



# Securities Exchanges Guarantee Corporation

ANNUAL REPORT

# 2023

*Securities Exchanges Guarantee Corporation Limited ABN 19 008 626 793  
(a company limited by guarantee)  
Trustee of the National Guarantee Fund ABN 69 546 559 493*

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# MESSAGE FROM THE CHAIR

## The National Guarantee Fund

Securities Exchanges Guarantee Corporation Ltd (SEGC) is the trustee of the National Guarantee Fund (NGF or the Fund), which is a compensation scheme available to investor clients of stockbroker participants of licensed financial markets operated by members of SEGC.

The core purpose of the NGF is to provide compensation to meet certain types of claims from investors arising from dealings with participants of ASX Ltd (ASX) and Cboe Australia Pty Ltd (Cboe) (formerly known as Chi-X Australia Pty Ltd) and, in limited circumstances, participants of ASX Clear Pty Limited (ASX Clear), in the circumstances set out in Division 4 of Part 7.5 of the *Corporations Act 2001 (Cth)* (*Corporations Act*).

Further commentary in relation to claims is included later in the report.

## Assets of the NGF

As at 30 June 2023, the net assets of the NGF were \$109.3 million (compared to \$105.3 million as at 30 June 2022). As at 30 June 2023, the gross investment assets (including distributions receivable) of the fund were \$108.5 million (compared to \$104.7 million as at 30 June 2022).

In February 2022 the SEGC Board determined a new minimum amount of the NGF of \$110 million (an increase from \$100 million). The new minimum amount came into force on approval by the Minister on 4 April 2022 in accordance with s889I of the *Corporations Act*. From that time the investment assets of the NGF were below the new minimum amount of \$110 million. The Board does not currently consider that a levy is required to increase the NGF to the level of the new minimum amount. The amount in the NGF was and remains well within the acceptable range set by the Board in its Capital Management Plan and may exceed the minimum amount in FY24. The Board's view may change as new circumstances arise.

## Areas of concern for the SEGC Board

There remains a number of areas of risk in the market that continue to concern the SEGC Board from an investor protection perspective.

Cyber risk and identity theft affects all businesses and SEGC is hopeful that the risks are well understood by the stockbroking industry. The difficult insurance market, where premiums are high and coverage low further challenges the concept of insurance as providing sufficient investor protection.

In addition, the prevalence of new ways of accessing the ASX and Cboe markets (including shadow brokers who aggregate client securities into one holder identification number or HIN with an ASX or Cboe participant) concerns SEGC as these investors may not have the same level of protection if

something goes wrong or that shadow broker fails. They may also not be eligible to make a successful claim on the NGF.

Investment portfolio risk is also an area which the Board continues to monitor.

The Board considers that participants have an important role to play in maintaining the integrity of the industry as a failure of a participant compromises that integrity (and can give rise to claims against the NGF). A critical part of the role that participants can play in this regard is ensuring that investors properly understand the characteristics of, and risks associated with, the products and platforms that participants market. In particular, it is desirable that participants ensure that investors understand where products or platforms may not attract the coverage of the NGF.

### **NGF regulatory provisions**

As stated in previous annual reports, it is desirable for the Government to give consideration to reviewing the legislative provisions regulating the NGF compensation arrangements. Current provisions are largely the same provisions developed when the separate state stock exchanges were amalgamated in the 1980s to form the ASX. Time and experience with these provisions has shown inconsistencies in outcomes, excessive costs and difficulties in administration that would be worth addressing. In addition to this the Board would like a review of the levy provisions to ensure that when they are needed they are fit for purpose, and a review of the provisions relating to the Financial Development Account (FIDA).

### **Consultative Committee**

SEGC has formed a Consultative Committee with members from Australian Government Treasury (Treasury), ASIC and industry to consult on matters affecting SEGC and the NGF. It is grateful for the participation and input of all Consultative Committee members.

### **Investment environment**

The Board is focussed on ensuring that the amount in the NGF remains adequate to meet SEGC's costs and any claims on the NGF and making allowance for market volatility. The net assets of the NGF have increased in FY2023 due to investment gains and the Fund remains within the acceptable level set by the Board in its Capital Management Plan.

Investment markets continue to focus on monetary policy tightening from Australian and foreign central banks attempting to rein-in inflation to within targeted acceptable bands. This has led to aggressive increases in interest rates by central banks globally. The pace of the rises has prompted a fear of recession in global economies. The combination of persistent inflation and fear of recession continues to impact global bond and equity markets. The Board directly, and through the Capital and Investment Committee, actively monitors the investment environment and works with its appointed investment managers to ensure that the NGF is well positioned to meet its targeted return within the approved risk parameters set out in the Investment Policy.

### Minimum Amount

The minimum amount of the NGF to \$110 million. This change came into force on approval by the Minister on 4 April 2022.

The Board continues to monitor factors that may lead to a further review of the minimum amount and a further review of the minimum amount is scheduled to commence in the second half of 2024.

The Capital and Investment Committee continues to actively monitor the NGF's capital and investments to make recommendations to the Board. How SEGC manages financial risk and capital management is explained in more detail later in the report.

I will be retiring from the Board at the end of my term in October as will David Trude. It has been a pleasure to serve both as board member and as Chair of the SEGC Board over the past 12 years. I thank my fellow directors, both current and past for all their efforts and support over this period.



Nancy Milne  
Chair

# OVERVIEW OF SEGC AND THE NATIONAL GUARANTEE FUND

SEGC is responsible for administering the NGF and operates in accordance with Part 7.5 of the *Corporations Act* and the *Corporations Regulations 2001 (Cth)* (*Corporations Regulations*). The assets of the NGF are the property of SEGC but are held on trust for the purposes set out in the legislation. The SEGC Board is made up of directors experienced in matters involving the securities and financial services industries. During the course of the year covered by this report, the members of SEGC were ASX and Cboe.

## ***What is the NGF?***

The NGF is a compensation fund available to meet certain types of claims arising from dealings with participants of ASX and now Cboe and, in limited circumstances, participants of ASX Clear. These participants are referred to in the legislation as “dealers”. The NGF was established by the *Australian Stock Exchange and National Guarantee Fund Act 1987*, which also created ASX as a national stock exchange. When the six state stock exchanges were merged under that Act, the assets of the fidelity funds of those state exchanges were merged to form the NGF. In October 2020, Cboe became a member of SEGC.

Portfolio earnings had been the only source of income for the NGF until the financial year ended 30 June 2018 when SEGC imposed its first and only levy to date on dealers. The earnings of the NGF are income tax exempt.

At 30 June 2023, the net assets of the NGF were \$109.3 million. This compares with \$105.3 million at the end of the previous financial year.

## ***What claims can be made on the NGF?***

The claims provisions are set out in Division 4 of Part 7.5 of the *Corporations Regulations*. The protection provided by the NGF is only available in relation to the activities of dealers (as defined above).

The NGF covers only certain investor protection claims.

