Spheria Australian Microcap Fund

ARSN 611 819 651

Annual report - 30 June 2025

Spheria Australian Microcap Fund

ARSN 611 819 651

Annual report - 30 June 2025

Contents Page

Directors' report	2
Auditor's independence declaration	5
Statement of comprehensive income	6
Statement of financial position	7
Statement of changes in equity	8
Statement of cash flows	9
Notes to the financial statements	10
Directors' declaration	29
Independent auditor's report to the unitholders	30

These financial statements cover the Spheria Australian Microcap Fund as an individual entity.

The Responsible Entity of the Spheria Australian Microcap Fund is Pinnacle Fund Services Limited (ABN 29 082 494 362). The Responsible Entity's registered office is Level 19, 307 Queen Street, Brisbane, QLD 4000.

Directors' report

The directors of Pinnacle Fund Services Limited, the Responsible Entity of the Spheria Australian Microcap Fund ("the Fund"), present their report together with the financial statements of the Fund, for the financial year ended 30 June 2025.

Principal activities

The Fund is a registered managed investment scheme domiciled in Australia.

The Fund is an actively managed portfolio, investing in a broad range of small companies predominantly from Australia with the objective of specifically seeking out highly quality securities where the present value of future free cash flows can be reasonably ascertained and the security is trading at discount to its intrinsic value, subject to certain risk criteria.

The objective of the Fund is to outperform the S&P/ASX Small Ordinaries Accumulation Index over the medium to long term by investing predominantly in listed companies which are outside the top 250 ASX listed companies by market capitalisation and companies listed on the New Zealand Stock Exchange with an equivalent market capitalisation.

Spheria Asset Management Pty Limited is the Investment Manager of the Fund.

The Fund did not have any employees during the financial year.

Directors

The following persons held office as directors of Pinnacle Fund Services Limited during the financial year or since the end of the financial year and up to the date of this report:

Mr I Macoun
Mr C Kwok
Mr A Chambers

The Responsible Entity also has a Compliance Committee consisting of one non-external member and three external members.

The Committee met four times during the financial year.

Review and results of operations

There have been no significant changes to the operations of the Fund since the previous financial year. The Fund continued to invest funds in accordance with target asset allocations as set out in the governing documents of the Fund.

The Fund returned 11.9% and 21.7% p.a (after fees) respectively for the periods ended 12 months and five years to 30 June 2025. These returns compare to the benchmark return for the same periods of 12.3% and 7.4% p.a.

Directors' report (continued)

Review and results of operations (continued)

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

	Year ended	
	30 June 2025	30 June 2024
	$'000	$'000
Operating profit/(loss) attributable to unitholders	**25,789**	14,402
Distributions - A Class		
Distributions paid and payable	**13,064**	7,021
Distributions (cents per unit)	**10.1887**	6.2842
Distributions - S Class		
Distributions paid and payable	**1,782**	793
Distributions (cents per unit)	**7.5260**	3.7015

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 financial year.

Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2025 that has significantly affected, or may significantly affect:

(i) the operations of the Fund in future financial years; or
(ii) the results of those operations in future financial years; or
(iii) the state of affairs of the Fund in future financial years.

Likely developments and expected results of operations

The Fund will continue to be managed in accordance with the investment objectives and guidelines as set out in the governing documents of the Fund.

The results of the Fund's operations will be affected by a number of factors, including the performance of investment markets in which the Fund invests. Investment performance is not guaranteed and future returns may differ from past returns. As investment conditions change over time, past returns should not be used to predict future returns.

Indemnification and insurance of officers and auditors

No insurance premiums are paid for out of the assets of the Fund in regard to insurance cover provided to either the officers of Pinnacle Fund Services Limited or the auditors of the Fund. So long as the officers of Pinnacle Fund Services Limited act in accordance with the Fund's Constitution and the Law, the officers remain indemnified out of the assets of the Fund against losses incurred while acting on behalf of the Fund.

The auditors of the Fund are not indemnified out of the assets of the Fund.

Directors' report (continued)

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

Fees paid to the Responsible Entity and its associates out of the Fund's property during the financial year are disclosed in note 11 to the financial statements.

No fees were paid out of the Fund's property to the directors of the Responsible Entity during the financial year.

The number of interests in the Fund held by the Responsible Entity or its associates as at the end of the financial year are disclosed in note 11 to the financial statements.

Interests in the Fund

The movement in units on issue in the Fund during the financial year is disclosed in note 10 to the financial statements.

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

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.

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 5.

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

Mr C Kwok
Director

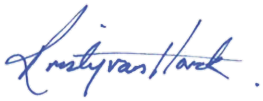
Sydney
19 September 2025

Auditor's Independence Declaration

As lead auditor for the audit of Spheria Australian Microcap Fund for the year ended 30 June 2025, 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.



