

INTERNATIONAL TITANS BASKET LIMITED

Report and Financial Statements

For the year ended 30 September 2018

INTERNATIONAL TITANS BASKET LIMITED

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INTERNATIONAL TITANS BASKET LIMITED

REPORT AND FINANCIAL STATEMENTS GENERAL INFORMATION

DIRECTORS:	Chris Hickling Janine Lewis David Stephenson
ADMINISTRATOR, SECRETARY, CUSTODIAN AND REGISTRAR:	Praxis Fund Services Limited Sarnia House Le Truchot St Peter Port Guernsey GY1 1GR
INVESTMENT ADVISER:	Investec Corporate and Institutional Banking 36 Hans Strijdom Avenue Foreshore Cape Town 8001 South Africa
REGISTERED OFFICE:	Sarnia House Le Truchot St Peter Port Guernsey GY1 1GR
AUDITOR:	Saffery Champness PO Box 141 La Tonnelle House Les Banques St Sampson Guernsey GY1 3HS
BANKERS:	Investec Bank (Channel Islands) Limited PO Box 188 Gategny Court Gategny Esplanade St Peter Port Guernsey GY1 3LP
COMPANY REGISTRATION NO:	52616

INTERNATIONAL TITANS BASKET LIMITED

REPORT OF THE DIRECTORS

For the year ended 30 September 2018

The Directors present their report and the audited financial statements for the year ended 30 September 2018.

Principal Activity

The principal activity of the Company is investment holding.

The Company is a Guernsey registered closed-ended investment company and is subject to the Registered Collective Investment Scheme Rules 2015 (with effect from 6 October 2018, the Registered Collective Investment Scheme Rules 2018).

Going concern

At an Extraordinary General Meeting of the Company held on 8 April 2016, shareholders approved a special resolution to extend the life of the Company for a further period of 5 years from the Company's previous termination date of 26 September 2016, and authorised the Directors to seek to raise additional capital through a secondary fund raising. Under the terms of the Company's new prospectus, which replaced the previous prospectus with effect from 8 April 2016, and in the absence of a special resolution to further extend the life of the Company, the Company will terminate on 19 October 2021.

These financial statements have been prepared on a going concern basis, as the Company has sufficient working capital and adequate resources to continue in operations and meet its liabilities as they fall due for the foreseeable future.

Results and Dividends

The Statement of Comprehensive Income is set out on page 9. The Directors do not propose a dividend for the year (2017: Nil).

Directors

The Directors of the Company during the period and to date are detailed below.

Chris Hickling

Janine Lewis

David Stephenson

Directors' and Other Interests

Janine Lewis is a director of Praxis Fund Services Limited ('PFSL'), the Company's Administrator, Secretary, Custodian and Registrar, and David Stephenson is an employee of PFSL. Janine Lewis, Chris Hickling and David Stephenson are shareholders in PraxisIFM Group Limited, the ultimate parent company of PFSL.

During the year, no Director has had any beneficial interest in the shares of the Company.

No Director of the Company, or Investec Corporate and Institutional Banking ('ICIB'), the Investment Advisor to the Company, holds any right, either contingent or otherwise, to subscribe for shares in the Company.

Details of fees paid to PFSL and ICIB during the year are contained in notes 4 and 13 to these Financial Statements.

No fees were paid to the Directors by the Company during the year.

Historical Results

The results and assets and liabilities of the Company for the last 5 years are as follows:

	Total Assets	Total Liabilities	Total
	AUD	AUD	Comprehensive
			Income/(Loss)
			AUD
Year ended 30 September 2018	194,395,915	66,026	13,822,948
Year ended 30 September 2017	166,505,407	38,176	10,699,823
Year ended 30 September 2016	89,135,831	264,420	10,982,197
Year ended 30 September 2015	80,089,958	245,516	(3,518,604)
Year ended 30 September 2014 (restated)	88,163,457	227,719	14,200,620

INTERNATIONAL TITANS BASKET LIMITED

REPORT OF THE DIRECTORS (continued)

For the year ended 30 September 2018

Investment Portfolio

The Company's investment portfolio comprises the following investments:

	Percentage of portfolio	Cost AUD	Market Value AUD
Investec Bank Limited Unsecured Subordinated Callable Notes	72.1%	117,525,481	134,802,959
UBS Index Option	27.9%	24,797,170	52,083,365
		<u>142,322,651</u>	<u>186,886,324</u>

Investec Bank Limited and UBS are providers of financial services.

Statement of Directors' Responsibilities

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company, for safeguarding the assets of the Company, for taking reasonable steps for the prevention and detection of fraud and other irregularities and for the preparation of a Directors' Report, which complies with the requirements of The Companies (Guernsey) Law, 2008.

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with The Companies (Guernsey) Law, 2008. The Directors have chosen to prepare financial statements for the Company in accordance with International Financial Reporting Standards (IFRSs).