There are four subdivisions of Division 4 of Part 7.5 of the *Corporations Regulations* which set out the types of investor protection claims that clients of dealers may make on the NGF in certain circumstances. They are for:

- completion of sales and purchases of quoted securities on ASX’s or Cboe’s equities or debt markets entered into by a dealer (Subdivision 4.3). The dealer may have failed to provide to the client, after settlement, the securities purchased or the proceeds of sale, or may have

failed to complete a transaction because the dealer was suspended by ASX, Cboe or by ASX Clear;

- loss that results if a dealer transfers marketable or certain other securities without authority (Subdivision 4.7);
- loss that results if a dealer cancels or fails to cancel a certificate of title to quoted securities contrary to the provisions of the operating rules of ASX Settlement Pty Limited (Subdivision 4.8);
- loss that results if a dealer becomes insolvent and fails to meet its obligations in respect of property (usually money or securities) that had been entrusted to it in the course of, or in connection with, its business of dealing in securities (Subdivision 4.9).

Further information about claims made is provided in the Claims Report section.

## ***Caps on claims***

The *Corporations Amendment (National Guarantee Fund Payments) Regulations 2019* (the Regulation) was made and registered in November 2019. The Regulation commenced on 19 November 2019 and amended the *Corporations Regulations*, including to insert Regulations 7.5.72A and 7.5.72B.

The effect of the amendments was to extend the then existing cap on subdivision 4.9, Property Entrusted Claims, to all heads of claim and to introduce caps per claimant. The caps are important, both for the sustainability of the NGF and to reduce the risk that one or more large claims could severely deplete the NGF making it less likely to be available to retail clients of participants or member exchanges.

### ***Participant related cap***

Before the Regulation there was only one cap on claims on the NGF. This was a cap on the amount paid in respect of any one insolvent participant for claims made in respect of property entrusted to it under subdivision 4.9 of Part 7.5 of the *Corporations Regulations*. The cap was 15% of the minimum amount, which currently equates to a cap of \$16.5 million. Following the commencement of the Regulation the amount of compensation payable in respect of any one insolvent participant across all heads of claim is \$16.5 million in total.

### ***Claimant related cap***

Following commencement of the Regulation, the amount that a claimant may receive for claims relating to the same event and the same participant is \$1 million. The cash component of such claim is capped at \$250,000.

## ***Claims which cannot be made on the NGF***

Claims cannot be made on the NGF unless they fall within one of the categories referred to earlier.

Examples of claims which cannot be made are claims:

- for loss arising from investment decisions, or from relying on investment advice given by a dealer;
- for loss if a dealer fails to act on instructions to buy or to sell;
- for money lent to a dealer which has not been repaid;
- in respect of conduct by an entity other than the specific entity which is the dealer;
- in respect of alleged unauthorised withdrawal or misappropriation by the dealer of money in a client's account or held on a client's behalf, unless the circumstances are such that the loss may be claimed under one of the specific categories in the legislation;
- in respect of property entrusted to a dealer that is not in connection with its securities business;
- where property entrusted to the dealer, in the due course of administration of the trust, has ceased to be under the sole control of the dealer; and
- in respect of a loss which has no connection to a member market.

Some people are not entitled to make certain claims under Subdivision 4.7 or Subdivision 4.9. These include the dealer concerned, its officers and their spouses and relatives.

## ***Claims in relation to exchange traded derivatives***

The contract completion provisions of Subdivision 4.3 referred to above in relation to the ASX or Cboe markets do not generally apply to trading of individual derivatives contracts.

However, the NGF does provide certain protection to clients of dealers who trade derivatives on ASX or Cboe. If a client has entrusted property to a dealer in the course of dealing in exchange traded options, the NGF provides protection against loss of that property in accordance with the provisions of Subdivision 4.9, discussed above.

The NGF does not provide protection in relation to futures (other than warrants that are traded on a member market) or over the counter products. The ASX Supplemental Compensation Fund applies to claims in relation to money or property entrusted to a participant of ASX in respect of actual or proposed dealings in futures on the ASX market.

## ***Reduction of claims***

SEGC may reduce the amount of compensation payable to a claimant:

- by reference to a right of set-off available to the claimant;
- by reference to the extent to which the claimant was responsible for causing the loss; and



- if a claimant has, without the written consent of SEGC, adversely affected SEGC's right to be subrogated to any of the claimant's rights and remedies and the claimant received a benefit for assigning its rights or remedies.

## ***The minimum amount of the NGF***

Under the *Corporations Act* the SEGC Board may, with the approval of the Government Minister responsible for the *Corporations Act*, determine that a particular amount (referred to in the legislation as the "minimum amount") is the amount needed to maintain the NGF at a viable level to meet claims and administration costs of SEGC and the NGF. As the participant related cap is now also tied to the minimum amount, the SEGC Board will also take into account the effect changes to the minimum amount would have on the participant related cap.

The SEGC Board periodically reviews the minimum amount with the assistance of actuarial advice. In the 2021/2022 financial year the Board completed its review of the minimum amount. Following this review the Board determined to increase the minimum amount from \$100 million to \$110 million.

There were a number of reasons for the increase including:

- increasing the level of investor protection by increasing the participant related cap;
- maintaining the real value of the NGF
- addressing emerging risks and changing financial markets
- an allowance for investment losses; and
- addressing the increasing trajectory of the amount required to meet future potential claims.

The SEGC Board continues to review its capital management plan and will monitor the minimum amount, the amount in the NGF and its tolerance limits in light of this review.

If the amount in the NGF falls below the minimum amount, the Board has flexibility to manage the financial position of SEGC and the NGF as appropriate in the circumstances. For example:

- it may determine (with the Minister's approval) to adjust the minimum amount of the NGF;
- it may take out insurance against liability in respect of claims on the NGF;
- it may pay claims in instalments and in the priority set out in the legislation;
- it may borrow for the purpose of meeting a payment due out of the NGF; or
- it may raise funds for the NGF by imposing a levy on member operator/s or on all or a class of participants of member operator/s.

If the amount in the NGF falls below the minimum amount, SEGC may determine in writing that the operators of all, or a class, of the financial markets to which the NGF compensation scheme applies or all, or a class, of the participants in any of those markets, must pay a levy. A levy has only been imposed once on participants. If a levy is imposed on a market operator then the market operator may determine in writing that participants in that market must pay a levy.

The Board does not consider that a levy is required to increase the NGF to the level of the minimum amount at this time. Investment assets are within the acceptable range set by the Board in the SEGC Capital Management Plan. The Board's view may change as new circumstances arise.

If SEGC does impose a levy, the total of all levies must not exceed 150% of the minimum amount in any financial year.

A levy is imposed under the *Corporations (National Guarantee Fund) Levies Act 2001* (Cth).

## ***Investment Strategy for National Guarantee Fund***

The Board recognises that the investment strategy for the NGF and its implementation within risk tolerance, will influence the achievement of its investment objectives. The investment strategy and risk appetite were reviewed during the financial year.

The Board reviews the investment considerations for NGF on an annual basis. During the financial year, the Board revised its investment return objective to a real return of 2.5% on its capital pool to support the operations of SEGC and long term purpose of the NGF.

The target allocation of the Fund to each of the Schroders Real Return Fund and the IFM Specialised Credit Fund (**IFM Fund**) is 50%, with an allowable range of 40% to 65% in each.

