

Half-Year Financial Report

FOR THE HALF-YEAR ENDED
31 DECEMBER 2020

RESPONSIBLE ENTITY:

THE TRUST COMPANY (RE SERVICES) LIMITED
(ABN 45 003 278 831) (AFSL 235 150)

INVESTMENT MANAGER:



ORCA FUNDS MANAGEMENT PTY LIMITED
(ACN 619 080 045) (CAR 1255 264)



Orca Global Disruption Fund

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31 December 2020

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This interim report does not include all the notes of the type normally included in an annual financial report. Accordingly, this interim report is to be read in conjunction with the annual report for the year ended 30 June 2020 and any public announcements made in respect of Orca Global Disruption Fund during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

This interim report covers Orca Global Disruption Fund as an individual entity.

The Responsible Entity of Orca Global Disruption Fund is The Trust Company (RE Services) Limited (ABN 45 003 278 831) (AFSL 235 150). The Responsible Entity's registered office is Level 18 Angel Place, 123 Pitt Street, Sydney NSW 2000.

Orca Global Disruption Fund
Directors' report
31 December 2020

The directors of The Trust Company (RE Services) Limited (**TTCRESL**), the Responsible Entity of Orca Global Disruption Fund (formerly Evans & Partners Global Disruption Fund) (the **Fund**), present their report together with the condensed interim financial statements of the Fund for the half-year ended 31 December 2020.

Directors

Effective 1 February 2021, TTCRESL replaced E&P Investments Limited as Responsible Entity of the Fund pursuant to a resolution approved on 2 December 2020.

The directors of the Responsible Entity at any time during, or since the end of, the financial period are listed below:

E&P Investments Limited (resigned effective 1 February 2021)

Stuart Nisbett
Warwick Keneally
Mike Adams
Peter Shear

TTCRESL (appointed effective 1 February 2021)

Vicki Riggio
Phillip Blackmore (Alternate Director for Vicki Riggio)
Richard McCarthy
Simone Mosse
Glenn Foster (Non-executive Director)

Principal activities

The Fund is a registered managed investment scheme and was structured as a closed end unit trust domiciled in Australia and quoted on the Australian Securities Exchange (**ASX**) (ticker code: **EGD**) until 29 January 2021.

The principal activity of the Fund during the financial period was to provide investors with long-term capital growth through investments with characteristics of disruptive innovation.

There were no significant changes in the nature of this activity during the period.

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

Review of financial results and operations

Financial results for the period

The performance of the Fund, as represented by the results of its operations for the relevant half-year ended 31 December, was as follows:

	2020	2019
Profit for the period (\$)	34,497,898	17,991,082

Significant changes in state of affairs

The Directors continue to assess the potential financial and other impacts of the coronavirus (**COVID-19**) outbreak to the Fund. The current high-level of uncertainty regarding the severity and length of COVID-19 on investment markets has impacted investment outcomes and increased volatility in investment performance during the half-year.

At the date of signing, the future impacts of COVID-19 on global and domestic economies and investment market indices, and their resulting impact on the Fund are uncertain. The Directors and management will continue to monitor this situation.

In the opinion of the Directors, there were no other significant changes in the state of affairs of the Fund that occurred during the half-year.

Orca Global Disruption Fund
Directors' report
31 December 2020

Matters subsequent to the end of the financial period

Effective 29 January 2021, the Fund has been removed from the official list of the ASX pursuant to a special resolution passed on 2 December 2020 and has transitioned from a listed investment trust to an unlisted open-ended unit trust. Effective 1 February 2021, TTCRESL replaced E&P Investments Limited as Responsible Entity of the Fund as an inter-conditional resolution approved on 2 December 2020 that the new responsible entity becomes effective upon the removal of the Fund from the official list.

No other matter or circumstance has arisen since December 31, 2020 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.

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 immediately after this directors' report.

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



Director of The Trust Company (RE Services) Limited, Responsible Entity

11 March 2021
Sydney

The Board of Directors
The Trust Company (RE Services) Limited
as Responsible Entity for:
Orca Global Disruption Fund
Level 18
123 Pitt Street
Sydney NSW 2000

11 March 2021

Dear Board Members

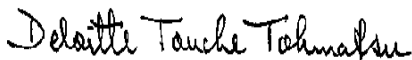
Auditor's Independence Declaration to Orca Global Disruption Fund

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of the Responsible Entity of Orca Global Disruption Fund.

