interest held %	No. of units acquired '000	No. of units disposed '000	Distributions received/ receivable \$'000
Australian Unity A-REIT Fund	68,854	90,781	69,021	95.65	26,733	(4,806)	3,002
Australian Unity Wholesale Cash Fund	27,819	19,895	19,895	3.61	118,808	(126,732)	206
Australian Unity Diversified Property Fund	11,075	8,121	8,682	3.02	3,152	(6,106)	878
Australian Unity Retail Property Fund - Wholesale units	8,330	-	-	0.00	-	(8,330)	2,036
Australian Unity Healthcare Property Trust - Wholesale units	5,526	4,167	7,669	0.48	2,425	(3,784)	523
Australian Unity Office Fund	2,632	3,747	7,831	2.30	1,115	-	473
Australian Unity Specialist Disability Accommodation Fund	-	6,000	6,217	15.40	6,000	-	51
	<u>124,236</u>	<u>132,711</u>	<u>119,315</u>		<u>158,233</u>	<u>(149,758)</u>	<u>7,169</u>

17 Related party transactions (continued)

Investments (continued)

2019	No. of units held opening '000	No. of units held closing '000	Fair value of investment \$'000	Interest held %	No. of units acquired '000	No. of units disposed '000	Distributions received/receivable \$'000
Australian Unity A-REIT Fund	32,008	68,854	69,467	91.80	40,411	(3,565)	17,023
Australian Unity Wholesale Cash Fund	3,668	27,819	27,819	5.20	106,319	(82,168)	632
Australian Unity Diversified Property Fund	7,456	11,075	11,465	5.50	3,619	-	585
Australian Unity Retail Property Fund - Wholesale units	8,558	8,330	10,940	5.79	-	(228)	600
Australian Unity Healthcare Property Trust - Wholesale units	4,217	5,526	9,855	0.75	1,309	-	413
Australian Unity Office Fund	2,632	2,632	7,737	1.62	-	-	416
Australian Unity Rockdale Property Trust	2,725	-	-	0.00	-	(2,725)	1,496
Australian Unity Healthcare Property Trust - Funding Units	1,980	-	-	0.00	-	(1,980)	59
	<u>63,245</u>	<u>124,236</u>	<u>137,282</u>		<u>151,658</u>	<u>(90,666)</u>	<u>21,223</u>

Distributions received/receivable includes an amount of \$575,000 (2019: \$16,210,000) which remains unpaid at the end of the year.

18 Reconciliation of profit to net cash inflow from operating activities

	2020	2019
	\$'000	\$'000
(Loss)/profit for the year attributable to unitholders	(19,547)	22,237
Change in fair value of the investment properties - revaluation decrement/(increment)	1,820	(2,751)
Realised gain on sale of investment property	(385)	(2,135)
Net losses on financial instruments held at fair value through profit or loss	30,455	6,504
Reinvestments of financial instruments held at fair value through profit or loss	(19,841)	(8,890)
Decrease/(increase) in receivables	16,034	(9,063)
Increase in accounts payables/liabilities	1,084	461
Decrease/(increase) in other assets	771	(711)
Adjustments to net lease incentives and straight line rental	251	556
Net cash inflow from operating activities	10,642	6,208

19 Events occurring after end of the financial year

On 17 July 2019, the Scheme exchanged a contract of sale for 40 Allara Street, Canberra, ACT for a sale price of \$23,000,000. Settlement occurred on 16 July 2020.

On 13 August 2020, the Scheme acquired for \$3,660,000 the Edith Cavell Building, a heritage building in the Herston Quarter Health Precinct in Brisbane, QLD. This development is part of the Herston Quarter redevelopment in Brisbane undertaken by Herston Development Company Pty Ltd., a related party of the Responsible Entity.

Since balance date, the impact of the COVID-19 pandemic has continued to evolve and may have affected specific areas of judgement required for preparing these financial statements.

The Victorian Government announced Stage 4 lockdown for Melbourne from 2 August 2020 and the Federal Government announced an extension to the JobKeeper Payment for a further six months until the end of March 2021.

Property transactions remain subdued with valuation uncertainty remaining.

The Scheme has continued to re-evaluate the significant inputs used to drive property valuations and recoverability of tenants' arrears on a regular basis. Based on these evaluations, the Scheme has determined that as at the date of the report there have been no further material events which would give rise to an adjustment.

The directors of the Responsible Entity are not aware of any other matter or circumstance arising since 30 June 2020 which has significantly affected or may significantly affect the financial position of the Scheme disclosed in the statement of financial position as at 30 June 2020 or on the results and cash flows of the Scheme for the year ended on that date.

20 Contingent assets and liabilities and commitments

There are no outstanding contingent assets, liabilities or commitments as at 30 June 2020 and 30 June 2019.

Commitments arising from contracts principally relating to capital expenditure on investment properties which are contracted for at reporting date but not recognised on the consolidated statement of financial position are \$nil (2019: \$nil).

Directors' declaration

In the opinion of the directors of the Responsible Entity:

- (a) the financial statements and notes set out on pages 7 to 38 are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements, and
 - (ii) giving a true and fair view of the Scheme's financial position as at 30 June 2020 and of its performance, as represented by the results of its operations and cash flows for the year ended on that date.
- (b) there are reasonable grounds to believe that the Scheme will be able to pay its debts as and when they become due and payable,
- (c) the financial statements are in accordance with the Scheme's Constitution, and
- (d) Note 2(a) confirms that the financial statements comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

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



Director



Director

28 September 2020



Independent auditor's report

To the unitholders of Australian Unity Property Income Fund

Our opinion

In our opinion:

The accompanying financial report of Australian Unity Property Income Fund ("the Scheme") is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Scheme's financial position as at 30 June 2020 and of its financial performance for the year then ended
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

What we have audited

The financial report comprises:

- the statement of financial position as at 30 June 2020
- the statement of comprehensive income for the year then ended
- the statement of changes in equity for the year then ended
- the statement of cash flows for the year then ended
- the notes to the financial statements, which include a summary of significant accounting policies
- the directors' declaration.

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

Independence

We are independent of the Scheme in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (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.

Other information

The directors of Australian Unity Property Limited ("the Responsible Entity") are responsible for the other information. The other information comprises the information included in the directors' report for the year ended 30 June 2020, but does not include the financial report and our auditor's report thereon.

PricewaterhouseCoopers, ABN 52 780 433 757
2 Riverside Quay, SOUTHBANK VIC 3006, GPO Box 1331, MELBOURNE VIC 3001
T: 61 3 8603 1000, F: 61 3 8603 1999, www.pwc.com.au

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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 that we 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 of the Responsible Entity for the financial report

The directors of the Responsible Entity of the Scheme 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 of the Responsible Entity 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 of the Responsible Entity are responsible for assessing the ability of the Scheme 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 of the Responsible Entity either intends to liquidate the Scheme or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

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

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

The PricewaterhouseCoopers logo is written in a cursive, handwritten style.

PricewaterhouseCoopers

A handwritten signature in blue ink, appearing to read 'George Sagonas'.

George Sagonas
Partner

Melbourne
28 September 2020