

Invesco Wholesale Australian Smaller Companies Fund

ARSN 089 520 810

**Interim financial report
for the half-year ended 31 December 2024**

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This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual financial report for the year ended 30 June 2024 and any public announcements made in respect of Invesco Wholesale Australian Smaller Companies Fund during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

This financial report covers Invesco Wholesale Australian Smaller Companies Fund as an individual entity.

The Responsible Entity of Invesco Wholesale Australian Smaller Companies Fund is Invesco Australia Limited (ABN 48 001 693 232). The Responsible Entity's registered office is Level 26, 333 Collins Street, Melbourne VIC 3000.

Directors' report

The directors of Invesco Australia Limited, the Responsible Entity of Invesco Wholesale Australian Smaller Companies Fund, present their report together with the interim financial report of Invesco Wholesale Australian Smaller Companies Fund (the "Fund"), for the half-year ended 31 December 2024 (the "reporting period").

Directors

The following persons held office as directors of the Responsible Entity during the half-year or since the end of the half-year and up to the date of this report:

Martin Franc (Chairman)
 Jeremy Simpson
 Andrew Lo
 Alex (Hideki) Sato
 Jason Roach
 Jonathon Crook (Appointed as Director effective 1 September 2024)

Review and results of operations

There have been no significant changes to the operations of the Fund during the half-year. The Fund continued to invest in accordance with target asset allocations as set out in the governing documents of the Fund and in accordance with the provisions of the Fund's Constitution.

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

	Half-year ended	
	31 December 2024	31 December 2023
Operating profit before finance costs attributable to unitholders (\$'000)	3,619	2,959
<i>Distributions - Class A</i>		
Distributions paid and payable (\$'000)	508	187
Distributions (cents per unit)	1.9348	1.4704
<i>Distributions - Class R</i>		
Distributions paid and payable (\$'000)	27	21
Distributions (cents per unit)	1.6313	1.3083

Significant changes in state of affairs

In the opinion of the directors, there were no significant changes in the state of affairs of the Fund that occurred during the reporting period.

Rounding of amounts to the nearest thousand dollars

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

Directors' report (continued)

Auditor's independence declaration

A copy of the Auditor's independence declaration as required under Section 307C of the *Corporations Act 2001* is set out on page 3.

This report is made in accordance with a resolution of the directors of Invesco Australia Limited.

Director 
Jonathon Crook

Melbourne

5 March 2025



Auditor's Independence Declaration

As lead auditor for the review of Invesco Wholesale Australian Smaller Companies Fund for the half-year ended 31 December 2024, 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 review; and
- (b) no contraventions of any applicable code of professional conduct in relation to the review.

A handwritten signature in black ink, appearing to read 'Adrian Gut'.

Adrian Gut
Partner
PricewaterhouseCoopers

Melbourne
5 March 2025

Invesco Wholesale Australian Smaller Companies Fund
Statement of comprehensive income
For the half-year ended 31 December 2024

Statement of comprehensive income

		Half-year ended	
		31 December	31 December
		2024	2023
	Note	\$'000	\$'000
Investment income			
Interest income		6	5
Dividend income		543	319
Distribution income		203	59
Net gains on financial instruments at fair value through profit or loss		3,009	2,654
Other operating income		—	1
Total net investment income		3,761	3,038
Expenses			
Responsible Entity's fees		121	66
Transaction costs		20	11
Withholding tax expense		1	2
Total operating expenses		142	79
Operating profit		3,619	2,959
Finance costs attributable to unitholders			
Distributions to unitholders	3	(535)	(208)
Increase in net assets attributable to unitholders	2	(3,084)	(2,751)
Profit for the half-year		—	—
Other comprehensive income		—	—
Total comprehensive income for the half-year		—	—

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

Balance sheet

		As at	
		31 December 2024 \$'000	30 June 2024 \$'000
	Note		
Assets			
Cash and cash equivalents		1,340	648
Due from brokers - receivable for securities sold		–	711
Accrued income		171	80
Receivables		52	48
Financial assets at fair value through profit or loss	4	<u>67,841</u>	<u>35,828</u>
Total assets		<u>69,404</u>	<u>37,315</u>
Liabilities			
Distribution payable	3	535	1,310
Payables		<u>46</u>	<u>33</u>
Total liabilities (excluding net assets attributable to unitholders)		<u>581</u>	<u>1,343</u>
Net assets attributable to unitholders - liability	2	<u>68,823</u>	<u>35,972</u>

The above balance sheet should be read in conjunction with the accompanying notes.