As lead audit partner for the review of the financial statements of Orca Global Disruption Fund for the period ended 31 December 2020, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours sincerely



DELOITTE TOUCHE TOHMATSU



Weng W Ching
Partner
Chartered Accountants

Orca Global Disruption Fund
Condensed statement of profit or loss and other comprehensive income
For the period ended 31 December 2020

	Note	31 December 2020 \$	31 December 2019 \$
Investment income			
Dividend and distribution income		280,663	435,976
Interest income		2,730	35,990
Net gain on financial assets at fair value through profit or loss		38,178,740	19,293,807
Net foreign currency (loss)/gain		(1,796,968)	182,593
Total net investment income		<u>36,665,165</u>	<u>19,948,366</u>
Expenses			
Management and administration fees	10	(1,901,018)	(1,686,256)
Professional fees		(92,850)	(136,243)
Listing and registry expenses		(87,053)	(61,401)
Investment transaction costs		(37,477)	(64,447)
Other expenses		(48,869)	(8,937)
Total expenses		<u>(2,167,267)</u>	<u>(1,957,284)</u>
Profit for the period		34,497,898	17,991,082
Other comprehensive income for the period		-	-
Total comprehensive income for the period		<u>34,497,898</u>	<u>17,991,082</u>
		Cents	Cents
Basic earnings per unit	4	35.11	15.72
Diluted earnings per unit	4	35.11	15.72

The above condensed statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

Orca Global Disruption Fund
Condensed statement of financial position
As at 31 December 2020

	Note	31 December 2020 \$	30 June 2020 \$
Assets			
Cash and cash equivalents		11,970,860	32,486,809
Receivables	5	141,908	185,600
Financial assets	6	<u>281,976,114</u>	<u>247,714,218</u>
Total assets		<u>294,088,882</u>	<u>280,386,627</u>
Liabilities			
Payables	7	367,677	114,363
Distributions payable		-	14,765,895
Unsettled buy-backs		<u>90,371</u>	<u>-</u>
Total liabilities		<u>458,048</u>	<u>14,880,258</u>
Net assets attributable to unitholders - Equity		<u><u>293,630,834</u></u>	<u><u>265,506,369</u></u>

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

Orca Global Disruption Fund
Condensed statement of changes in equity
For the period ended 31 December 2020

	Issued capital \$	Retained earnings \$	Total equity \$
Balance at 1 July 2019	192,066,956	72,442,026	264,508,982
Profit for the period	-	17,991,082	17,991,082
Other comprehensive income for the period	-	-	-
Total comprehensive income for the period	-	17,991,082	17,991,082
<i>Transactions with unitholders in their capacity as unitholders:</i>			
Unit buy-backs	(32,470,226)	-	(32,470,226)
Buy-back costs	(83,205)	-	(83,205)
Balance at 31 December 2019	<u>159,513,525</u>	<u>90,433,108</u>	<u>249,946,633</u>
	Issued capital \$	Retained earnings \$	Total equity \$
Balance at 1 July 2020	137,993,074	127,513,295	265,506,369
Profit for the period	-	34,497,898	34,497,898
Other comprehensive income for the period	-	-	-
Total comprehensive income for the period	-	34,497,898	34,497,898
<i>Transactions with unitholders in their capacity as unitholders:</i>			
Issued capital (note 8)	3,368,337	-	3,368,337
Unit buy-backs (note 8)	(9,716,870)	-	(9,716,870)
Buy-back costs (note 8)	(24,900)	-	(24,900)
Balance at 31 December 2020	<u>131,619,641</u>	<u>162,011,193</u>	<u>293,630,834</u>

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

Orca Global Disruption Fund
Condensed statement of cash flows
For the period ended 31 December 2020