The Schroder Real Return Fund aims to achieve a return of 4% to 5% per annum (before fees) in excess of Australian inflation over rolling three year periods. Australian inflation is defined as the RBA trimmed mean. The Schroder Real Return Fund invests in a range of underlying investment pools, including fixed-income and equity type securities. The investments are held in predominantly traditional assets with no leverage and with strict limits on exposure to liquidity constrained alternatives.

The IFM Fund as an actively managed, broad credit fund comprised of three trusts. The NGF is invested in the IFM Specialised Credit Floating Feeder Fund (**IFM SCF Floating**) which maintains a duration equivalent to the Bloomberg Bank Bill Index's duration. It invests in the Specialised Credit Fund Investing Trust which then holds a diverse range of credit assets generating returns for the IFM SCF Floating. It has an objective of achieving a margin of 1% (after fees) over the Bloomberg AusBond Bank Bill index.

The investment strategy is reviewed annually by the Board and may be reviewed at any time, and in particular, if there is a significant change in the investment markets, the purpose or size of the Fund, governing legislation or for other reasons.

## **Financial Industry Development Account (FIDA)**

The legislation includes a mechanism allowing the Minister to approve a matter as an approved purpose for which excess funds in the NGF (that is, funds in excess of the minimum amount) may be used. There are no outstanding ministerial approvals for FIDA payments and no funds were paid to the FIDA during the financial year.

## **Multi-market environment**

On 26 October 2020 (joining date), Cboe became a member of SEGC. Prior to this, the regulations governing when trading on the Cboe market was or was not covered by the NGF were complex and impractical to apply.

From the joining date, trading by Cboe participants on the Cboe market is covered by the NGF in the same way as trading by ASX participants on the ASX market. *Corporations Regulation 7.5.85A* is a transitional regulation that seeks to clarify when trading on the Cboe market will be covered.

## **BOARD OF DIRECTORS**

The SEGC Board is responsible for overseeing the general operation of SEGC including determining claims and deciding upon the investment strategy for the management and investment of the NGF's assets. The experience and qualifications of each director is set out below together with the experience and qualifications of the non-director member of the Capital and Investment Committee.

**Nancy Milne LLB**, OAM Non-Executive Director. Director since October 2011, Chairman since December 2011.

Director of FBR Limited, Deputy Chair of State Insurance Regulatory Authority, Member of Asbestos Safety and Eradication Council. Chair of Accounting Professional and Ethical Standards Board, Director of the Benevolent Society.

Previously Nancy has been a Director of Australand Holdings Limited, Novion Property Group, Crowe Horwath Australia and various other public, private and not for profit organisations.

Nancy will retire from the Board in October 2023.

**Susan Doyle, BA, Masters of Individual and Team Psychology** Non-Executive Director. Director since 1 January 2007.

Susan has had an extensive executive career in funds management, working with Commonwealth Superannuation Corporation, Suncorp Insurance and Finance and Insurance Australia Group.

She served as Chairman of Commonwealth Superannuation Corporation for six years and was a founding member of the Future Fund Board of Guardians, on which she served for nine years.

Susan is on the Advisory Panel of AccessAccom.

**Colin R. Scully**, Non-Executive Director since 1 July 2019

Colin has nearly 30 years ASX experience including at The Sydney Stock Exchange and the merged ASX/SFE entity. Senior roles included Chief Operation Officer, Deputy CEO and (post ASX/SFE merger) Group Executive Operations.

Colin had Executive Director roles on a number of ASX's clearing and settlement Boards including ASX Operations Pty Ltd, ASX Future Exchange Pty Ltd, Australian Clearing House Pty Ltd, Australian Clearing Corporation Ltd and ASX Settlement and Transfer Corporation Pty Ltd among others. He was also Chairman Orient Capital whilst it was an ASX owned entity.

**David Trude, B Com**, Non-Executive Director since 26 October 2020

David has had extensive experience over 40 years in a variety of financial services roles in the banking and securities industry. He was formerly the Managing Director, Australian Chief Executive Officer of Credit Suisse Australia Ltd.

He is currently Chairman of ASX listed Hansen Technologies Limited, and Non-Executive Director of Acorn Capital Investment Fund.

David is a Master Stockbroker of the Stockbrokers and Financial Advisers Association of Australia and Member of the Australian Institute of Company Directors. During the financial year, David was a Non-Executive Director of Cboe Australia Pty Ltd.

David will retire from the Board in October 2023.

**Michael Willcock, BA, LLB, Masters in Public Policy**, Non-Executive Director. Director since December 2017.

Michael has had 20 years' experience as a policy advisor in Australian Treasury on issues including financial markets, personal tax and retirement incomes and competition policies.

He is a former Senior Treasury Representative to the Australian Embassy in Beijing, former Board member of World Bank Group of institutions, representing Australia and 13 other Asia-Pacific countries, former member of World Bank board Budget and Audit Committees and former secretary of the Commonwealth Grants Commission.

**Paul Mann, BComm, CA, CFA, GAICD**, Capital and Investment Committee Member. Member since May 2022.

Mr Mann is a Chartered Accountant, CFA Charterholder and a graduate of the Australian Institute of Company Directors.

Mr Mann is currently the Chief Financial Officer of Skalata Ventures, a pre-seed venture capital investment company based in Melbourne. He was the Chief Financial Officer of the Future Fund, Australia's Sovereign Wealth Fund from 2007 through 2021. Mr Mann also worked in senior finance roles and GE Money and NAB and spent 8 years at PwC in Melbourne and London.

Mr Mann is a Director (since 2015) and Vice President of Berry Street Victoria, a not for profit child and family services organisation, and Chairs their Finance and Investment Committee.

### **Directors' Attendance at Meetings**

<b>Director/Committee member</b>	<b>Board Meetings attended</b>	<b>Claims Committee meetings attended</b>	<b>Capital and Investment Committee meetings attended</b>
Nancy Milne	6/6	n/a	4/4*
Susan Doyle	6/6	n/a	4/4
Colin Scully	6/6	n/a	4/4
David Trude	4/6	n/a	4/4
Michael Willcock	6/6	n/a	4/4
Paul Mann (Capital and Investment Committee Member)	5/6*	n/a	4/4

\*Attended as an observer

## **CORPORATE GOVERNANCE**

The Board of SEGC consists of five non-executive directors. ASX and Cboe each appointed a director and those directors appoint three independent directors each of whom:

- is not a director, officer or employee of or a partner in a participant of a member of another financial market;
- is not a director, officer or employee of a member or a body corporate that operates another financial market, or their related bodies corporate;
- is not a professional adviser to a member or a body corporate that operates another financial market, or their related bodies corporate;
- is not a spouse, parent or child of a person in any of the previous categories; and

- otherwise has no interest in a participant of a member or another financial market, or their related bodies corporate, which would enable the person to influence the management and policies of the participant's business.

SEGC's constitution provides that the term of office of each director expires three years after the date the director's appointment takes effect. A retiring director is eligible to be reappointed to the Board. Directors' remuneration is determined by the Board of SEGC with a cap on such remuneration determined by the members.

The directors provide details of their current outside interests on appointment and advise any change to those interests at each Board meeting. Where it is considered that a director has a material personal interest it is noted and where appropriate the director absents himself or herself for that item. That decision is minuted.

In view of the small size of the SEGC Board, and the critical importance to the organisation of its investments and finances, the Board has resolved that it will not have a separate audit and risk committee, but that the entire Board will oversee these aspects of the Company's operations.