International Accounting Standard 1 requires that financial statements present fairly for each financial year the Company's financial position, financial performance and cash flows. This requires the faithful representation of the effects of transactions, other events and conditions in accordance with the definitions and recognition criteria for assets, liabilities, income and expenses set out in the International Accounting Standards Board's 'Framework for the preparation and presentation of financial statements'. In virtually all circumstances, a fair presentation will be achieved by compliance with all applicable IFRSs. A fair presentation also requires the Directors to:

- consistently select and apply appropriate accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the Company's ability to continue as a going concern.

The Directors confirm that they have complied with the above requirements in preparing the financial statements.

The Directors confirm that:

- so far as each Director is aware, there is no relevant audit information of which the Company's auditor is unaware;
- each Director has taken all the steps he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information; and
- the financial statements give a true and fair view and have been prepared in accordance with International Financial Reporting Standards, with The Companies (Guernsey) Law, 2008 and with The Protection of Investors (Bailiwick of Guernsey) Law, 1987.

INTERNATIONAL TITANS BASKET LIMITED

REPORT OF THE DIRECTORS (continued)

For the year ended 30 September 2018

Auditor

A resolution to re-appoint Saffery Champness as auditor will be put to the members at the Annual General Meeting.

By Order of the Board

David Stephenson

Director

6 March 2019

INTERNATIONAL TITANS BASKET LIMITED

Independent auditor's report to the members

Opinion

We have audited the financial statements of International Titans Basket Limited (the "Company") for the year ended 30 September 2018, which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash Flows and related notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards ("IFRSs").

In our opinion the financial statements:

- give a true and fair view of the state of affairs of the Company as at 30 September 2018 and of the profit for the year then ended;
- have been properly prepared in accordance with IFRSs; and
- have been prepared in accordance with the requirements of The Companies (Guernsey) Law, 2008.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the Directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the Directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, 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.

INTERNATIONAL TITANS BASKET LIMITED

Independent auditor's report to the members (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where The Companies (Guernsey) Law, 2008 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the company; or
- the financial statements are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Directors

As explained more fully in the Directors' Responsibilities Statement set out on page 5, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are 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 ISAs (UK) 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 these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the Company's members, as a body, in accordance with section 262 of The Companies (Guernsey) Law, 2008. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

SAFFERY CHAMPNESS

Chartered Accountants

Guernsey

6 March 2019

INTERNATIONAL TITANS BASKET LIMITED

STATEMENT OF COMPREHENSIVE INCOME

For the year ended 30 September 2018

	Notes	Year ended 30/09/2018 AUD	Year ended 30/09/2017 AUD
REVENUE			
Interest income	5	8,383,034	7,405,849
GAINS ON INVESTMENTS			
Investments at fair value through profit and loss	6	7,722,213	7,111,886
		16,105,247	14,517,735
Operating expenses	7	(2,293,980)	(2,190,443)
Foreign exchange gains		11,681	(1,627,469)
PROFIT FOR THE YEAR		13,822,948	10,699,823
OTHER COMPREHENSIVE INCOME			
<i>Items reclassifiable to profit and loss</i>			
Foreign exchange translation gains		14,039,710	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		27,862,658	10,699,823
Earnings per ordinary share			
Basic and diluted earnings per ordinary share	8	140.11	109.74

The notes on pages 13 to 24 are an integral part of these financial statements.

INTERNATIONAL TITANS BASKET LIMITED

STATEMENT OF FINANCIAL POSITION

As at 30 September 2018

	Notes	2018 AUD	2017 AUD
NON-CURRENT ASSETS			
Investments at fair value through profit and loss	6	186,886,324	156,821,309
		186,886,324	156,821,309
CURRENT ASSETS			
Trade and other receivables	9	168,710	113,928
Fixed deposits		5,510,000	8,554,283
Cash and cash equivalents		1,830,881	1,015,887
		7,509,591	9,684,098
CURRENT LIABILITIES			
Trade and other payables	10	(13,532)	(25,285)
NET CURRENT ASSETS			
		7,496,059	9,658,813
NON-CURRENT LIABILITIES			
Trade and other payables	10	(52,494)	(12,891)
		194,329,889	166,467,231
CAPITAL AND RESERVES			
Share capital	11	997	997
Share premium	12	140,951,723	140,951,723
Retained earnings		39,337,459	25,514,511
Translation reserve		14,039,710	-
EQUITY SHAREHOLDERS' FUNDS			
		194,329,889	166,467,231
Number of fully paid ordinary shares		98,655.335	98,655.335
Net Asset Value per ordinary share		1,969.79	1,687.36

The financial statements were approved and authorised for issue by the Board on 6 March 2019 and signed on its behalf by:

David Stephenson
Director

The notes on pages 13 to 24 are an integral part of these financial statements.