	31 December 2020 \$	31 December 2019 \$
Cash flows from operating activities		
Interest income received	3,766	50,545
Dividends and distributions received	313,961	375,902
Payments to suppliers	<u>(1,869,656)</u>	<u>(1,910,539)</u>
Net cash used in operating activities	<u>(1,551,929)</u>	<u>(1,484,092)</u>
Cash flows from investing activities		
Payments for investments	(38,046,664)	(51,709,546)
Receipts from disposal of investments	<u>41,900,145</u>	<u>73,809,098</u>
Net cash from investing activities	<u>3,853,481</u>	<u>22,099,552</u>
Cash flows from financing activities		
Payments for unit buy-backs	(9,626,499)	(32,761,573)
Payment of issue and buy-back costs	(24,900)	(83,205)
Distributions paid	<u>(11,397,558)</u>	<u>-</u>
Net cash used in financing activities	<u>(21,048,957)</u>	<u>(32,844,778)</u>
Net decrease in cash and cash equivalents	(18,747,405)	(12,229,318)
Cash and cash equivalents at the beginning of the financial period	32,486,809	28,991,113
Effects of exchange rate changes on cash and cash equivalents	<u>(1,768,544)</u>	<u>70,583</u>
Cash and cash equivalents at the end of the financial period	<u><u>11,970,860</u></u>	<u><u>16,832,378</u></u>

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

Orca Global Disruption Fund
Notes to the condensed financial statements
31 December 2020

1. General information

Orca Global Disruption Fund (formerly Evans & Partners Global Disruption Fund) (the **Fund**) is a registered managed investment scheme domiciled in Australia. The investment objective of the Fund is to provide investors with capital growth over the long-term through exposure to international and Australian securities that will benefit from disruptive innovation.

Pursuant to a resolution approved on 2 December 2020, The Trust Company (RE Services) Limited (**TTCRESL**) replaced E&P Investments Limited (formerly Walsh & Company Investments Limited) as Responsible Entity of the Fund effective 1 February 2021.

The condensed interim financial statements were authorised for issue by the board of directors of the Responsible Entity of the Fund on 11 March 2021.

2. Significant accounting policies

Statement of Compliance

The half-year financial report is a general purpose financial report prepared in accordance with the *Corporations Act 2001* and Australian Accounting Standards Board (**AASB**) 134: 'Interim Financial Reporting'. Compliance with AASB 134 ensures compliance with International Financial Reporting Standards (**IFRS**) IAS 134 'Interim Financial Reporting'. The half-year report does not include all notes of the type normally included in an annual financial report and should be read in conjunction with the most recent annual financial report.

Basis of Preparation

The condensed interim financial statements have been prepared on an accrual basis and are based on historical cost with the exception of financial assets which are measured at fair value. All amounts are presented in Australian dollars, which is the Fund's functional currency, unless otherwise noted.

The same accounting policies and methods of computation have been followed in this half-year financial report as were applied in the most recent annual financial statements.

New Accounting Standards and Interpretations

The Fund has adopted all of the new and revised Standards and Interpretations issued by the AASB that are relevant to their operations and effective for the current half-year. The impact of the adoption is not material to the Fund's financial report in the current or future reporting periods and on foreseeable future transactions.

3. Operating segments

The Fund operates in Australia. Its investments are managed on a single portfolio basis and in one business segment being equity investment. The Fund continues to have foreign exposures as it invests in companies which operate internationally.

Orca Global Disruption Fund
Notes to the condensed financial statements
31 December 2020

4. Earnings per unit

	31 December 2020 \$	31 December 2019 \$
Profit for the period	<u>34,497,898</u>	<u>17,991,082</u>
	Number	Number
Weighted average number of ordinary units used in calculating basic earnings per unit	<u>98,252,626</u>	<u>114,471,110</u>
Weighted average number of ordinary units used in calculating diluted earnings per unit	<u>98,252,626</u>	<u>114,471,110</u>
	Cents	Cents
Basic earnings per unit	35.11	15.72
Diluted earnings per unit	35.11	15.72

5. Receivables

	31 December 2020 \$	30 June 2020 \$
Dividends and distributions receivable	72,843	106,141
Interest receivable	257	1,293
GST receivable	<u>68,808</u>	<u>78,166</u>
	<u>141,908</u>	<u>185,600</u>

6. Financial assets

	31 December 2020 \$	30 June 2020 \$
Equity investments - listed	<u>281,976,114</u>	<u>247,714,218</u>

Refer to Note 9 for further information on fair value measurement.