Kristy van Horck
Partner
PricewaterhouseCoopers

Brisbane
19 September 2025

PricewaterhouseCoopers, ABN 52 780 433 757
480 Queen Street, BRISBANE QLD 4000,
GPO Box 150, BRISBANE QLD 4001
T: +61 7 3257 5000, F: +61 7 3257 5999

Liability limited by a scheme approved under Professional Standards Legislation

Statement of comprehensive income

	Notes	Year ended 30 June 2025 $'000	30 June 2024 $'000 (Restated)
Investment income			
Interest income		**341**	247
Dividend/distribution income		**8,605**	7,129
Net gains/(losses) on financial instruments at fair value through profit or loss		**21,746**	13,392
Other operating income		**6**	–
Total net investment income/(loss)		**30,698**	20,768
Expenses			
Management fees	11	**3,401**	2,111
Performance fees	11	**1,287**	3,904
Transaction costs		**220**	351
Interest expense		**1**	–
Total operating expenses		**4,909**	6,366
Operating profit/(loss) attributable to unitholders		**25,789**	14,402
Finance costs attributable to unitholders			
Distributions paid and payable		**(14,846)**	(7,814)
(Increase)/decrease in net assets attributable to unitholders		**(10,943)**	(6,588)
Profit/(loss) for the financial year		**–**	–
Other comprehensive income/(loss)		**–**	–
Total comprehensive income/(loss) for the financial year		**–**	–

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

Statement of financial position

	Notes	As at **30 June 2025 $'000**	30 June 2024 $'000 (Restated)
Assets			
Cash and cash equivalents		**21,691**	16,782
Receivables	8	**609**	1,947
Financial assets at fair value through profit or loss	7	**243,310**	197,304
Total assets		**265,610**	216,033
Liabilities			
Distributions payable	6	**14,846**	7,814
Payables	9	**441**	953
Total liabilities		**15,287**	8,767
Net assets attributable to unitholders – liability* (Restated)	10	**250,323**	207,266

* Net assets attributable to unitholders were reclassified as a liability as outlined in note 2(b) to the financial statements. Refer to note 2(b) for further detail.

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

Statement of changes in equity

Under AASB 132 *Financial instruments: Presentation,* the net assets attributable to unitholders is classified as a liability rather than equity. As a result, net assets attributable to unitholders were reclassified as a liability as outlined in note 2(b) to the financial statements. Refer to note 2(b) for further detail.

Statement of cash flows

	Notes	Year ended 30 June 2025 $'000	30 June 2024 $'000
Cash flows from operating activities			
Proceeds from sale of financial instruments at fair value through profit or loss		**86,164**	79,799
Purchase of financial instruments at fair value through profit or loss		**(109,455)**	(154,349)
Transaction costs on financial instruments at fair value through profit or loss		**(220)**	(351)
Dividends/distribution received		**8,076**	6,688
Management fees paid		**(3,331)**	(2,013)
Performance fees paid		**(1,287)**	(4,610)
Interest received		**341**	246
Other income received		**6**	–
Other expenses paid		**(1)**	–
RITC paid		**(9)**	(18)
Net cash inflow/(outflow) from operating activities	12(a)	**(19,716)**	(74,608)
Cash flows from financing activities			
Proceeds from applications by unitholders		**63,510**	109,242
Payments for redemptions by unitholders		**(32,191)**	(15,013)
Distributions paid		**(6,694)**	(4,825)
Net cash inflow/(outflow) from financing activities		**24,625**	89,404
Net increase/(decrease) in cash and cash equivalents		**4,909**	14,796
Cash and cash equivalents at the beginning of the financial year		**16,782**	1,986
Cash and cash equivalents at the end of the financial year	12(b)	**21,691**	16,782
Non-cash financing activities	12(c)	**1,120**	378

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

Notes to the financial statements

		Page
1	General information	11
2	Summary of material accounting policies	11
3	Financial risk management	16
4	Fair value measurements	21
5	Auditor's remuneration	23
6	Distributions to unitholders	24
7	Financial assets at fair value through profit or loss	24
8	Receivables	24
9	Payables	24
10	Net assets attributable to unitholders	25
11	Related party transactions	26
12	Reconciliation of profit/(loss) to net cash inflow/(outflow) from operating activities	28
13	Contingent assets and liabilities and commitments	28
14	Events occurring after the reporting period	28

1 General Information

These financial statements cover the Spheria Australian Microcap Fund ("the Fund") as an individual entity. The Fund was constituted on 8 April 2016. The Fund will terminate on 8 April 2096 unless terminated earlier in accordance with the provisions of the Fund's Constitution.

The Responsible Entity of the Fund is Pinnacle Fund Services Limited (the "Responsible Entity"). The Responsible Entity's registered office is Level 19, 307 Queen Street, Brisbane, QLD 4000. The financial statements are presented in the Australian currency.

The Responsible Entity is incorporated and domiciled in Australia.

The Custodian of the Fund is Citigroup Pty Limited.

The financial statements were authorised for issue by the directors on 19 September 2025. The directors of the Responsible Entity have the power to amend and reissue the financial statements after they have been issued.

Comparative information has been revised where appropriate to enhance comparability. Where necessary, comparative figures have been adjusted to conform with changes in presentation in the current financial year.

2 Summary of material accounting policies

The material accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all financial years presented, unless otherwise stated in the following text.

(a) Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001* in Australia. The Spheria Australian Microcap Fund is a for-profit unit trust for the purpose of preparing the financial statements.

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

The statement of financial position is presented on a liquidity basis. Financial assets and financial liabilities are presented in decreasing order of liquidity and are not distinguished between current and non-current. All balances are expected to be recovered or settled within twelve months, except for investments in financial assets and financial liabilities at fair value through profit or loss and net assets attributable to unitholders.

The Fund manages financial assets at fair value through profit or loss based on the economic circumstances at any given point in time, as well as to meet any liquidity requirements. As such, it is expected that a portion of the portfolio will be realised within twelve months, however, an estimate of that amount cannot be determined as at balance date.

In the case of net assets attributable to unitholders, the units are redeemed on demand at the unitholder’s option. However, holders of these instruments typically retain them for the medium to long term. As such, the amount expected to be settled within twelve months cannot be reliably determined.

(i) Compliance with International Financial Reporting Standards

The financial statements of the Fund also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

(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 year beginning 1 July 2024 that have a material impact on the amounts recognised in prior periods or will affect the current or future periods.