INTERNATIONAL TITANS BASKET LIMITED

STATEMENT OF CHANGES IN EQUITY

For the year ended 30 September 2018

	Management Shareholders		Ordinary Shareholders			Total
	Share capital AUD	Share capital AUD	Share premium AUD	Retained Earnings AUD	Translation Reserve AUD	Total AUD
<u>Year ended 30 September 2017</u>						
At 1 October 2016	10	563	56,205,822	32,665,016	-	88,871,411
Redemption of shares (see notes 11, 12)	-	(308)	(30,828,740)	(17,850,328)	-	(48,679,376)
Issue of shares (see notes 11, 12)	-	732	115,584,896	-	-	115,585,628
Share issue costs incurred (see note 12)	-	-	(10,255)	-	-	(10,255)
Profit for the year	-	-	-	10,699,823	-	10,699,823
At 30 September 2017	<u>10</u>	<u>987</u>	<u>140,951,723</u>	<u>25,514,511</u>	<u>-</u>	<u>166,467,231</u>
<u>Year ended 30 September 2018</u>						
Profit for the year	-	-	-	13,822,948	-	13,822,948
<i>Other comprehensive income</i>						
Foreign exchange translation gains	-	-	-	-	14,039,710	14,039,710
At 30 September 2018	<u>10</u>	<u>987</u>	<u>140,951,723</u>	<u>39,337,459</u>	<u>14,039,710</u>	<u>194,329,889</u>

The notes on pages 13 to 24 are an integral part of these financial statements.

INTERNATIONAL TITANS BASKET LIMITED

STATEMENT OF CASH FLOWS

For the year ended 30 September 2018

	Notes	Year ended 30/09/2018 AUD	Year ended 30/09/2017 AUD
Cash flows from operating activities			
Profit for the year		13,822,948	10,699,823
Adjustments for:			
Interest income	5	(8,383,034)	(7,405,849)
Gain on investments at fair value through profit and loss	6	(7,722,213)	(7,111,886)
Working capital adjustments:			
(Increase)/decrease in trade and other receivables		(4,281)	32,234,784
Increase/(decrease) in trade and other payables		27,850	(226,244)
Net cash (outflow)/inflow from operating activities		(2,258,730)	28,190,628
Cash flows from investing activities			
Interest income		6,967	18,884
Purchase of investments held at fair value through profit and loss	6	-	(142,322,651)
Transfer from/(to) fixed deposits		3,044,283	(8,554,283)
Net cash inflow/(outflow) from investing activities		3,051,250	(150,858,050)
Cash flows from financing activities			
Subscriptions of ordinary share capital	11,12	-	115,585,628
Redemptions of ordinary share capital	11,12	-	(48,679,376)
Setup costs incurred	12	-	(10,255)
Net cash inflow from financing activities		-	66,895,997
Increase/(decrease) in cash and cash equivalents for the year		792,520	(55,771,425)
Cash and cash equivalents at the beginning of the year		1,015,887	56,787,312
Foreign exchange translation gains		22,474	-
Cash and cash equivalents at the end of the year		1,830,881	1,015,887

The notes on pages 13 to 24 are an integral part of these financial statements.

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 September 2018

1. PRINCIPAL ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements.

Basis of preparation

The financial statements of International Titans Basket Limited, with domicile in Guernsey, have been prepared in accordance with International Financial Reporting Standards ('IFRS'). The financial statements comply with IFRS as issued by the International Accounting Standards Board ("IASB").

Going concern

These financial statements have been prepared on a going concern basis, as the Company has sufficient working capital and adequate resources to continue in operations and meet its liabilities as they fall due for the foreseeable future.

Adoption of new and revised Standards

No new or amended standards have been applied for the first time in these financial statements.

New, revised and amended standards and interpretations not yet adopted

At the date of authorisation of these financial statements, the following relevant standards and interpretations, which have not been applied in these financial statements, were in issue but not yet effective:

- IFRS 7 (amended), "Financial Instruments: Disclosures" (amendments effective for periods commencing on or after 1 January 2018, or on application of IFRS 9 if earlier);
- IFRS 9, "Financial Instruments - Classification and Measurement" (effective for periods commencing on or after 1 January 2018);
- IFRS 15, "Revenue from Contracts with Customers" (effective for periods commencing on or after 1 January 2018).

In addition, the IASB completed its Annual Improvements 2014-2016 Cycle project in December 2016 and its Annual Improvements 2015-2017 Cycle project in December 2017. These projects have amended certain existing standards and interpretations effective for accounting periods commencing on or after 1 January 2018 or 1 January 2019.

The adoption of IFRS 9 is not expected to have a material impact on these Financial Statements, principally for the following reasons:

- the classification and measurement methodology for all of the Company's assets and liabilities will remain the same under IFRS 9 as under IAS 39;
- the Company's investments are measured at fair value and so the changes in IFRS 9 relating to the assessment of credit losses do not apply to these instruments;
- the Company does not apply hedge accounting, and is therefore unaffected by the hedge accounting-related changes introduced in IFRS 9.