Invesco Wholesale Australian Smaller Companies Fund
Statement of changes in equity
For the half-year ended 31 December 2024

Statement of changes in equity

	Half-year ended	
	31 December 2024 \$'000	31 December 2023 \$'000
Total equity at the beginning of the half-year	—	—
Profit/(loss) for the half-year	—	—
Other comprehensive income	—	—
	<u>—</u>	<u>—</u>
Total comprehensive income for the half-year	—	—
Transactions with owners in their capacity as owners	—	—
	<u>—</u>	<u>—</u>
Total equity at the end of the half-year	<u><u>—</u></u>	<u><u>—</u></u>

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

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

Invesco Wholesale Australian Smaller Companies Fund
Statement of cash flows
For the half-year ended 31 December 2024

Statement of cash flows

		Half-year ended	
		31 December 2024	31 December 2023
	Note	\$'000	\$'000
<i>Cash flows from operating activities</i>			
Proceeds from sales of financial instruments at fair value through profit or loss		17,800	8,787
Purchase of financial instruments at fair value through profit or loss		(46,093)	(24,029)
Transaction costs of financial instruments at fair value through profit or loss		(20)	(11)
Dividends received		558	338
Distributions received		96	41
Interest received		6	5
Responsible Entity's fees paid		(111)	(57)
<i>Net cash outflow from operating activities</i>		<u>(27,764)</u>	<u>(14,926)</u>
<i>Cash flows from financing activities</i>			
Proceeds from applications by unitholders		31,147	16,196
Payments for redemptions by unitholders		(1,562)	(1,073)
Distributions paid to unitholders		(1,129)	(178)
<i>Net cash inflow from financing activities</i>		<u>28,456</u>	<u>14,945</u>
<i>Net increase in cash and cash equivalents</i>		692	19
Cash and cash equivalents at the beginning of the half-year		<u>648</u>	<u>595</u>
<i>Cash and cash equivalents at the end of the half-year</i>		<u>1,340</u>	<u>614</u>
Non-cash financing activities	2	181	81

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

1 Basis of preparation of interim financial report

These general purpose financial statements for the half-year ended 31 December 2024 (the "reporting period") have been prepared in accordance with the *Corporations Act 2001* and Australian Accounting Standard AASB 134 *Interim Financial Reporting*.

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual financial report for the year ended 30 June 2024 and any public announcements made in respect of Invesco Wholesale Australian Smaller Companies Fund during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

The financial statements were authorised for issue by the directors on 5 March 2025. The directors of the Responsible Entity have the power to amend and reissue the financial statements.

The accounting policies adopted are consistent with those of the previous annual reporting period, unless otherwise stated.

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

Compliance with AASB 134 ensures that the interim financial report of the Fund, comprising the financial statements and notes thereto, complies with International Accounting Standards IAS 34 *Interim Financial Reporting*.

(ii) New and amended standards adopted by the Fund

There are no standards, interpretations or amendments to existing standards that are effective for the first time for the financial half-year beginning 1 July 2024 that have a material impact on the amounts recognised in the prior periods or will affect the current or future periods.

(iii) New standards, amendments and interpretations effective after 1 July 2024 and have not been early adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 July 2024, and have not been early adopted in preparing these financial statements. None of these are expected to have a material effect on the financial statements of the Fund.