As SEGC is not a listed entity, the above statement is not intended to be a disclosure of corporate governance practices in accordance with the recommendations of the ASX Corporate Governance Council.

## ADMINISTRATION OF SEGC

SEGC outsources certain administration and accounting functions to a third party provider, Littlewoods Services Pty Ltd. In addition, SEGC has two contractors and two part time employees.

The General Counsel and Company Secretary is independently contracted to SEGC.

**Gabby Hart (BA, LLB)** is the General Counsel and Company Secretary of SEGC.

The appointment of the Company Secretary is approved by the Board.

The Financial Controller is an independent contractor.

**Clare Wise** is the Financial Controller of SEGC.

The Administration Manager is employed part time by SEGC.

**Michelle Espie** is the Administration Manager of SEGC.

SEGC engages other independent contractors as required.

# CLAIMS REPORT

## *Claims processing procedure*

The types of claims which can be made on the NGF are set out in the Overview section.

In general, SEGC processes claims by clients of dealers in the following way:

**Notification:** where the dealer is solvent, the dealer whose alleged conduct or default has prompted the claim is notified of the claim, so that it may consider action to settle the claim (either directly with the claimant or via SEGC) and where appropriate, notify its insurer. During the processing of the claim, SEGC attempts as far as possible to facilitate settlement between the claimant and the dealer.

**Further information:** The claimant must establish their claim. SEGC will check that the claim meets the relevant criteria. This may involve SEGC seeking information from the claimant or from other relevant persons such as dealers, registries, liquidators, ASX, Cboe and ASX Clear. Under the *Corporations Act*, SEGC has power to require the production of documents and other information relevant to a claim.

**Consideration of time limit:** Claims on the NGF are subject to time limits under the *Corporations Regulations*. In general, the time limit for claims is six months commencing from the time of the relevant event or from the time the claimant became aware of the loss, depending on the category of claim. In some cases, SEGC may publish a notice specifying another time limit. A claim made outside the relevant time limit is barred unless the Board otherwise determines.

**Determination:** If the claim is not time barred, the Board will determine whether to allow or disallow the claim. Claims may be allowed or disallowed in whole or in part. If a claim is allowed, the claimant is provided with an amount of compensation determined in accordance with the legislation and consisting of securities and/or money. SEGC's strong preference is to settle all claims with monetary compensation. The Board must take into account whether the participant related cap is applicable before paying any claims in relation to an insolvent participant.

**Recovery:** The *Corporations Act* provides that if a claim is allowed, SEGC is subrogated to all the claimant's rights and remedies in relation to the conduct the subject of the claim. SEGC stands in the claimant's shoes and can seek recovery from the dealer, and in appropriate cases other parties. Potential recoveries are pursued where appropriate to mitigate loss to the NGF.

## *Claims processed in the current year*

One claim was received during the financial year. This claim was disallowed.

There are specific criteria contained in the *Corporations Regulations* which must be met before a claim can be allowed by SEGC.

The following table summarises the number of compensation claims carried forward from the prior year, received, disallowed by the Claims Committee, and paid in current and prior years.

Number of	FY23	FY22	FY21	FY20	FY19
Open claims at start of period	3	4	3	7	238
Claims received	1	0	1	0	10
Claims disallowed	1	1	0	0	(5)
Claims withdrawn	0	0	0	0	(3)
Claims paid	0	0	0	(4)	(233)
Open claims at end of period	3	3	4	3	7
Determined or considered but not yet paid	3	3	3	3	7

The claims that have not been paid are claims in relation to the BBY Ltd insolvency where relevant claimants have not responded to correspondence, or the relevant entity has been deregistered.

Since 30 June 2023, SEGC has not received any claims.

### ***Appeals against disallowed claims***

The *Corporations Act* provides that if the Board disallows a claim, the claimant may appeal by bringing legal proceedings within three months of notice of the disallowance of the claim, seeking an order directing the Board to allow the claim.

SEGC is not aware of any outstanding appeals against disallowed claims.



# FINANCIAL REPORTS

## *Securities Exchanges Guarantee Corporation Limited Financial Reports for the Year Ended 30 June 2023*

**SECURITIES EXCHANGES GUARANTEE CORPORATION LIMITED**

**ABN 19 008 626 793**

FINANCIAL REPORTS

FOR THE YEAR ENDED  
30 JUNE 2023

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Securities Exchanges Guarantee Corporation Limited's registered office and principal place of business:

Level 21 Australia Square  
264 George Street  
Sydney NSW Australia

## Directors' Report

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The directors present their report, together with the financial statements of Securities Exchanges Guarantee Corporation Limited (SEGC), for the year ended 30 June 2023 and the auditor's report thereon.

### Directors

The directors of SEGC in office during the financial year and up until the date of this report were as follows:

Ms Nancy J. Milne (Chairperson)  
Ms Susan M. Doyle  
Mr Colin R. Scully  
Mr. David D. Trude  
Mr Michael T. Willcock

Mr. Colin R. Scully was appointed by ASX Limited (ASX). Mr David D. Trude was appointed by Cboe Australia Pty Ltd ('Cboe') (formerly known as Chi-X Australia Pty Ltd). Mr. Trude was a director of Cboe during the financial year ended 30 June 2023.

### Principal Activities

SEGC administers the National Guarantee Fund (the NGF or the Fund) and holds the Fund's assets on trust in accordance with Division 4 of Part 7.5 of the *Corporations Act 2001*.

### Review of Operations

SEGC did not trade in its own right during the financial year, other than to undertake its principal activity noted above. Separate Financial Statements for the NGF detail the Fund's operations and financial position.

### Significant Changes in the State of Affairs

There have been no significant changes in the state of affairs of SEGC.

### Events Subsequent to Balance Date

From the end of the reporting period to the date of this report, no matter or circumstance has arisen which has significantly affected, or may significantly affect, the operations of SEGC, the results of those operations, or the state of affairs of the SEGC.

### Likely Developments

There are no likely developments affecting SEGC.

### Environmental Regulation

The operations of SEGC are not subject to any particular or significant environmental regulations under Commonwealth, State or Territory law.

### Indemnification and Insurance of Directors and Officers

SEGC has paid insurance premiums out of the NGF in respect of directors' and officers' liability for current and former directors and officers of SEGC and related entities. The insurance policies prohibit disclosure of the nature of the liabilities insured against and the amount of the premiums.

The constitution of SEGC provides that every person who is or has been an officer of SEGC is indemnified by the SEGC to the extent permitted by law against any liability incurred in that capacity. The indemnity does not apply where the liability arises out of a lack of good faith or conduct contrary to SEGC's express instructions or where the liability is to SEGC or a related body corporate.

## Directors' Report – Continued

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### Proceedings on Behalf of the Company

No application has been made under section 237 of the *Corporations Act 2001* in respect of SEGC and no proceedings have been brought or intervened in on behalf of the SEGC under that section.