The adoption of IFRS 15 is not expected to have a material effect on these Financial Statements as the Company has no income within the scope of IFRS 15.

Other than noted above, the Directors believe that none of these standards and interpretations will have a material effect on the financial statements of the Company.

Foreign exchange

Items included in the financial statements of the Company are measured in the currency of the primary economic environment in which the Company operates (the "functional currency"). The Directors have determined that the functional currency of the Company is US Dollars, as it is the currency in which the majority of the Company's capital was raised and in which the Company's investments are denominated. For consistency with previous annual financial statements, the Directors have selected Australian Dollars as the presentation currency of the Company.

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 September 2018

1. PRINCIPAL ACCOUNTING POLICIES (continued)

Foreign exchange (continued)

Foreign currency assets and liabilities are translated into Australian Dollars at the rate of exchange ruling on the balance sheet date. Foreign currency transactions are translated into the functional currency of US Dollars at the rate of exchange ruling on the date of the transaction and then translated into Australian Dollars for presentation purposes. Foreign exchange gains and losses relating to the functional currency are recognised in the Statement of Comprehensive Income in the period in which they arise. Differences arising on translation from the functional currency to the presentation currency are recognised in other comprehensive income in the period in which they arise and are taken to the translation reserve.

Revenue recognition

Revenue includes bank and bond interest and is recognised when it is probable that the economic benefits associated with the transaction will flow to the Company and the revenue can be measured reliably. Bond interest is calculated on an effective interest rate basis. Other revenues are accounted for on an accruals basis.

Expenses

Expenses are accounted for on an accruals basis. All expenses are charged to the Statement of Comprehensive Income, except for expenses incurred in relation to the launch of the Company, which were charged against share premium.

Investments

The Company's Option investments are designated as investments at fair value through profit or loss.

The Company's investment in Investec Bank Limited Notes has been designated at inception as an investment at fair value through profit and loss.

All investments are measured initially at cost, which is the fair value of whatever was paid to acquire them. Transaction costs are expensed as incurred in the Statement of Comprehensive Income. Investments are derecognised when the rights to receive cash flows from the investments have expired and the Company has transferred substantially all risks and rewards of ownership.

After initial recognition, the Company measures its investments at fair value through profit or loss.

Fair value is calculated using quoted market prices, independent appraisals, discounted cash flow analysis or other appropriate valuation models at the year end date. Gains or losses arising on the disposal of investments are recognised in the Statement of Comprehensive Income, as are unrealised gains or losses on investments at fair value through profit and loss.

Liquid resources

Liquid resources comprise cash and cash equivalents and fixed deposits. Cash and cash equivalents comprises bank balances and short term deposits with an original maturity of three months or less. Deposits with an original maturity of greater than three months are classified as fixed deposits.

Trade and other receivables

Trade receivables are stated at amortised cost less any impairment. In the opinion of the Directors, there is no material difference between the carrying value of the trade and other receivables and their fair value.

Trade and other payables

Trade payables are stated at amortised cost. In the opinion of the Directors, there is no material difference between the carrying value of the trade and other payables and their fair value.

Taxation

The Company is exempt from Guernsey income tax under the Income Tax (Exempt Bodies) (Guernsey) Ordinance 1989 and is charged an annual exemption fee of £1,200 (2017: £1,200).

Reserves

Gains or losses arising on translation from the Company's functional currency to the presentation currency are taken to the translation reserve.

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 September 2018

2. SEGMENT REPORTING

The Board of Directors considers that the Company is engaged in a single segment of business, being the holding of investments. The Board considers that it is the Company's Chief Operating Decision Maker.

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results could differ from such estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate was revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The Directors have determined that the Company's investment in Investec Bank Limited Unsecured Subordinated Callable Notes and its Index Option investment should be classified as investments at fair value through profit or loss. The methodologies for establishing the fair value of the Company's investments are detailed in note 6.

Following the Company's capital raising on 7 October 2016, the Directors determined that the functional currency of the Company changed from Australian Dollars to US Dollars. For details of the Directors' judgements in relation to the determination of the Company's functional currency, please refer to note 1, 'Foreign exchange'.

4. SIGNIFICANT AGREEMENTS

The following significant agreements have been entered into by the Company:

Administration, Custodian and Secretarial Agreement

Under the Administration, Custodian and Secretarial Agreement, the Company has agreed to pay or procure to be paid to the administrator, for its services as administrator, secretary, custodian and registrar, a fee of 0.15% per annum of the Company's funds for the period to 19 October 2017 and 0.135% per annum thereafter (as reduced by any redemptions of Ordinary Shares prior to the Redemption Date). In addition the administrator is entitled to receive interest earned by the Company on the unpaid element of the fees. See notes 7, 9, 10 and 13 for details of administration fees and interest paid in the year and balances outstanding at the year end.