7. Payables

	31 December 2020 \$	30 June 2020 \$
Accrued expenses	<u>367,677</u>	<u>114,363</u>

Orca Global Disruption Fund
Notes to the condensed financial statements
31 December 2020

8. Issued capital

	31 December 2020 Units	30 June 2020 Units	31 December 2020 \$	30 June 2020 \$
Ordinary units - fully paid	<u>96,352,898</u>	<u>98,439,297</u>	<u>131,619,641</u>	<u>137,993,074</u>

Movements in ordinary unit capital

Details	Date	Units	\$
Balance	1 July 2020	98,439,297	137,993,074
Issue of ordinary units at \$2.59 per unit (distribution reinvested)	31 July 2020	1,300,004	3,368,337
Unit buy-backs		(3,386,403)	(9,716,870)
Buy-back costs		-	(24,900)
Balance	31 December 2020	<u>96,352,898</u>	<u>131,619,641</u>

9. Fair value measurement

The aggregate net fair values and carrying amounts of financial assets and financial liabilities at balance date are disclosed in the Condensed Statement of Financial Position and in the notes to the condensed financial statements.

The fair values of:

- other assets and other liabilities approximate their carrying value;
- listed securities included in "Equity Investments" are readily traded on global Stock Exchanges in a standardised form. The net fair value of listed securities is determined by valuing them at the last quoted sale price as at the end of the reporting period.

The Fund measures fair values using the following fair value hierarchy that reflects the significance of the inputs in making the measurements:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices)

Level 3: unobservable inputs for the asset or liability

	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
31 December 2020				
<i>Financial assets at fair value through profit or loss</i>				
Equity investments - listed	281,976,114	-	-	281,976,114
Total assets	<u>281,976,114</u>	<u>-</u>	<u>-</u>	<u>281,976,114</u>
30 June 2020				
<i>Financial assets at fair value through profit or loss</i>				
Equity investments - listed	247,714,218	-	-	247,714,218
Total assets	<u>247,714,218</u>	<u>-</u>	<u>-</u>	<u>247,714,218</u>

9. Fair value measurement (continued)

There were no transfers between levels during the financial period.

The uncertainty around COVID-19 continues to present social and economic challenges and the resulting impact on the capital markets remain uncertain. The volatility in global and local capital markets has been reflected in the valuation of the Fund's investment portfolio and its financial results for the period ended 31 December 2020.

While COVID-19 has caused uncertainty and market volatility during the period, the Fund has continued to follow its established policies and processes in managing risk and determining the fair value of the financial assets and liabilities at the reporting date.

10. Related party transactions

The Responsible Entity of the Fund during the period until 1 February 2021 was E&P Investments Limited (formerly Walsh & Company Investments Limited) (**former Responsible Entity**). The Responsible Entity of the Fund from 1 February 2021 is The Trust Company (RE Services) Limited (**TTCRESL**).

The related party transactions disclosed in this note refer to transactions with the Fund's former Responsible Entity and its related entities.

There were no transactions between the Fund and TTCRESL during the period.

Related party investments in the Fund

The former Responsible Entity or its associates does not hold any investments in the Fund.

Responsible Entity services

a) Responsible Entity and Administration fees

The Responsible Entity's duties include establishing the compliance plan and procedures and monitoring compliance of regulatory and legislative requirements, the issuance of disclosure documents, the appointment and monitoring of external service providers to the Fund and overall administration of the Fund.

The former Responsible Entity charged a fee of 0.33% per annum (exclusive of GST) of the gross asset value of the Fund, representing a Responsible Entity fee of 0.08% (exclusive of GST) per annum and an Administration fee of 0.25% per annum (exclusive of GST).

Total Responsible Entity and Administration fees paid or payable to the former Responsible Entity for the period ended 31 December 2020 were \$485,281 (31 December 2019: \$426,396), exclusive of GST, and included in management and administration fees in profit or loss.

b) Fund administration services

Australian Fund Accounting Services Pty Limited, a related party of the former Responsible Entity, provides fund administration services to the Fund under an agreement with the former Responsible Entity. These services include net asset valuation, management accounting, statutory reporting, capital management and taxation. The former Responsible Entity bears the cost of the fund administration services and, as such, there were no fund administration fees paid out of the assets of the Fund.

c) Legal and consulting fees

The former Responsible Entity entered into an agreement with MDA1 Pty Limited, trading as MA Law, to provide legal and consulting services to the former Responsible Entity and the investment schemes under its control. Mike Adams, a director of the former Responsible Entity, is also a director and shareholder of MDA1 Pty Limited. The legal and consulting fees paid or payable to the related party of the former Responsible Entity for the period ended 31 December 2020 were nil (31 December 2019: nil).