### Corporate Governance

The Board of SEGC consists of five non-executive directors. ASX and Cboe as the members of SEGC, each appoint one director and those directors appoint three independent directors while each of them:

- is not a director, officer, or employee of or a partner in a participant of ASX or Cboe;
- is not a director, officer, or employee of ASX or Cboe or a body corporate that operates another financial market, or their related bodies corporate;
- is not a professional adviser to ASX or Cboe or a body corporate that operates another financial market, or their related bodies corporate;
- is not a spouse, parent, or child of a person in any of the previous categories; and
- otherwise has no interest in a participant of ASX or Cboe or another financial market, or their related bodies corporate, which would enable the person to influence the management and policies of the participant's stockbroking business.

SEGC's constitution provides that the term of office of each director expires three years after the date the director's appointment takes effect. A retiring director is eligible to be reappointed to the Board.

Three executives perform the management and secretarial functions for SEGC.

### Non-Audit Services

The auditor, PricewaterhouseCoopers, did not provide any non-audit services to SEGC during the year (2022:nil).

### Auditor's Independence Declaration

A copy of the auditor's independence declaration, as required under section 307C of the *Corporations Act 2001*, is included on page 5.

Signed in accordance with a resolution of the directors:



**Michael Willcock**  
Director

Sydney, 23 August 2023



## Auditor's Independence Declaration

As lead auditor for the audit of Securities Exchanges Guarantee Corporation Limited for the year ended 30 June 2023, I declare that to the best of my knowledge and belief, there have been:

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

A handwritten signature in black ink that reads 'Derrick Ives' with a stylized flourish at the end.

Derrick Ives  
Partner  
PricewaterhouseCoopers

Sydney  
23 August 2023

## Statement of comprehensive income

---

	2023	2022
For the year ended 30 June	\$	\$
Revenue	-	-
Expenses	-	-
Profit before income tax expense	-	-
Income tax expense	-	-
Net profit for the period attributable to the Company	-	-
Other comprehensive income for the period, net of tax	-	-
Total comprehensive income for the period attributable to the Company	-	-

The above Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

# Balance sheet

As at 30 June	2023	2022
	\$	\$
Total assets	-	-
Total liabilities	-	-
Net assets	-	-
Total equity	-	-

The above Balance Sheet should be read in conjunction with the accompanying notes.

## Statement of changes in equity

<b>For the year ended 30 June</b>	<b>2023</b>	<b>2022</b>
	<b>\$</b>	<b>\$</b>
<b>Opening balance of equity at 1 July</b>	-	-
Profit for the period	-	-
Other comprehensive income for the period	-	-
<b>Total comprehensive income for the period, net of tax</b>	-	-
<b>Closing balance of equity at 30 June</b>	-	-

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



## Statement of cash flows

---

<b>For the year ended 30 June</b>	<b>2023</b>	<b>2022</b>
	<b>\$</b>	<b>\$</b>
<b>Net cash flows from operating activities</b>	-	-
<b>Net cash flows from investing activities</b>	-	-
<b>Net cash flows from financing activities</b>	-	-
<b>Net movement in cash</b>	-	-
Cash at the beginning of the financial period	-	-
<b>Cash at the end of the financial period</b>	-	-

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

# Notes to the Financial Statements

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## 1. Summary of Significant Accounting Policies

Securities Exchanges Guarantee Corporation Limited (SEGC) is a not-for-profit entity domiciled and incorporated in Australia. The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

The financial statements for the year ended 30 June 2023 were authorised for issue by the directors on 23 August 2023. The directors have the power to amend and reissue the financial statements.

### (a) Basis of Preparation

The financial statements are general purpose financial statements that:

- have been prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards and other authoritative pronouncements issued by the Australian Accounting Standards Board (AASB) and International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB)
- have been prepared on a historical cost basis
- are measured and presented in Australian dollars (being the SEGC's functional and presentation currency).

### New and Amended Interpretation Standards adopted by SEGC

No new or revised standards have been adopted by SEGC.

### New and Amended Standards Interpretations Not Yet Adopted by SEGC

There are no other standards that are not yet effective that are expected to have a material impact on the Fund in the current or future reporting periods and on foreseeable future transactions.

## 2. Related Party Transactions

### (a) Directors

The directors of SEGC in office during the financial year and up until the date of this report were as follows:

Ms Nancy J. Milne (Chairperson)  
Ms Susan M. Doyle  
Mr Colin R. Scully  
Mr. David D. Trude  
Mr Michael T. Willcock

Mr. Colin R. Scully was appointed by ASX Limited (ASX). Mr David D. Trude was appointed by Cboe Australia Pty Ltd ('Cboe'). Mr. Trude was a director of Cboe during the financial year ended 30 June 2023.

## 3. Key Management Personnel Compensation

Key Management Personnel (KMP) compensation provided during the financial years ended 30 June 2023 and 2022 is as follows:

	2023	2022
	\$	\$
Short-term benefits	418,000	390,334
Post-employment benefits	43,890	39,033
<b>Total Key Management Personnel compensation</b>	<b>461,890</b>	<b>429,367</b>

## Notes to the Financial Statements – Continued

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In accordance with section 889H of the *Corporations Act 2001*, expenses incurred in the administration of the NGF, including KMP compensation, are paid by the NGF.

### 4. Auditor's Remuneration

The auditor provided the following services to the Company during the year.

<b>PricewaterhouseCoopers Australia</b>	<b>2023</b>	<b>2022</b>
	<b>\$</b>	<b>\$</b>
<b>Statutory audit services:</b>		
Audit of the financial statements under the <i>Corporations Act 2001</i>	6,006	5,720
<b>Total remuneration to PricewaterhouseCoopers Australia</b>	<b>6,006</b>	<b>5,720</b>

In accordance with section 889H of the *Corporations Act 2001*, audit services provided to SEGC are paid by the NGF.

The auditor did not provide any other services to SEGC during the year (2022: nil).

### 5. Commitments and Contingent Liabilities

SEGC has no commitments or contingent liabilities as at 30 June 2023 (2022: nil).

### 6. Subsequent Events

From the end of the reporting period to the date of this report, no matter or circumstance has arisen which has significantly affected the operations of SEGC, the results of those operations or the state of affairs of the SEGC.

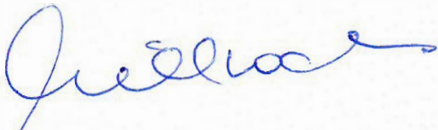
## Directors' declaration

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In the directors' opinion:

- a) the financial statements and notes set out on pages 6 to 11 are in accordance with the *Corporations Act 2001*, including:
  - (i) giving a true and fair view of the Company's financial position as at 30 June 2023 and of its performance, as represented by the results of its operations and its cash flows, for the period ended on that date; and
  - (ii) complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;
- b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
- c) the financial statements also comply with International Financial Reporting Standards as disclosed in note 1.

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



**Michael Willcock**  
Director

Sydney 23 August 2023



## Independent auditor's report

To the members of Securities Exchanges Guarantee Corporation Limited

---

### Our opinion

In our opinion:

The accompanying financial report of Securities Exchanges Guarantee Corporation Limited (the Company) is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Company's financial position as at 30 June 2023 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 Balance sheet as at 30 June 2023
- the Statement of comprehensive income for the year then ended
- the Statement of changes in equity for the year then ended
- the Statement of cash flows for the year then ended
- the Notes to the financial statements, which include significant accounting policies and other explanatory information
- the Directors' declaration.

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### Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report.