2 Summary of material accounting policies (continued)

(a) Basis of preparation (continued)

(iii) New standards, amendments and interpretations effective after 1 July 2025 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 2025, 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, other than potentially AASB 18 - *Presentation and Disclosure in Financial Statements*, which management are still in the process of assessing.

(b) Reclassification of units from equity to financial liability

During the financial year, it was determined that the Fund was a multiclass Fund with different management fee rates applied to each class of units. As a result, the Fund fails the criteria under AASB 132 *Financial Instruments: Presentation* that allows it to classify net assets attributable to unitholders to equity. As such, the Fund's net assets attributable to unitholders have been reclassified from equity to liability, and comparatives have been restated where required. This reclassification has not resulted in any change to the amount previously recognised on the net assets attributable to unitholders.

(c) Financial instruments

(i) Classification

The Fund classifies its investments based on its business model for managing those financial assets and the contractual cash flow characteristics of the financial assets. The Fund's portfolio of financial assets is managed and its performance is evaluated on a fair value basis in accordance with the Fund's documented investment strategy. The Fund uses fair value information to assess performance of the portfolio and to make decisions to rebalance the portfolio or to realise fair value gains or minimise losses through sales or other trading strategies. The Fund's policy is for the Responsible Entity to evaluate the information about these financial assets on a fair value basis together with other related financial information.

Equity securities and derivatives are measured at fair value through profit or loss.

(ii) Recognition/derecognition

The Fund 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.

Investments are derecognised when the right to receive cash flows from the investments have expired or have been transferred and the Fund has transferred substantially all risks and rewards of ownership.

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) are included in the statement of comprehensive income in the financial year the asset is derecognised as net gains/(losses) on financial instruments at fair value through profit or loss.

(iii) Measurement

Financial assets and financial liabilities at fair value through profit or loss

Financial assets and financial liabilities 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 at fair value through profit or loss are expensed immediately in the statement of comprehensive income. Subsequent to initial recognition, all instruments at fair value through profit or loss are measured at fair value.

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

Further details on how the fair values of financial instruments are determined are disclosed in note 4.

2 Summary of material accounting policies (continued)

(c) Financial instruments (continued)

(iv) Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position when there is 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.

(d) Net assets attributable to unitholders

Units are redeemable at the unitholders' option, however, applications and redemptions may be suspended by the Responsible Entity if it is in the best interests of the unitholders in accordance with the Fund's Constitution.

The units can be put back to the Fund at any time for cash based on the redemption price, which is equal to a proportionate share of the Fund's net asset value attributable to the unitholders, less any applicable transaction costs.

The units are carried at the redemption amount that is payable at balance sheet date if the unitholder exercises the right to put the unit back to the Fund. This amount represents the expected cash flows on redemption of these units.

Under AASB 132 *Financial Instruments:* Presentation, puttable financial instruments are classified as equity where certain strict criteria are met. The Fund classifies the net assets attributable to unitholders as liabilities as they do not satisfy all the criteria.

During the financial years ended 30 June 2024 and 30 June 2025 the Fund's units were reclassified from equity to liability as they do not satisfy all the above criteria. Refer to note 2(b) for further detail.

(e) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand and deposits held at call with financial institutions.

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

(f) Investment income

Interest income from financial assets at amortised cost is recognised on a time-proportionate basis using the effective interest method and includes interest from cash and cash equivalents.

Dividend and distribution income from financial assets at fair value through profit or loss is recognised in the statement of comprehensive income within dividend/distribution income when the Fund's right to receive payments is established. For dividends, this is the ex-dividend date.

Other changes in fair value for such instruments are recorded in accordance with the policies described in note 2(c).

(g) Expenses

All expenses, including manager's fees, are recognised in the statement of comprehensive income on an accruals basis.

(h) Income tax

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

The Fund currently incurs withholding taxes imposed by certain countries on investment income and capital gains. Such income or gains are recorded net of withholding taxes in the statement of comprehensive income.

The benefits of imputation credits and foreign tax paid are passed on to unitholders.

2 Summary of material accounting policies (continued)

(i) Distributions

Distributions are payable as set out in the Fund's Product Disclosure Statement and/or Fund's Constitution. Such distributions are recognised as payable when they are determined by the Responsible Entity of the Fund.

(j) Increase/(decrease) in net assets attributable to unitholders

Income not distributed is included in net assets attributable to unitholders. The Fund's distributions are classified as distributions paid and payable in the statement of comprehensive income.

(k) Foreign currency translation

(i) Functional and presentation currency

Items included in the Fund's financial statements are measured using the currency of the primary economic environment in which it operates (the "functional currency"). This is the Australian dollar, which reflects the currency of the economy in which the Fund competes for funds and is regulated. The Australian dollar is also the Fund's presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translations at financial year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when fair value was determined. Translation differences on assets and liabilities carried at fair value are reported in the statement of comprehensive income on a net basis within net gains/(losses) on financial instruments at fair value through profit or loss.

(l) Due from/to brokers

Amounts due from/to brokers represent receivables for securities sold and payables for securities purchased that have been contracted for but not yet delivered by the end of the financial year. The due from brokers balance is held for collection and consequently measured at amortised cost.