Investment Advisory Agreement

Under the Investment Advisory Agreement, the Company has agreed to pay or procure to be paid to the Investment Advisor, for its services as advisor, a fee of 0.65% (2017: 0.65%) per annum of the Company's funds (as reduced by any redemptions of Ordinary Shares prior to the Redemption Date). In addition the Investment Advisor is entitled to receive interest earned by the Company on the unpaid element of the fees. See notes 7, 9, 10 and 13 for details of investment advisory fees and interest paid in the year and balances outstanding at the year end. The Investment Advisor, Investec Corporate and Institutional Banking, is a part of the same global group of companies as Investec plc, the issuer of the Company's Zero Coupon Bond.

Distribution Agreement

Under the Distribution Agreement, the Company has agreed to pay or procure to be paid to the Distributors a fee of 0.65% (2017: 0.65%) per annum of that portion of the Company's funds that is derived from the subscription amount subscribed for by Subscribers introduced by the Distributor (as reduced by any redemptions of such Ordinary Shares prior to the Redemption Date), or holders of existing issued Ordinary Shares introduced by the Distributor and who elect to remain invested in the Company (as reduced by any redemptions of such Ordinary Shares prior to the Redemption Date). See notes 7, 9, and 10 for details of distribution fees paid in the year and balances outstanding at the year end. Investec Corporate and Institutional Banking, the Company's Investment Advisor, is also a Distributor for the Company.

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 September 2018

4. SIGNIFICANT AGREEMENTS (continued)

All fees described above are payable annually in advance on the anniversary of the Trade Date (the date of investment of the Company's funds) each year until the Termination Date (the date of compulsory redemption of the ordinary shares).

5. INTEREST INCOME

	2018	2017
	AUD	AUD
Interest on investments at fair value through profit or loss	8,325,566	7,386,772
Bank interest	57,468	19,077
	<u>8,383,034</u>	<u>7,405,849</u>

6. INVESTMENTS AT FAIR VALUE THROUGH PROFIT AND LOSS

	2018	2017
	AUD	AUD
UBS Index Option		
Balance brought forward	37,157,264	-
Acquisition during the year	-	24,797,170
Fair value adjustment for the year	11,244,070	12,360,094
Translation difference	3,682,031	-
Fair value carried forward	<u>52,083,365</u>	<u>37,157,264</u>
Investec Bank Limited Unsecured Subordinated Callable Notes		
Balance brought forward	119,664,045	-
Acquisition during the year	-	117,525,481
Interest for the year	8,325,566	7,386,772
Fair value adjustment for the year	(3,521,857)	(5,248,208)
Translation difference	10,335,205	-
Fair value carried forward	<u>134,802,959</u>	<u>119,664,045</u>
Total	<u>186,886,324</u>	<u>156,821,309</u>

The UBS Index Option is referenced to the MSCI World Index.

The Directors determine the fair value of the Option based on valuations provided by UBS. These valuations are calculated using a formula specified in the Option contract, which is based on the movements in the closing prices of the above Indices from the issue date of the Option to the reporting date. The Option has been classified as a level 2 investment in the fair value hierarchy.

The Directors determine the fair value of the Notes based on valuations provided by Investec Bank Limited. These valuations are calculated on a discounted cash flow basis, taking into account credit risk and prevailing USD LIBOR rates at the date of valuation. The Notes have been classified as a level 3 investment in the fair value hierarchy (see note 14 (iv)).

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 September 2018

7. OPERATING EXPENSES	2018	2017
	AUD	AUD
Auditor's remuneration	14,453	14,573
Administration fees	214,731	223,899
Distribution fees	991,894	953,264
GFSC licence fees	5,888	6,041
Investment advisory fees	1,012,555	962,623
Interest payable	39,603	12,891
Listing fees	3,251	3,450
Statutory fees	3,064	3,061
Sponsorship fees	4,609	4,626
Professional indemnity insurance	1,684	1,244
Legal and professional fees	574	183
Sundry	1,674	4,588
	2,293,980	2,190,443

8. EARNINGS PER ORDINARY SHARE

The calculation of basic and diluted earnings per ordinary share is based on the following data:

	2018	2017
	AUD	AUD
Earnings attributable to ordinary shares:		
Earnings for the purpose of basic and diluted earnings per share being profit for the year attributable to ordinary shareholders	13,822,948	10,699,823
Number of shares:		
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	98,655.335	97,504.867
Earnings per ordinary share	140.11	109.74

A weighted average number of shares has been calculated to enable users to gain a fairer understanding of the earnings generated per share through the year. The weighted average has been calculated with reference to the number of days shares have actually been in issue and hence their ability to influence income generated.