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

### *Independence*

We are independent of the Company 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.

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### Other information

The directors are responsible for the other information. The other information comprises the information included in the Directors' Report for the year ended 30 June 2023, but does not include the financial report and our auditor's report thereon.

PricewaterhouseCoopers, ABN 52 780 433 757  
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Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

---

### **Responsibilities of the directors for the financial report**

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

In preparing the financial report, the directors are responsible for assessing the ability of the Company 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.

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### **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](http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf). This description forms part of our auditor's report.

A handwritten signature in black ink that reads 'PricewaterhouseCoopers' in a cursive, flowing script.

PricewaterhouseCoopers

A handwritten signature in black ink that reads 'Derrick Ives' in a cursive, flowing script.

Derrick Ives  
Partner

Sydney  
23 August 2023

# FINANCIAL REPORTS

## *National Guarantee Fund Financial Reports for the Year Ended 30 June 2023*

NATIONAL GUARANTEE FUND

ABN 69 546 559 493

FINANCIAL REPORTS

FOR THE YEAR ENDED

30 JUNE 2023

**NATIONAL GUARANTEE FUND**

**ABN 69 546 559 493**

**FINANCIAL REPORT  
FOR THE YEAR ENDED  
30 JUNE 2023**



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## Trustees' Report

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The directors of Securities Exchanges Guarantee Corporation Limited (SEGC), the trustee of the National Guarantee Fund (NGF or the Fund), present their report, together with the financial statements of the Fund for the year ended 30 June 2023 and the auditor's report thereon.

### Trustee and Board of Directors

The directors of SEGC, the trustee of the Fund, in office during the financial year and up until the date of this report were as follows:

Ms. Nancy J. Milne (Chairperson)  
Ms. Susan M. Doyle  
Mr. Colin R. Scully  
Mr. David D. Trude  
Mr. Michael T. Willcock

Mr. Colin R. Scully was appointed by ASX Limited (ASX). Mr David D. Trude was appointed by Cboe Australia Pty Ltd ('Cboe') (formerly known as Chi-X Australia Pty Ltd). Mr. Trude was a director of Cboe during the financial year ended 30 June 2023.

### Principal Activities

The Fund's primary function is to provide investor compensation in the circumstances set out in Part 7.5 of the *Corporations Act 2001* and the *Corporations Regulations 2001*.

SEGC administers the Fund and holds the Fund's assets on trust in accordance with Division 4 of Part 7.5 of the *Corporations Act 2001*.

In accordance with sections 7.5.89 of the *Corporations Regulations 2001*, funds in excess of the minimum amount can be paid from the Fund for certain purposes approved by the Minister. The minimum amount of the Fund is \$110 million. The size of the Fund remains less than the new minimum amount. The Board has not resolved to raise a levy pursuant to Section 889J of the *Corporations Act 2001*.

### Review of Operations

During the financial year, the Fund remained invested in the Schroder Real Return Fund (Schroder RRF) and the IFM Specialised Credit Floating Feeder Fund (IFM SCF).

The profit for the period was \$3.979m (2022: loss \$0.790m).

In the current financial year, revenue increased by \$5.007m from \$0.358m in the prior financial year to \$5.365m. The unrealised loss in the investment funds was \$0.235m (2023: Schroder RRF unrealised gain of \$0.323m, IFM SCF unrealised loss of \$0.558m). This was offset by \$5.345m in distributions as set out below.

The Fund received an increase in distribution income of \$1.297m (2023: \$5.345 / 2022: \$4.048).

Net assets increased by \$3.979m to \$109.330m (2022: \$105.351m). This is primarily due to distributions from the investment funds, some of which are reinvested in the investment funds.

The following table summarises the number of compensation claims carried forward from prior year, received, disallowed, withdrawn, and paid in the current and prior year.

Number of	FY23	FY22
Open claims at start of period	3	4
Claims received	1	0
Claims disallowed	1	1
Claims withdrawn	0	0
Claims paid	0	0
Open claims at end of period	3	3
Determined or considered but not yet paid	3	3

## Trustees' Report – Continued

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During the financial year the Fund did not pay any claims. SEGC paid the BBY liquidators an amount in relation to an overpayment of recoveries to SEGC in the prior period. The Fund received and disallowed one claim that related to the insolvency of BBY Ltd.

As at the end of the financial year, there are three outstanding claims on the Fund. Three of these claims were determined by the Claims Committee of the SEGC Board in a prior period but have yet to be paid prior to the date of this report. This is because either, the claimant entity has been deregistered or the claimant has failed to answer communication from SEGC relating to the payment. An outstanding claims provision of \$0.015m continues to be held in respect of these claims.

No claims have been received after 30 June 2023.

### Financial Industry Development Account

FIDA is administered by ASX under section 7.5.89 of the *Corporations Regulations 2001*.

The Fund did not make any distributions to FIDA during the financial year ended 30 June 2023 (2022: \$nil).

There were no purposes approved by the Minister for payments to FIDA in the financial year.

### Significant Changes in the State of Affairs

There are no significant changes in the state of affairs of the Fund.

### Events Subsequent to Balance Date

No other matters or circumstances other than those noted in the review of operations and significant changes in the state of affairs have significantly affected, or may significantly affect, the operations of the Fund, the results of those operations, or the state of affairs of the Fund.

### Likely Developments

There are currently no known likely developments that will affect the operations or state of affairs of the Fund.

The Chair, Ms Milne and Director Mr Trude have announced their intention not to seek reappointment to the Board when their terms expire in October. No appointments have yet been made to those positions.

### Environmental Regulation

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

### Indemnification and Insurance of Directors and Officers

SEGC has paid insurance premiums out of NGF in respect of directors' and officers' liability for current and former directors and officers of SEGC and related entities.

The constitution of the SEGC provides that every person who is or has been an officer of SEGC is indemnified by SEGC to the extent permitted by law against any liability incurred in that capacity. The indemnity does not apply where the liability arises out of lack of good faith or conduct contrary to SEGC's express instructions or where the liability is to SEGC or a related body corporate.

### Corporate Governance

The Board of SEGC consists of five non-executive directors. ASX and Cboe as the members of SEGC, each appoint one director and those directors appoint three independent directors while each of them:

- is not a director, officer, or employee of or a partner in a participant of ASX or Cboe;
- is not a director, officer, or employee of ASX or Cboe or a body corporate that operates another financial market, or their related bodies corporate;
- is not a professional adviser to ASX or Cboe or a body corporate that operates another financial market, or their related bodies corporate;
- is not a spouse, parent, or child of a person in any of the previous categories; and

## Trustees' Report – Continued

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- otherwise has no interest in a participant of ASX or Cboe or another financial market, or their related bodies corporate, which would enable the person to influence the management and policies of the participant's stockbroking business.

SEGC's constitution provides that the term of office of each director expires three years after the date the director's appointment takes effect. A retiring director is eligible to be reappointed to the Board. Directors' remuneration is determined from time to time by the members of SEGC.

Three executives perform the management and secretarial functions for SEGC.

### **Non-Audit Services**

There were no non-audit services provided by PricewaterhouseCoopers during the year.