• AASB 2023-5 Amendments to Australian Accounting Standards – Lack of Exchangeability

The Fund does not expect these amendments to have a material impact on its operations or financial statements.

• AASB 2024-2 Amendments to Australian Accounting Standards – Classification and Measurement of Financial Instruments

The Fund does not expect these amendments to have a material impact on its operations or financial statements.

• AASB 18 Presentation and Disclosure in Financial Statements

AASB 18 will replace AASB 101 *Presentation of Financial Statements*, introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users. AASB 18 will only impact presentation and disclosure of items in the financial statements. Management is currently assessing the detailed implications of applying the new standard on the Fund's financial statements. From the high-level preliminary assessment performed, the standard is not expected to significantly affect the Fund's financial statements presentation and disclosure.

2 Net assets attributable to unitholders

Under AASB 132 *Financial Instruments: Presentation*, puttable financial instruments meet the definition of a financial liability to be classified as equity where certain strict criteria are met. The Fund shall classify a financial instrument as an equity instrument from the date when the instrument has all the features and meets the conditions. Otherwise the financial instrument should be disclosed as a liability.

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

	As at			
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
	No.'000	No.'000	\$'000	\$'000
Class A				
Opening balance	14,328	5,376	32,296	11,037
Applications	12,484	7,737	31,148	16,194
Redemptions	(592)	(437)	(1,442)	(908)
Units issued upon reinvestment of distributions	27	13	62	28
Increase in net assets attributable to unitholders	-	-	2,726	2,406
Closing balance	<u>26,247</u>	<u>12,689</u>	<u>64,790</u>	<u>28,757</u>
Class R				
Opening balance	1,650	1,688	3,676	3,420
Applications	1	1	2	2
Redemptions	(51)	(66)	(122)	(136)
Units issued upon reinvestment of distributions	53	26	119	53
Increase in net assets attributable to unitholders	-	-	358	345
Closing balance	<u>1,653</u>	<u>1,649</u>	<u>4,033</u>	<u>3,684</u>

As stipulated within the Fund's Constitution, each unit represents a right to an individual share in the Fund and does not extend to a right in the underlying assets of the Fund. There are two classes of unitholders in the Fund being Class A and Class R.

Capital risk management

The Fund considers 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 Fund is subject to daily applications and redemptions at the discretion of unitholders.

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

3 Distributions to unitholders

The distributions during the half-year were as follows:

	Half-year ended			
	31 December 2024		31 December 2023	
	\$'000	CPU	\$'000	CPU
Class A				
Distributions payable				
- December	508	1.9348	187	1.4704
Class R				
Distributions payable				
- December	27	1.6313	21	1.3083

4 Financial assets at fair value through profit or loss

	31 December 2024 Fair value \$'000	30 June 2024 Fair value \$'000
Financial assets at fair value through profit or loss		
Derivatives	6	1
Equity securities	61,491	32,928
Listed unit trusts	6,344	2,899
Total financial assets at fair value through profit or loss	67,841	35,828
Comprising:		
Derivatives		
Australian share price index futures	6	1
Total derivatives	6	1
Equity securities		
Australian equity securities listed on prescribed stock exchange	61,491	32,928
Total equity securities	61,491	32,928
Listed unit trusts		
Australian listed trusts	671	335
Australian listed property trusts	5,673	2,564
Total listed unit trusts	6,344	2,899
Total financial assets at fair value through profit or loss	67,841	35,828

5 Fair value measurement

The Fund measures and recognises the following assets and liabilities at fair value on a recurring basis:

- Financial assets/liabilities at fair value through profit or loss (FVTPL) (see Note 4)
- Derivative financial instruments

The Fund has no assets or liabilities measured at fair value on a non-recurring basis in the current reporting period.

AASB 13 *Fair Value Measurement* requires disclosure of fair value measurements by level of the following fair value hierarchy:

- (a) quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1);
- (b) inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly (level 2); and
- (c) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (level 3).

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

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

For the majority of its investments, the Fund relies on information provided by independent pricing services for the valuation of its investments.