9. TRADE AND OTHER RECEIVABLES	2018	2017
	AUD	AUD
Accrued bank interest	50,694	193
Prepaid administration fees	12,364	11,773
Prepaid distributor fees	49,462	48,488
Prepaid investment advisory fees	49,934	49,934
Other prepayments	6,246	3,530
Unpaid share capital	10	10
	168,710	113,928

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 September 2018

10. TRADE AND OTHER PAYABLES	2018	2017
	AUD	AUD
Current		
Audit fee	13,532	12,830
Distributor fees	-	10,108
Sponsorship fees	-	2,347
	<u>13,532</u>	<u>25,285</u>
Non-current		
Interest payable	<u>52,494</u>	<u>12,891</u>
11. SHARE CAPITAL	2018	2017
	AUD	AUD
Authorised:		
10 Management shares of AUD 1.00 each	10	10
999,000 Ordinary shares of AUD 0.01 each	9,990	9,990
	<u>10,000</u>	<u>10,000</u>
	2018	2017
	AUD	AUD
Issued:		
10 unpaid Management shares of AUD 1.00 each	10	10
98,655.335 (2017: 98,655.335) fully paid Ordinary shares of AUD 0.01 each	987	987
	<u>997</u>	<u>997</u>

Ordinary shares are entitled to 1 vote each at a general meeting of the Company. Ordinary shareholders are entitled to receive any dividends or distributions from the Company and any surplus arising on the winding up of the Company after the payment of creditors and redemption of the management shares at their nominal value.

Management shares are entitled to 10,000 votes each at a general meeting of the Company. Management shares may only be owned by The Basket Trust (see note 13) or its nominee. Management shareholders are not entitled to receive any dividends or distributions from the Company nor any surplus arising on the winding up of the Company in excess of the nominal value of the management shares.

12. SHARE PREMIUM	2018	2017
	AUD	AUD
Balance brought forward	140,951,723	56,205,822
Ordinary shares issued	-	115,584,896
Setup costs incurred	-	(10,255)
Ordinary shares redeemed	-	(30,828,740)
Balance carried forward	<u>140,951,723</u>	<u>140,951,723</u>

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 September 2018

13. ULTIMATE CONTROLLING PARTY AND RELATED PARTY TRANSACTIONS

The immediate controlling party at the year end date is PraxisIFM Trust Limited as trustee of The Basket Trust, which owns the Management shares in the Company, and the ultimate controlling party is PraxisIFM Group Limited ('PGL'), a company incorporated in Guernsey. PGL is also the ultimate controlling party of Praxis Fund Services Limited ('PFSL'), the administrator of the Company.

PFSL is deemed to be a related party, as Janine Lewis is a director of PFSL and a shareholder in PGL; Chris Hickling is a shareholder in PGL; and David Stephenson is an employee of PFSL and a shareholder in PGL. During the year PFSL received AUD 214,731 (2017: AUD 223,899) for their services as administrator. At the year end date administration fees of AUD 12,364 had been paid to PFSL in advance (2017: AUD 11,773) and interest of AUD 14,012 on outstanding fees (2017: AUD 2,009) was payable to PFSL.

The Investment Advisor, Investec Corporate and Institutional Banking, a division of Investec Bank Limited, is deemed to be a related party. During the year Investec Corporate and Institutional Banking received AUD 1,012,555 (2017: AUD 962,623) for their services as investment advisor. At the year end advisory fees of AUD 49,934 (2017: AUD 49,934) had been paid to Investec Corporate and Institutional Banking in advance and interest of AUD 56,550 on outstanding fees (2017: AUD 10,882) was payable to Investec Corporate and Institutional Banking.

14. FINANCIAL INSTRUMENT RISK FACTORS

The Company is exposed to market risk, credit risk and liquidity risk from the financial instruments it holds. The risk management policies employed by the Company to manage these risks are discussed below:

(i) Market risk

(a) Currency risk

Currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates. Currency risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the Company's measurement currency of US Dollars. As at 30 September 2018, the Company is exposed to foreign exchange risk in relation to the following assets and liabilities:

	2018	2017
	AUD	AUD
Fixed deposits	5,510,000	8,554,283
Cash and cash equivalents	1,542,133	745,387
Trade and other payables	(66,026)	(38,176)
	<u>6,986,107</u>	<u>9,261,494</u>

At 30 September 2018, the foreign currency exposure of the Company, principally to the Australian Dollar, represented 3.6% of Equity Shareholder's Funds. The Company's policy is not to manage the Company's exposure to foreign exchange movements by entering into any foreign exchange hedging transactions. If the exchange rate of the US Dollar against the Australian Dollar at the year end date had been 5% higher/lower, this would have resulted in an increase/decrease in the year end net asset value of AUD 348,177. The sensitivity rate of 5% is regarded as reasonable as this is the approximate volatility of the US Dollar against the Australian Dollar over the last two years.