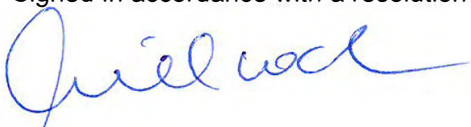
### **Rounding of Amounts**

The Fund is of the kind referred to in ASIC Class Order 2016/191. In accordance with that class order, amounts in the directors' report and financial statements have been rounded to the nearest thousand dollars, 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 included on page 6.

Signed in accordance with a resolution of the directors:



**Michael Willcock**

Director

Sydney, 23 August 2023



**pwc**

## Auditor's Independence Declaration

As lead auditor for the audit of National Guarantee Fund for the year ended 30 June 2023, 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.

Derrick Ives  
Partner  
PricewaterhouseCoopers

Sydney  
23 August 2023

PricewaterhouseCoopers, ABN 52 780 433 757  
One International Towers Sydney, Watermans Quay, Barangaroo, GPO BOX 2650, SYDNEY NSW 2001  
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## Statement of comprehensive income

For the year ended 30 June	Note	2023 \$'000	2022 \$'000
<b>Revenue</b>			
Unrealised Net gain/(loss) on financial instruments held at fair value Distribution Income		(235)	(5,261)
Member Contributions	4	5,345	4,048
Imputation Credits		160	141
Net Claims Recovery		16	157
Interest income		(19)	1,211
Other Income		34	-
		64	63
		<b>5,365</b>	<b>358</b>
<b>Expenses</b>			
Staff Related Costs			
Legal Expenses		(140)	(125)
Administration		(261)	(156)
Occupancy		(899)	(795)
		(85)	(73)
		<b>(1,386)</b>	<b>(1,148)</b>
<b>(Loss)/profit before income tax expense</b>		<b>3,979</b>	<b>(790)</b>
<b>Income tax expense</b>		<b>-</b>	<b>-</b>
		<b>-</b>	<b>-</b>
<b>Net (loss)/profit for the period attributable to members of the Fund</b>		<b>3,979</b>	<b>(790)</b>
<b>Other comprehensive income for the period, net of tax</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive (loss)/income for the period attributable to members of the Fund</b>		<b>3,979</b>	<b>(790)</b>

The above Statement of comprehensive income should be read in accordance with the accompanying notes.

## Balance sheet

As at 30 June	Note	2023 \$'000	2022 \$'000
<b>Current assets</b>			
Cash	5	899	584
Receivables		3,233	1,750
Prepayments		43	72
Investments	6	105,307	103,023
<b>Total current assets</b>		<b>109,482</b>	<b>105,428</b>
<b>Non - current assets</b>			
Fixed Assets		12	11
Right of Use Asset		252	325
<b>Total Non - current assets</b>		<b>264</b>	<b>337</b>
<b>Total assets</b>		<b>109,746</b>	<b>105,765</b>
<b>Current liabilities</b>			
Sundry Creditors		66	5
Lease Liability		266	332
Expense Accruals		40	33
Withholding Tax Payable		10	10
Unearned Member Contributions		19	19
Outstanding Claims Liability	7	15	15
<b>Total current liabilities</b>		<b>416</b>	<b>414</b>
<b>Non - current liabilities</b>			
		-	-
<b>Total Non - current liabilities</b>		<b>-</b>	<b>-</b>
<b>Total liabilities</b>		<b>416</b>	<b>414</b>
<b>Net assets</b>		<b>109,330</b>	<b>105,351</b>
<b>Equity</b>			
Retained Earnings		109,330	105,351
<b>Total equity</b>		<b>109,330</b>	<b>105,351</b>

The above Balance sheet should be read in accordance with the accompanying notes.

## Statement of changes in equity

<b>For the year ended 30 June</b>	<b>Note</b>	<b>2023 \$'000</b>	<b>2022 \$'000</b>
<b>Opening balance of retained earnings at 1 July</b>		<b>105,351</b>	<b>106,141</b>
(Loss)/profit for the period		3,979	(790)
Other comprehensive income for the period		-	-
<b>Total comprehensive (loss)/income for the period, net of tax</b>		<b>3,979</b>	<b>(790)</b>
<b>Closing balance of retained earnings at 30 June</b>		<b>109,330</b>	<b>105,351</b>

The above Statement of changes in equity should be read in accordance with the accompanying notes.



## Statement of cash flows

For the year ended 30 June	Note	2023 \$'000	2022 \$'000
<b>Cash flows from operating activities</b>			
Proceeds from the redemption of investments		-	53,426
Payments for applications to new investments		(500)	(56,400)
Investment distribution income received		1,769	1,975
Other income (including interest)		354	266
Payments to suppliers (inclusive of GST)		(1,345)	(1,300)
Proceeds from recovered GST		64	69
Claims		(19)	1,211
<b>Net cash inflow/(outflow) from operating activities</b>		<b>324</b>	<b>(753)</b>
<b>Cash flows from investing activities</b>			
Purchase of PP&E		(8)	(11)
<b>Net cash (outflow) from investing activities</b>		<b>(8)</b>	<b>(11)</b>
<b>Net increase/(decrease) in cash</b>		<b>315</b>	<b>(764)</b>
Cash at the beginning of the financial period		584	1,348
<b>Cash at the end of the financial period</b>		<b>899</b>	<b>584</b>
<b>Reconciliation of the operating (loss)/profit after income tax to the net cash flows from operating activities</b>			
<b>Net (loss)/profit after tax</b>		<b>3,979</b>	<b>(790)</b>
<b>Adjustments for:</b>			
Depreciation and amortisation		5	3
Net(gain) / loss on financial instruments held at fair value		235	6,114
<b>Changes in operating assets and liabilities:</b>			
Decrease/(increase) in investments		(2,519)	(5,587)
Decrease/(increase) in right of use asset		74	(273)
Increase/(decrease) in lease liability		(66)	271
Increase (decrease) in unearned contributions		-	19
Decrease/(increase) in receivables		(1,483)	(423)
Decrease/(increase) in prepayments		29	(49)
Increase/(decrease) in payables		2	(9)
Increase (decrease) in expense accruals		68	(29)
<b>Net cash inflow/(outflow) from operating activities assets &amp; liabilities</b>		<b>324</b>	<b>(753)</b>

The above Statement of cash flows should be read in accordance with the accompanying notes.

## Notes to the Financial Statements

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### 1. Summary of Significant Accounting Policies

National Guarantee Fund (the Fund) is a not-for-profit trust domiciled in Australia. The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

The financial statements for the year ended 30 June 2023 were authorised for issue by the directors of the trustee, Securities Exchanges Guarantee Corporation (SEGC) on 23 August 2023. The directors have the power to amend and reissue the financial statements.

#### (a) Basis of Preparation

The financial statements are general purpose financial statements that:

- have been prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards and other authoritative pronouncements issued by the Australian Accounting Standards Board (AASB) and International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB)
- have been prepared on a historical cost basis, except for investments, which have been measured at fair value
- are measured and presented in Australian dollars (being the Fund's functional and presentation currency) with all values rounded to the nearest thousand dollars unless otherwise stated, in accordance with ASIC Class Order 2016/191.

#### New and Amended Standards Adopted by the Fund

No new or revised standards have been adopted by the Fund.

#### New Accounting Standards and Interpretations Not Yet Adopted by the Fund

There are no other standards that are not yet effective that are expected to have a material impact on the Fund in the current or future reporting periods and on foreseeable future transactions.