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

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

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

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

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

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

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

Investments in other unlisted unit trusts are recorded at the redemption value per unit as reported by the investment managers of such funds.

Some of the inputs to these models may not be market observable and are therefore estimated based on assumptions.

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

The carrying value less impairment provision of other receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Fund for similar financial instruments.

5 Fair value measurement (continued)

Recognised fair value measurements

The table below sets out the Fund's financial assets and financial liabilities measured and recognised at fair value according to the fair value hierarchy as at 31 December 2024 and 30 June 2024.

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
31 December 2024				
Financial assets at fair value through profit or loss				
Derivatives				
Share price index futures	–	6	–	6
Equity securities	61,455	–	36	61,491
Listed unit trusts	6,344	–	–	6,344
Total	67,799	6	36	67,841
30 June 2024				
Financial assets at fair value through profit or loss				
Derivatives				
Share price index futures	–	1	–	1
Equity securities	32,902	–	26	32,928
Listed unit trusts	2,899	–	–	2,899
Total	35,801	1	26	35,828

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

Transfers between levels

There were no transfers between the levels of the fair value hierarchy for the half-year ended 31 December 2024.

During the year ended 30 June 2024, an amount of \$22,062 relating to Leo Lithium Limited was transferred from level 1 to level 3.

Fair value measurements using significant unobservable inputs (level 3)

The following table presents the movement in level 3 instruments for the half-year ended 31 December 2024 and 30 June 2024 by class of financial instrument.

	Equity securities \$'000
31 December 2024	
Opening balance	26
Gains and losses recognised in profit or loss	10
Closing balance	36
Total unrealised gains or (losses) for the year included in the statement of comprehensive income for financial assets and liabilities held at the end of the half-year	10
30 June 2024	
Opening balance	20
Gains and losses recognised in profit or loss	(17)
Transfer into level 3	23
Closing balance	26
Total unrealised gains or (losses) for the year included in the statement of comprehensive income for financial assets and liabilities held at the end of the year	(17)

6 Events occurring after the reporting period

No significant events have occurred since the end of the reporting period which would impact on the financial position of the Fund disclosed in the balance sheet as at 31 December 2024 or on the results and cash flows of the Fund for the half-year ended on that date.

7 Contingent assets, liabilities and commitments

There are no outstanding contingent assets, liabilities or commitments as at 31 December 2024 (30 June 2024: Nil).

Directors' declaration

In the opinion of the directors of the Responsible Entity:

- (a) the financial statements and notes set out on pages 4 to 13 are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the Fund's financial position as at 31 December 2024 and of its performance for the financial half-year ended on that date;
- (b) there are reasonable grounds to believe that the Fund will be able to pay its debts as and when they become due and payable.

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



Director _____

Jonathon Crook

Melbourne

5 March 2025



Independent auditor's review report to the unitholders of Invesco Wholesale Australian Smaller Companies Fund

Report on the half-year financial report

Conclusion

We have reviewed the half-year financial report of Invesco Wholesale Australian Smaller Companies Fund (the Fund) which comprises the balance sheet as at 31 December 2024, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, selected explanatory notes and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of Invesco Wholesale Australian Smaller Companies Fund does not comply with the *Corporations Act 2001* including:

1. giving a true and fair view of the Fund's financial position as at 31 December 2024 and of its performance for the half-year ended on that date
2. complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity* (ASRE 2410). Our responsibilities are further described in the *Auditor's responsibilities for the review of the half-year financial report* section of our report.

We are independent of the Fund in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to the audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Responsibilities of the directors of the Responsible Entity for the half-year financial report

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



Auditor's responsibilities for the review of the half-year financial report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Fund's financial position as at 31 December 2024 and of its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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

A stylized, handwritten signature of PricewaterhouseCoopers in black ink.

PricewaterhouseCoopers

A handwritten signature of Adrian Gut in black ink.

Adrian Gut
Partner

Melbourne
5 March 2025