These amounts are recognised initially at fair value and subsequently measured at amortised cost. At each reporting date, the Fund shall measure the loss allowance on amounts due from broker at an amount equal to the lifetime expected credit losses if the credit risk has increased significantly since initial recognition. If, at the reporting date, the credit risk has not increased significantly since initial recognition, the Fund shall measure the loss allowance at an amount equal to 12-month expected credit losses. Significant financial difficulties of the broker, probability that the broker will enter bankruptcy or financial reorganisation, and default in payments are all considered indicators that a loss allowance may be required. If the credit risk increases to the point that it is considered to be credit impaired, interest income will be calculated based on the gross carrying amount adjusted for the loss allowance. A significant increase in credit risk is defined by management as any contractual payment which is more than 30 days past due. Any contractual payment which is more than 90 days past due is considered credit impaired.

(m) Receivables

Receivables may include amounts for dividends, interest, trust distributions and amounts due from brokers. Dividends and trust distributions are accrued when the right to receive payment is established. Interest is accrued at the end of each financial year from the time of last payment in accordance with the policy set out in note 2(f). Amounts are generally received within 30 days of being recorded as receivables.

2 Summary of material accounting policies (continued)

(m) Receivables (continued)

These amounts are recognised initially at fair value and subsequently measured at amortised cost. At each reporting date, the Fund shall measure the loss allowance on receivables at an amount equal to the lifetime expected credit losses if the credit risk has increased significantly since initial recognition. If, at the reporting date, the credit risk has not increased significantly since initial recognition, the Fund shall measure the loss allowance at an amount equal to 12-month expected credit losses. Significant financial difficulties of the counterparty, probability that the counterparty will enter bankruptcy or financial reorganisation, and default in payments are all considered indicators that a loss allowance may be required.

If the credit risk increases to the point that it is considered to be credit impaired, interest income will be calculated based on the gross carrying amount adjusted for the loss allowance. A significant increase in credit risk is defined by management as any contractual payment which is more than 30 days past due. Any contractual payment which is more than 90 days past due is considered credit impaired.

The amount of the impairment loss is separately recognised in profit or loss. When a trade receivable for which an impairment allowance had been recognised becomes uncollectible in a subsequent financial year, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in profit or loss.

(n) Payables

Payables include liabilities, amounts due to brokers and accrued expenses owing by the Fund which are unpaid as at the end of the financial year. These amounts are recognised initially at fair value and subsequently measured at amortised cost.

(o) Applications and redemptions

Applications received for units in the Fund are recorded net of any entry fees, if any, as a payable prior to the issue of units in the Fund. Redemptions from the Fund are recorded gross of any exit fees payable after the cancellation of units redeemed. The Responsible Entity of the Fund does not currently impose any entry fees on applications and exit fees on redemptions.

Unit redemption prices are determined by reference to the net assets of the Fund divided by the number of units on issue, less any applicable transaction costs.

(p) Goods and Services Tax (GST)

The GST incurred on the costs of various services provided to the Fund by third parties such as investment management fees have been passed onto the Fund. The Fund qualifies for Reduced Input Tax Credits (RITC) at a rate of 55% hence investment management fees have been recognised in the statement of comprehensive income net of the amount of GST recoverable from the Australian Taxation Office (ATO). Accounts payable are inclusive of GST. The net amount of GST recoverable from the ATO is included in receivables in the statement of financial position. Cash flows relating to GST are included in the statement of cash flows on a gross basis.

(q) Use of estimates

The Fund makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. 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.

For the majority of the Fund's financial instruments, quoted market prices are readily available. However, certain financial instruments, for example over-the-counter derivatives or unquoted securities, are fair valued using valuation techniques which are periodically reviewed by experienced personnel.

Valuation techniques include using observable data, to the extent practicable. However, areas such as credit risk (both own and counterparty), volatilities and correlations require management to make estimates. Changes in assumptions about these factors could affect the reported fair value of financial instruments. For more information on how fair value is calculated please see note 4 to the financial statements.

2 Summary of material accounting policies (continued)

(r) Rounding of amounts

The Fund is an entity of the kind referred to in *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191*, relating to the 'rounding off' amounts in the financial statements. Amounts in the financial statements have been rounded off to the nearest thousand dollars, unless otherwise indicated.

3 Financial risk management

(a) Objectives, strategies, policies and processes

The Fund is a fundamental based investment manager with a bottom-up focus, specialising in smaller companies. Its investment philosophy is to purchase securities where the present value of future free cash flows can be reasonably ascertained, and the security is trading at a discount to the calculated intrinsic value, subject to certain risk criteria.

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

All securities investments present a risk of loss of capital. The maximum loss of capital on long equity and debt securities is limited to the fair value of those positions.

The Fund's overall risk management programme focuses on ensuring compliance with the Fund's Product Disclosure Statement and seeks to maximise the returns derived for the level of risk to which the Fund is exposed. The Fund uses derivative financial instruments to moderate and create certain risk exposures. Financial risk management is carried out by the investment management department of the Responsible Entity under policies approved by the Board of Directors of the Responsible Entity (the Board).

The Fund uses different methods to measure different types of risk to which it is exposed. These methods are explained below:

(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 of three types of risks: price risk, foreign currency 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 Fund’s direct investments and not on a look-through basis for investments held in the Fund.

The Fund has exposure to different financial markets. The Fund may be materially affected by market, economic, social and/or political conditions globally and in the jurisdictions and sectors in which it invests or operates. This includes conditions affecting interest rates, the availability of credit, currency exchange and trade barriers. These conditions are outside the control of the Fund and could adversely affect the liquidity and value of the Fund’s investments.

(i) Price risk

The Fund is exposed to equity securities price risk. This arises from investments held by the Fund for which prices in the future are uncertain. Where non-monetary financial instruments are denominated in currencies other than the Australian dollar, the price in the future will also fluctuate because of changes in foreign exchange rates.