The Company had no other material currency exposures at 30 September 2018 or 30 September 2017.

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 September 2018

14. FINANCIAL INSTRUMENT RISK FACTORS (continued)

(i) Market risk (continued)

(b) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk on its cash and cash equivalents and fixed deposits and on interest payable on outstanding fees. At 30 September 2018, the Company held cash and cash equivalents of AUD 1,830,881 (2017: AUD 1,015,887), which at the year end earned interest at a weighted average rate of 0.30% (2017: 0.38%), and held AUD 5,510,000 (2017: AUD 8,554,283) on long-term fixed deposits, which at the year end earned interest at a weighted average rate of 1.54% (2017: 0.64%). At 30 September 2018, the Company had outstanding future fees of AUD 6,231,122.

Had these balances existed for the whole of the year, the effect on the Statement of Comprehensive Income of an increase/decrease in short term interest rates of 0.5% per annum would have been an increase of AUD 11,780/decrease of AUD 6,535 in post-tax profit for the year (2017: increase of AUD 16,695/decrease of AUD 14,729). The sensitivity rate of 0.5% is regarded as reasonable in relation to the current Australian base rate of 1.5% as Australian interest rates are not currently volatile.

During the year the investment in Investec Bank Limited Notes was exposed to fair value interest rate risk. However, whilst changes in market interest rates may give rise to short-term fluctuations in fair value, if the Notes are held to maturity their maturity value is fixed and therefore not subject to interest rate risk.

The Company had no other material interest rate exposures at 30 September 2018 or 30 September 2017.

(c) Price risk

Price risk is the risk that the value of the instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer or all factors affecting all instruments traded in the market. The Company's investment in the UBS call option is valued by reference to movements in the level of the underlying index, and so is directly affected by changes in market prices. The Company's investment in Investec Bank Limited Callable Notes is not directly affected by changes in market prices, as pricing information for the Notes is not based on published market prices.

Price risk is managed at inception by investing in a combination of two financial instruments: a holding of zero coupon bonds (or other structured product with similar characteristics) that will provide capital protection for investors; and a call option on a basket of indices that the investment advisor believes is most likely to provide positive performance during the life of the Fund. In order to provide capital protection, the amount of bonds acquired is calculated to ensure that the maturing amount will be sufficient to guarantee that all investors who remain in the Fund to maturity will at minimum get back the amount that they invested. The call option provides the potential for significant upside performance, should the relevant indices perform well, with the downside limited to loss of the initial option premium, which is covered by the known gains that will arise on the bonds.

The investment premise of the Fund involves participation in the potential upside afforded by the call option, whilst enjoying the capital protection afforded by the bonds. Therefore, whilst the Board monitors the performance of the call option and bonds, it is unlikely that the Board would consider redeeming these at any stage, other than in relation to the redemption of investors' shares. As a result, the management of price risk effectively occurs at the inception of the Fund in the selection of investments, and is not an active ongoing process during the remainder of the life of the Fund.

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 September 2018

14. FINANCIAL INSTRUMENT RISK FACTORS (continued)

(i) Market risk (continued)

(c) Price risk (continued)

The investment in the UBS Index Option exposes the Company to price risk. The details are as follows:

	2018	2017
	AUD	AUD
UBS Index Option	52,083,365	37,157,264
	52,083,365	37,157,264

A 50 per cent increase/decrease in the value of the UBS Option at 30 September 2018 would have increased/decreased the Net Asset Value of the Company by AUD 26,041,683 (2017: AUD 18,578,632). The sensitivity rate of 50% is regarded as reasonable due to the potential volatility of the Indices to which the Option is linked, magnified by the participation rate of 200% attached to the Option.

(ii) Credit risk

Credit risk arises when a failure by counter-parties to discharge their obligations could reduce the amount of future cash inflows from financial assets on hand at the year end date. These financial assets include cash and cash equivalents, debtors and investments at fair value through profit and loss. The Company's exposure to credit risk arises from default of the counterparty with a maximum exposure equal to the carrying value or fair value of these instruments.

The Company states in its Prospectus that it will invest in subordinated debt instruments issued by Investec Bank Limited ('IBL') and an option linked to a specified index, and provides extensive disclosure to shareholders of those instruments and the risks attached thereto. As a result of this, the Company's policy for managing the credit risk attached to the Company's financial assets is to monitor the credit rating of the relevant counterparty for any significant deterioration, without reference to an absolute range of credit ratings. In the event of there being any significant deterioration in the perceived creditworthiness of the counterparty to a point where shareholders' interest may be at risk, the Directors in their absolute discretion would consider the following courses of action: selling the relevant securities to third party purchasers and reinvesting the proceeds in the purchase of securities of another issuer, such that the new securities would replicate as closely as possible the terms and conditions of the original securities; and transferring cash to another banking institution. The Directors would only seek to sell the relevant securities or transfer cash if they consider on the advice of the investment advisor that such would be in the best interests of the Company and its shareholders.