10. Related party transactions (continued)

Investment Management fee

The Investment Manager provides investment management services to the Fund, including overseeing the assessment of market conditions and investment opportunities, the selection and recommendation of investments, monitoring the Funds' investment portfolio, and determining and recommending the retention or sale of investment in the Fund's portfolio.

In connection with the provision of services as Investment Manager, Orca Funds Management Pty Limited (formerly Evans and Partners Investment Management Pty Limited), a related party of the former Responsible Entity, received an Investment Management fee of 0.95% per annum (exclusive of GST) of the gross asset value of the Fund.

Total Investment Management fees paid or payable to the related party of the former Responsible Entity for the period ended 31 December 2020 were \$1,386,009 (31 December 2019: \$1,227,504), exclusive of GST, and included in management and administration fees in profit or loss.

Brokerage fee

Evans and Partners Pty Ltd, a related party of the former Responsible Entity, was engaged as a broker by the Fund and received brokerage of 0.25% on all transactions undertaken as part of the Fund's buy-back program.

Total brokerage fees paid or payable to the related party of the former Responsible Entity for the period ended 31 December 2020 was \$24,292 (31 December 2019: \$81,176), exclusive of GST.

Investment transaction costs

Evans and Partners Pty Ltd receives brokerage of 0.10% (excluding GST) on all transactions in Australian equities undertaken by the Fund.

Total investment transaction costs paid or payable to the related party of the former Responsible Entity for the period ended 31 December 2020 was \$1,636 (31 December 2019: \$14,222), exclusive of GST.

11. Events after the reporting period

Effective 29 January 2021, the Fund has been removed from the official list of the ASX pursuant to a special resolution passed on 2 December 2020 and has transitioned from a listed investment trust to an unlisted open-ended unit trust. Effective 1 February 2021, TTCRESL replaced E&P Investments Limited as Responsible Entity of the Fund as an inter-conditional resolution approved on 2 December 2020 that the new responsible entity becomes effective upon the removal of the Fund from the official list.

No other matter or circumstance has arisen since December 31, 2020 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.

12. Contingent assets and liabilities and commitments

There are no outstanding contingent assets, liabilities or commitments as at 31 December 2020 and 30 June 2020.

Orca Global Disruption Fund
Directors' declaration
31 December 2020

In the opinion of the Directors:

(a) the financial statements and notes set out on page 5 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 2020 and of its performance for the financial half-year ended on that date; and

(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 Director.



Director of The Trust Company (RE Services) Limited, Responsible Entity

11 March 2021
Sydney

Independent Auditor's Review Report to the unitholders of Orca Global Disruption Fund

Conclusion

We have reviewed the half-year financial report of Orca Global Disruption Fund (formerly Evans & Partners Global Disruption Fund) (the "Fund"), which comprises the condensed statement of financial position as at 31 December 2020, and the condensed statement of profit or loss and other comprehensive income, the condensed statement of cash flows and the condensed statement of changes in equity for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, 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 half-year financial report of the Fund is not in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Fund's financial position as at 31 December 2020 and of its performance for the half-year ended on that date; and
- (b) 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*. 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 ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of The Trust Company (RE Services) Limited (the 'Responsible Entity'), would be in the same terms if given to the directors as at the time of this auditor's review report.

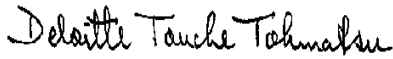
Directors' Responsibilities for the Half-year Financial Report

The directors of the responsible entity (the 'Directors') are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and 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 2020 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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.


DELOITTE TOUCHE TOHMATSU



Weng W Ching
Partner
Chartered Accountants
Sydney, 11 March 2021

Responsible Entity

The Trust Company (RE Services) Limited

Directors

Vicki Riggio
Phillip Blackmore (Alternate Director for Vicki Riggio)
Richard McCarthy
Simone Mosse
Glenn Foster (Non-executive Director)

Secretaries

Gananatha Minithantri

Sylvie Dimarco

Registered Office

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Bankers

Macquarie Bank
ANZ Bank
J.P. Morgan