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

The Fund invests in a portfolio of securities across several industry sectors, with no individual security holding being greater than 10%, and no individual industry exposure being greater than 20%.

The Fund’s overall market positions are monitored on a daily basis by the Fund’s Investment Manager and are reviewed at least quarterly by the Board.

3 Financial risk management (continued)

(b) Market risk (continued)

(i) Price risk (continued)

Compliance with the Fund's Product Disclosure Statement is reported to the Board on a quarterly basis.

At 30 June 2025 and 30 June 2024, the fair value of equities exposed to price risk were as follows:

	As at	
	30 June 2025	30 June 2024
	$'000	$'000
Listed equity securities*	**242,726**	196,941
Unlisted equity securities	**584**	363
Total	**243,310**	197,304

*Listed equity securities include listed equities and listed unit trusts.

The table below indicates the effect of price movements on net assets attributable to unitholders (and net operating profit/(loss)), with all other variables held constant.

	30 June 2025	30 June 2024
	$'000	$'000
Equity price increased by 10%	**24,331**	19,730
Equity price decreased by 10%	**(24,331)**	(19,730)

(ii) Foreign exchange risk

Foreign exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Fund holds financial assets and liabilities denominated in currencies other than the Australian dollar, the functional currency. It is therefore exposed to foreign exchange risk, as the value of the securities denominated in other currencies will fluctuate due to changes in exchange rates.

Where the Investment Manager believes there is a strong likelihood of a decline in the underlying currency, currency derivatives, both over-the-counter and exchange traded, may be used to hedge the exposure. For accounting purposes, the Fund does not designate any derivatives as hedges in a hedging relationship, and hence these derivative financial instruments are classified as at fair value through profit or loss.

Compliance with the Fund's policy is reported to the Board on a quarterly basis.

3 Financial risk management (continued)

(b) Market risk (continued)

(ii) Foreign exchange risk (continued)

The table below summarises the Fund's financial assets and financial liabilities, monetary and non-monetary, which are denominated in foreign currencies and Australian dollar.

30 June 2025

	Australian Dollars A$'000	**New Zealand Dollars A$'000**	**Total A$'000**
Cash and cash equivalents	**21,691**	**–**	**21,691**
Receivables	**391**	**–**	**391**
Due from brokers			
– receivable from securities sold	**218**	**–**	**218**
Financial assets at fair value through profit or loss	**219,685**	**23,625**	**243,310**
Distributions payable	**(14,846)**	**–**	**(14,846)**
Payables	**(441)**	**–**	**(441)**
	226,698	**23,625**	**250,323**

30 June 2024

	Australian Dollars A$'000	New Zealand Dollars A$'000	Total A$'000
Cash and cash equivalents	16,755	27	16,782
Receivables	656	–	656
Due from brokers			
– receivable from securities sold	1,291	–	1,291
Financial assets at fair value through profit or loss	187,986	9,318	197,304
Distributions payable	(7,814)	–	(7,814)
Payables	(301)	–	(301)
Due to brokers			
– payable for securities purchased	(625)	(27)	(652)
	197,948	9,318	207,266

The effect on the net assets attributable to unitholders and profit or loss due to a reasonably possible movement of the currency rate against the Australian dollar with all other variables held constant is indicated in the table below:

30 June 2025

	AUD equivalent in exposure by currency	**Change in currency rate**		**Effects on net assets attributable to unitholders (and net operating profit/(loss))**	
		Increase	**(Decrease)**	**Increase**	**(Decrease)**
Currency	**A$'000**	**%**	**%**	**A$'000**	**A$'000**
New Zealand Dollars	**23,625**	**10**	**(10)**	**(2,148)**	**2,625**
				(2,148)	**2,625**

3 Financial risk management (continued)

(b) Market risk (continued)

(ii) Foreign exchange risk (continued)

30 June 2024

	AUD equivalent in exposure by currency	Change in currency rate		Effects on net assets attributable to unitholders (and net operating profit/ (loss))	
		Increase	(Decrease)	Increase	(Decrease)
Currency	A$'000	%	%	A$'000	A$'000
New Zealand Dollars	9,318	10	(10)	(847)	1,035
				(847)	1,035

(iii) Cash flow and fair value interest rate risk

The majority of the Fund's financial assets and financial liabilities are non-interest bearing. Interest bearing financial assets and interest bearing financial liabilities mature or reprice in the short-term, no longer than twelve months. As a result, the Fund is subject to limited exposure to cash flow and fair value interest rate risk due to fluctuations in the prevailing levels of market interest rates.

(c) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The Fund is exposed to counterparty credit risk on cash and cash equivalents, amounts due from brokers and other receivables. In accordance with the Fund's policy, the Investment Manager monitors the Fund's credit position on a daily basis and the Board of Directors reviews it on a quarterly basis.

(i) General approach

The Fund determines credit risk and measures expected credit losses for financial assets measured at amortised cost using probability of default, exposure at default and loss given default. Management considered both historical analysis and forward looking information in determining any expected credit loss. At 30 June 2025 and 30 June 2024, all receivables, amounts due from brokers, cash and short-term deposits are held with counterparties with a credit rating of A(stable)/A1 or higher and are either callable on demand or due to be settled within 1 week. Management considers the probability of default to be close to zero as these instruments have a low risk of default and the counterparties have a strong capacity to meet their contractual obligations in the near term. As a result, no loss allowance has been recognised based on 12-month expected credit losses as any such impairment would be wholly insignificant to the Fund.

(ii) Settlement of securities transactions

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

(iii) Cash and cash equivalents

The exposure to credit risk for cash and cash equivalents is low as all counterparties have a rating of A(stable)/A1 (as determined by the Standard & Poor’s (S&P)).