In accordance with this policy, the Board and the investment advisor have noted that the credit rating of IBL as at 30 September 2018 was BB+ (30 September 2017: BB+), and also notes Fitch's comment that IBL's rating is constrained by the sovereign rating of South Africa of BB+. The year end rating of Investec plc, a sister company to IBL, is BBB+ (2017: BBB+). As a result, the Directors and the investment advisor believe that it is not in the best interest of shareholders to attempt to sell the Callable Notes prior to their maturity date on 19 October 2021, as they believe firstly that there has been no significant deterioration in the creditworthiness of IBL, and secondly that obtaining an alternative investment with an institution with a higher credit rating could only be achieved on less favourable terms than those offered by the Callable Notes, which could affect the Company's ability to offer capital protection to shareholders on their investment.

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 September 2018

14. FINANCIAL INSTRUMENT RISK FACTORS (continued)

(ii) Credit risk

The Company monitors the creditworthiness of its counterparties on an ongoing basis.

The majority of the Company's trade and receivables consist of prepayments and there is no credit risk associated with these balances.

The Callable Notes are held with Investec Bank Limited, which has a Fitch long-term rating of BB+ (2017: BB+) at the balance sheet date. The option is held with UBS, which has a Fitch long-term rating of A+ (2017: A+) at the balance sheet date. The cash and cash equivalents are held with Investec Bank (Channel Islands) Limited, which has a Fitch long term rating of BBB+ (2017: BBB+).

(iii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet financial liability obligations as they fall due, which may cause financial losses to the Company. The Company places its cash and cash equivalents with financial institutions on a short-term basis in order to maintain a high level of liquidity. This ensures that the Company is able to complete transactions in a timely manner, thus minimising the Company's exposure to such losses.

The Board reviews the cash resources of the Company on an ongoing basis to ensure that sufficient monies are held on call account to meet the Company's short-term obligations. At 30 September 2018 the cash on call to be applied to short term obligations was AUD 1,049,042 (2017: AUD 260,535), which is considered by the Board to be sufficient to meet all the Company's short-term obligations.

The following table analyses the Company's financial liabilities, which will be settled on a net basis, into relevant maturity groupings based on the remaining period from the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the estimated contractual undiscounted cash flows.

	Less than 6 months AUD	6 to 12 months AUD	1 to 5 years AUD
30 September 2018			
Trade and other payables	13,532	-	114,319
Net exposure	13,532	-	114,319
	Less than 6 months AUD	6 to 12 months AUD	1 to 5 years AUD
30 September 2017			
Trade and other payables	25,285	-	12,891
Net exposure	25,285	-	12,891

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 September 2018

14. FINANCIAL INSTRUMENT RISK FACTORS (continued)

(iv) Fair value hierarchy

The table below analyses instruments carried at fair value, by level of the fair value hierarchy. The different levels have been defined as follows:

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

As at 30 September 2018	Level 1 AUD	Level 2 AUD	Level 3 AUD	Total AUD
Investments at fair value through profit or loss	-	52,083,365	134,802,959	186,886,324
	-	52,083,365	134,802,959	186,886,324
As at 30 September 2017	Level 1 AUD	Level 2 AUD	Level 3 AUD	Total AUD
Investments at fair value through profit and loss	-	156,821,309	-	156,821,309
	-	156,821,309	-	156,821,309

During the year the Company's investment in Investec Bank Limited Callable Notes has been reclassified from Level 2 to Level 3 of the fair value hierarchy, as none of the inputs to the valuation of the Notes are derived from market prices.

The valuations of the Company's Level 3 investments are calculated on a discounted cash flow basis, using a rate calculated by combining a discount for credit risk and the quarterly compounding equivalent of the USD LIBOR rate for the period most closely approximating the remaining life of the investment (as at 30 September 2018, 3 year USD LIBOR). The following table shows the best estimate of the sensitivity of the Level 3 investments to changes in the discount rate used, with all other variables held constant.

Unobservable input	Possible reasonable change in input	Effect on net assets and profit or loss AUD
Discount rate	+0.5%	(2,017,636)
	-0.5%	2,050,864

INTERNATIONAL TITANS BASKET LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 30 September 2018

15. CAPITAL RISK MANAGEMENT

The Company's capital comprises the funds it has raised through the issue of share capital.

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and to maintain an optimal capital structure to reduce the cost to capital.

In order to ensure that the Company will be able to continue as a going concern, the Board continuously monitors forecast and actual cash flows and matches the maturity profiles of assets and liabilities. The Company has no external borrowings.

16. POST BALANCE SHEET EVENTS

There were no significant post balance sheet events requiring disclosure in these financial statements.