3 Financial risk management (continued)

(c) Credit risk (continued)

(iv) Other

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

The clearing and depository operations for the Fund's security transactions are mainly concentrated with one counterparty, namely Citigroup Pty Limited. Citigroup Pty Limited at 30 June 2025 had a credit rating of A(stable)/A1(S&P) (2024: A(stable)/A1(S&P)). At 30 June 2025, substantially all cash and cash equivalents, balances due from brokers and investments are held in custody by Citigroup Pty Limited.

(v) Maximum exposure to credit risk

The maximum exposure to credit risk before any credit enhancements at the end of each financial year is the carrying amount of the financial assets.

(d) Liquidity risk

Liquidity risk is the risk that the Fund may not be able to generate sufficient cash resources to settle its obligations in full as they fall due or can only do so on terms that are materially disadvantageous. This risk is controlled through the Fund's investment in financial instruments, which under normal market conditions are readily convertible to cash, as the majority are listed on global exchanges. In addition, the Fund maintains sufficient cash and cash equivalents to meet normal operating requirements.

In accordance with the Fund's policy, the Responsible Entity monitors the Fund's liquidity position on a daily basis. The Fund's policy is reviewed annually. In order to manage the Fund's overall liquidity, the Responsible Entity has the discretion to reject an application for units and to defer or adjust redemption of units if the exercise of such discretion is in the best interests of unitholders. The Fund did not reject or withhold any redemptions during 2025 and 2024.

The Fund's Constitution provides for daily application and redemption of units and it is therefore exposed to liquidity risk of meeting unitholder redemptions at any time. Units are redeemed on demand at the unitholder's option. At 30 June 2025, net assets attributable to unitholders was $ 250,323,386 (2024: $ 207,265,620).

Maturity analysis for non-derivative financial liabilities

The table below analyses the Fund's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at the end of the financial year to the contractual maturity date. The amounts in the table are the contractual undiscounted cash flows. Net assets attributable to unitholders has been included below as units are redeemed on demand at the unitholder's option. However, the Board of Directors does not envisage that the contractual maturity disclosed in the table will be representative of the actual cash flows, as holders of these instruments typically retain them for the medium to the long term.

30 June 2025	Less than 1 month $'000	1-3 months $'000	3-12 months $'000	12-60 months $'000
Distributions payable	**14,846**	**–**	**–**	**–**
Redemptions payable	**156**	**–**	**–**	**–**
Accrued expenses	**–**	**285**	**–**	**–**
Net assets attributable to unitholders	**250,323**	**–**	**–**	**–**
Contractual cash flows (excluding derivatives)	**265,325**	**285**	**–**	**–**

3 Financial risk management (continued)

(d) Liquidity risk (continued)

Maturity analysis for non-derivative financial liabilities (continued)

30 June 2024	Less than 1 month $'000	1-3 months $'000	3-12 months $'000	12-60 months $'000
Distributions payable	7,814	–	–	–
Redemptions payable	86	–	–	–
Due to brokers - payable for securities purchased	652	–	–	–
Accrued expenses	–	215	–	–
Net assets attributable to unitholders	207,266	–	–	–
Contractual cash flows (excluding derivatives)	215,818	215	–	–

4 Fair value measurements

The Fund measures and recognises the below financial assets and financial liabilities at fair value through profit or loss on a recurring basis.

The Fund has no financial assets or financial liabilities measured at fair value after initial recognition on a non-recurring basis in the current financial year.

Fair value hierarchy

Classification of financial assets and financial liabilities

The Fund classifies 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:

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

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

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

The Fund values its investments in accordance with the accounting policies set out in note 2. 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 last traded price; the appropriate quoted market price for financial liabilities is the last traded 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.

4 Fair value measurements (continued)

Fair value hierarchy (continued)

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

The fair value of financial instruments that are not traded in an active market (e.g. over-the counter derivatives) is determined using valuation techniques that maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. The foreign currency contracts are valued at the forward rate.

(iii) Fair value in an inactive or unquoted market (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 financial year applicable for an instrument with similar terms and conditions.

For other pricing models, inputs are based on market data at the end of the financial year. 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 financial year taking into account current market conditions (volatility and appropriate yield curve) and the current creditworthiness of the counterparties.

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

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

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.

Recognised fair value measurements

The tables below set out the Fund's financial assets and financial liabilities (by class) measured at fair value according to the fair value hierarchy at 30 June 2025 and 30 June 2024.

As at 30 June 2025	**Level 1 $'000**	**Level 2 $'000**	**Level 3 $'000**	**Total $'000**
Financial assets at fair value through profit or loss:				
Listed equity securities*	**242,726**	**–**	**–**	**242,726**
Unlisted equity securities	**–**	**584**	**–**	**584**
Total financial assets	**242,726**	**584**	**–**	**243,310**

4 Fair value measurements (continued)

Fair value hierarchy (continued)

Recognised fair value measurements (continued)

As at 30 June 2024	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total $'000
Financial assets at fair value through profit or loss:				
Listed equity securities*	196,941	–	–	196,941
Unlisted equity securities	–	363	–	363
Total financial assets	196,941	363	–	197,304

*Listed equity securities include listed equities and listed unit trusts.

There were no transfers between levels during the financial year ended 30 June 2025 and 30 June 2024.

5 Auditor's remuneration

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

	Year ended **30 June 2025 $**	30 June 2024 $
PricewaterhouseCoopers Australian firm		
Audit and other assurance services		
Audit and review of financial statements	**21,690**	20,710
Audit of compliance plan	**3,845**	3,655
Total remuneration of audit services	**25,535**	24,365
Non-audit services		
Taxation compliance services	**–**	5,990
Total remuneration for non-audit services	**–**	5,990
Total remuneration for PricewaterhouseCoopers	**25,535**	30,355

The fees for audit and non-audit services are paid by the Investment Manager out of the management fee that they earn.

6 Distributions to unitholders

The distributions were paid/payable as follows:

	Year ended			
	30 June 2025 $'000	**30 June 2025 CPU**	30 June 2024 $'000	30 June 2024 CPU
A Class				
Distributions payable - June	**13,064**	**10.1887**	7,021	6.2842
	13,064		7,021	
S Class				
Distributions payable - June	**1,782**	**7.5260**	793	3.7015
	1,782		793	

7 Financial assets at fair value through profit or loss

	As at	
	30 June 2025 $'000	30 June 2024 $'000
Financial assets at fair value through profit or loss		
Listed equity securities*	**242,726**	196,941
Unlisted equity securities	**584**	363
Total financial assets at fair value through profit or loss	**243,310**	197,304

*Listed equity securities include listed equities and listed unit trusts.

An overview of the risk exposures relating to financial assets at fair value through profit or loss is included in note 3.

8 Receivables

	As at	
	30 June 2025 $'000	30 June 2024 $'000
Applications receivable	**103**	358
Accrued income	**238**	257
GST receivable	**50**	41
Due from brokers - receivable for securities sold	**218**	1,291
Total receivables	**609**	1,947

9 Payables

	As at	
	30 June 2025 $'000	30 June 2024 $'000
Redemptions payable	**156**	86
Due to brokers - payable for securities purchased	**–**	652
Accrued expenses	**285**	215
Total payables	**441**	953

10 Net assets attributable to unitholders

During the financial years ended 30 June 2024 and 30 June 2025 the Fund's units were reclassified from equity to liability as they do not satisfy all the criteria under AASB 132 *Financial Instruments: Presentation,* to be classified as equity. Refer to note 2(b) for further detail.

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

	As at			
	30 June 2025 Units	30 June 2024 Units	**30 June 2025 $'000**	30 June 2024 $'000
A Class				
Balance as at 1 July	**111,722,803**	58,624,619	**182,901**	87,491
Applications	**33,880,418**	60,767,973	**60,566**	103,487
Redemptions	**(18,062,409)**	(7,923,039)	**(32,261)**	(13,274)
Units issued upon reinvestment of distributions	**684,094**	253,250	**1,120**	378
Increase/(decrease) in net assets attributable to unitholders	**–**	–	**9,612**	4,819
Closing balance	**128,224,906**	111,722,803	**221,938**	182,901
S Class				
Balance as at 1 July	**21,424,605**	17,679,868	**24,365**	18,239
Applications	**2,246,621**	5,112,664	**2,689**	5,997
Redemptions	**–**	(1,367,989)	**–**	(1,640)
Units issued upon reinvestment of distributions*	**34**	62	**–**	–
Increase/(decrease) in net assets attributable to unitholders	**–**	–	**1,331**	1,769
Closing balance	**23,671,260**	21,424,605	**28,385**	24,365
Total net assets attributable to unitholders			**250,323**	207,266

* Reinvestment of distributions in dollar amount for the period ended 30 June 2025 was $39 (2024: $64).

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 to the underlying assets of the Fund. For the financial year ended 30 June 2025, there were two separate classes of units and each unit has the same right attaching to it as all other units in the same class of the Fund. Unitholders of A Class and S Class units are both entitled to be notified of any general meetings regarding the Fund, voting rights and dividends. The difference between the class units is in regard to fees as outlined in the relevant Product Disclosure Statements.

Capital risk management

The Fund considers its net assets attributable to unitholders as capital. 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. Net assets attributable to unitholders are representative of the expected cash outflows on redemption, excluding any applicable transaction costs.

The Fund monitors the level of daily applications and redemptions relative to the liquid assets in the Fund. The Fund’s strategy was to hold a certain portion of the net assets attributable to unitholders in liquid investments. Liquid assets include cash and cash equivalents and listed equities. 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.

11 Related party transactions

Responsible entity

The Responsible Entity of the Spheria Australian Microcap Fund is Pinnacle Fund Services Limited.

Pinnacle Investment Management Limited is the parent company of Pinnacle Fund Services Limited. Pinnacle Investment Management Group Limited is the ultimate holding company of Pinnacle Fund Services Limited.

Spheria Asset Management Pty Limited is the Investment Manager of the Fund.

Key management personnel

Directors

Key management personnel includes persons who were directors of Pinnacle Fund Services Limited and Pinnacle Investment Management Limited at any time during the financial year as follows:

Pinnacle Fund Services Limited

Mr I Macoun
Mr C Kwok
Mr A Chambers

Pinnacle Investment Management Limited

Mr I Macoun
Mr C Kwok
Mr A Chambers
Mr D Longan

Other key management personnel

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

Management fees and other transactions

All related party transactions are conducted on normal commercial terms and conditions. The transactions during the financial year and amounts payable at financial year end between the Fund and the Responsible Entity and the Investment Manager were as follows:

	Year ended	
	30 June 2025	30 June 2024
	$	$
Management fees for the financial year paid/payable by the Fund	**3,400,701**	2,110,856
Management fees payable to the Investment Manager at the reporting date	**284,935**	215,633
Performance fees for the financial year paid/payable by the Fund	**1,287,472**	3,903,724

The management fee (1.35% p.a. for A Class and 1.15% p.a. for S Class) is calculated daily based on the net asset value of the Fund. The performance fee of 20% of the Fund's outperformance of the benchmark, S&P/ASX Small Ordinaries Accumulation Index, is calculated net of the management fee and expenses, subject to an absolute return hurdle.

Responsible Entity fees are paid by the Investment Manager out of the fees that they earn.

11 Related party transactions (continued)

Related party unitholdings

Parties related to the Fund (including Pinnacle Fund Services Limited, its related parties and other schemes managed by Pinnacle Fund Services Limited), held units in the Fund as follows:

2025

Unitholders	**Number of units held opening (Units)**	**Number of units held closing (Units)**	**Fair value of investment ($)**	**Interest held (%)**	**Number of units acquired (Units)**	**Number of units disposed (Units)**	**Distributions paid/payable by the Fund ($)**
Macoun Family Super Pty Ltd Macoun Family Superannuation Fund – A Class	**438,054**	**463,841**	**798,780**	**0.32**	**25,787**	**–**	**44,632**
Pinnacle Fund Services Limited – S Class	**1,091**	**1,160**	**1,384**	**–**	**69**	**–**	**82**

2024

Unitholders	Number of units held opening (Units)	Number of units held closing (Units)	Fair value of investment ($)	Interest held (%)	Number of units acquired (Units)	Number of units disposed (Units)	Distributions paid/payable by the Fund ($)
Macoun Family Super Pty Ltd Macoun Family Superannuation Fund – A Class	421,860	438,054	713,546	0.34	16,194	–	26,511
Pinnacle Fund Services Limited – S Class	1,057	1,091	1,235	–	34	–	39

Investments

The Fund did not hold any investments in Pinnacle Fund Services Limited or its related parties during the financial year.

Key management personnel compensation

Key management personnel of Pinnacle Fund Services Limited are paid by Pinnacle Services Administration Pty Ltd. Payments made from the Fund to Pinnacle Fund Services Limited do not include any amounts directly attributable to key management personnel remuneration.

Key management personnel loan disclosures

The Fund has not made, guaranteed or secured, directly or indirectly, any loans to the key management personnel or their personally related entities at any time during the financial year.

11 Related party transactions (continued)

Other transactions within the Fund

From time to time directors of Pinnacle Fund Services Limited, or their director related entities, may invest in or withdraw from the Fund. These investments or withdrawals are on the same terms and conditions as those entered into by other Fund investors and are not material in nature.

Apart from those details disclosed in this note, no key management personnel have entered into a material contract with the Fund during the financial year and there were no material contracts involving key management personnel's interests existing at financial year end.

12 Reconciliation of profit/(loss) to net cash inflow/(outflow) from operating activities

	Year ended	
	30 June 2025	30 June 2024
	$'000	$'000
(a) Reconciliation of profit/(loss) to net cash inflow/(outflow) from operating activities		
Increase/(decrease) in net assets attributable to unitholders	**10,943**	6,588
Proceeds from sale of financial instruments at fair value through profit or loss	**86,164**	79,799
Purchase of financial instruments at fair value through profit or loss	**(109,455)**	(154,349)
Net (gains)/losses on financial instruments at fair value through profit or loss	**(21,746)**	(13,392)
Distributions to unitholders	**14,846**	7,814
Dividends/distributions reinvested	**(548)**	(231)
Net change in receivables	**10**	(229)
Net change in payables	**70**	(608)
Net cash inflow/(outflow) from operating activities	**(19,716)**	(74,608)
(b) Cash and cash equivalents		
Cash at bank	**21,691**	16,782
	21,691	16,782
(c) Non-cash financing activities		
Distributions reinvestments	**1,120**	378
	1,120	378

As described in note 2(j), income not distributed is included in net assets attributable to unitholders. The change in this amount each financial year (as reported in (a) above) represents a non-cash financing cost as it is not settled in cash until such time as it becomes distributable.

13 Contingent assets and liabilities and commitments

There are no outstanding contingent assets, liabilities or commitments as at 30 June 2025 and 30 June 2024.

14 Events occurring after the reporting period

No significant events have occurred since the end of the financial year which would impact on the financial position of the Fund as at 30 June 2025 or on the results and cash flows of the Fund for the financial year ended on that date.

Directors' declaration

In the opinion of the directors of the Responsible Entity:

(a) the financial statements and notes set out on pages 6 to 28 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 30 June 2025 and of its performance for the financial 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; and

(c) 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.

Mr C Kwok
Director

Sydney
19 September 2025

Independent auditor's report

To the unitholders of Spheria Australian Microcap Fund

Our opinion

In our opinion:

The accompanying financial report of Spheria Australian Microcap Fund (the Registered Scheme) is in accordance with the *Corporations Act 2001*, including:

a. giving a true and fair view of the Registered Scheme's financial position as at 30 June 2025 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 2025
- 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, including material accounting policy information and other explanatory information
- the directors of the Responsible Entity's 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.

PricewaterhouseCoopers, ABN 52 780 433 757
480 Queen Street, BRISBANE QLD 4000,
GPO Box 150, BRISBANE QLD 4001
T: +61 7 3257 5000, F: +61 7 3257 5999

Liability limited by a scheme approved under Professional Standards Legislation.

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 Registered Scheme 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 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 the Responsible Entity are responsible for the other information. The other information comprises the information included in the annual report for the year ended 30 June 2025, but does not include the financial report and our auditor's report thereon.

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

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 are responsible for the preparation of the 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 financial report that 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 Registered 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 intend to liquidate the Registered 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.

PricewaterhouseCoopers

Kristy van Horck
Partner

Brisbane
19 September 2025