#### (b) Revenue Recognition

##### Movements in the fair value of investment units

Investments in units of managed funds are classified as financial assets at fair value through profit or loss and are stated at fair value in accordance with AASB 13 *Fair Value Measurement*. Net gains and losses that result from fair value movements in investment units are included in revenue.

##### Distributions

Distribution revenue from investments in managed funds is recognised when the right to receive the distribution has been established.

##### Interest

Interest revenue on cash at bank and term deposit is recognised using the effective interest method.

##### Other Income

Rebates of management fees associated with investments in managed funds are treated as miscellaneous income to differentiate this management fee offset.

## Notes to the Financial Statements – Continued

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### **Refund of Imputation Credits**

The Australian Taxation Office (ATO) has endorsed the Fund as an income tax exempt charitable entity. As a result, imputation credits arising from distributions received during the year are recognised as revenue. Imputation credits not received by the end of the financial year are recognised as receivables.

### **(c) Claims**

Claims are recognised on an accruals basis when they are considered by the Claims Committee of the SEGC Board as valid. Provisions for claims are recognised when the following conditions are met:

- (i) the Fund has a present legal or constructive obligation as a result of past events;
- (ii) it is probable that an outflow of resources will be required to settle the obligation; and
- (iii) the amount can be reliably estimated.

If compensation is paid in respect of a claim, SEGC is subrogated to the extent of that payment to the claimant's rights and remedies in relation to the loss to which the claim relates (section 892F of the *Corporations Act 2001*).

### **(d) Income Tax**

No provision is made for income tax as the Fund has received notification from the ATO of endorsement as an income tax exempt charitable entity.

### **(e) Goods and Services Tax (GST)**

Revenues, expenses, and assets are recognised net of the amount of GST, except where the amount of GST is not recoverable from the taxation authority. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the item of expense to which it relates.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the Australian Taxation Office is included as a current asset or liability in the balance sheet.

Cash flows are included in the statement of cash flows on a gross basis. The GST components of cash flows arising from investing and financing activities which are recoverable from, or payable to, the Australian Taxation Office are classified as operating cash flows.

### **(f) Cash**

Cash as presented on the balance sheet and statement of cash flows comprises the cash balance held at the bank.

### **(g) Receivables**

Receivables are initially recognised at fair value and subsequently measured at amortised cost, less any provision for impairment.

## Notes to the Financial Statements – Continued

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### **(h) Prepayments**

Prepayments represent insurance premiums paid in advance for directors' and officers' liability insurance and investment manager's insurance. Prepayments are amortised over the period that the service is provided.

### **(i) Investments**

The investments of the Fund are unit trust investments currently managed by two professional investment portfolio managers, IFM Investors Pty Limited (IFM) and Schroder Investment Management Limited – Professional Class (Schroders). The IFM Specialised Credit Floating Feeder Fund (IFM SCF) employs a range of credit and interest rate relative value strategies to enhance returns and minimise the risk of underperforming the Bloomberg Ausbank Bill Index over any rolling three-year period. The Schroder Real Return Fund (Schroder RRF) invests in a wide range of assets, including domestic and global equities. The main risks specifically with investing in this strategy are market risk, equities risk, interest rate risk, credit risk, derivatives risk and risks associated with international investing such as movements in exchange rates.

The fair value of the investments is established by referring to redemption prices quoted by both fund managers. The fund managers are responsible for using the relevant market bid prices of underlying instruments in the portfolios at balance date to calculate the redemption prices for the funds.

### **(j) Payables**

Payables are initially measured at invoice value and represent liabilities for goods and services provided to the Fund prior to the end of the reporting period which are unpaid. The amounts, which are stated at amortised cost, are unsecured and are usually paid within 30 days of the end of each quarter to which they relate.

### **(k) Payments to Financial Industry Development Account (FIDA)**

Requests for payment in relation to purposes approved for FIDA funding are recognised as a liability of the Fund once the request for payment has been submitted to and approved by the Board of Directors of SEGC.

## Notes to the Financial Statements – Continued

### 2. Financial Risk Management

The Fund's activities expose it to a variety of financial risks including market risk (comprising interest rate and foreign currency risk), credit risk and liquidity risk. The Fund's overall risk management strategy seeks to manage potential adverse effects on the financial performance of the Fund. Risk management is carried out under policies approved by the Board of SEGC, as trustee of the Fund. The Board has endorsed an Investment Policy Statement which is varied from time to time to meet the needs of the Fund. In developing the investment policy and investment strategy contained in the statement, the Board has regard to several matters, including but not limited to, the purpose of the Fund as set out in the Division 4 or Part 7.5 of the *Corporations Act 2001*. The Fund's risks are managed in accordance with this statement.

The Fund holds the following financial assets and liabilities by category.

As at 30 June 2023	Fair value through profit or loss \$'000	Amortised cost \$'000	Total \$'000
<b>Financial assets</b>	-		
Cash	-	899	899
Investments- Term deposits	-	500	500
Investments – Unit Trust Investments	104,807	-	104,807
<b>Total financial assets</b>	<b>104,807</b>	<b>1,399</b>	<b>106,206</b>

<b>Financial liabilities</b>			
Sundry creditors	-	66	66
Lease liability	-	266	266
Other payables	-	10	10
Accrued expenses	-	40	40
Unearned member contribution	-	19	19
Outstanding claims liability	-	15	15
<b>Total financial liabilities</b>	<b>-</b>	<b>416</b>	<b>416</b>

As at 30 June 2022	Fair value through profit or loss \$'000	Amortised cost \$'000	Total \$'000
<b>Financial assets</b>			
Cash	-	584	584
Term deposits	-	-	-
Investments	103,023	-	103,023
<b>Total financial assets</b>	<b>103,023</b>	<b>584</b>	<b>103,607</b>

<b>Financial liabilities</b>			
Sundry creditors	-	5	5
Lease liability	-	332	332
Other payables	-	10	10
Accrued expenses	-	33	33
Unearned member contribution	-	19	19
Outstanding claims liability	-	15	15
<b>Total financial liabilities</b>	<b>-</b>	<b>414</b>	<b>414</b>

## Notes to the Financial Statements – Continued

### (a) Market Risk

Market risk is the risk of loss arising from movements in observable market variables such as interest rates and other market prices. The Fund is exposed to market risks, predominantly through the investment of Fund balances. For the years ended 30 June 2023 the Fund balances were invested with IFM and Schroders in accordance with the SEGC NGF Investment Policy as approved by the Board.

### (i) Interest Rate Risk

The Fund has exposure to interest rate risk which arises in relation to cash at bank and indirectly from investments. Cash at bank includes an amount of cash held for operational purposes and interest rate risk on this balance and balances in term deposits is considered to be low. Investments, represented by holdings in IFM SCF and Schroders RRF, have significant exposure to interest rate risk but are classified as non-interest bearing as the revenue generated from these investments is derived from variations in unit prices rather than directly from movements in interest rates. Unit prices, which are used to value the investments, may however be impacted by interest rate variations.

Interest rate risk is managed through diversifying the total investment portfolio between two professional investment portfolio managers as shown above and regular performance monitoring of both investments by the Board of SEGC. The IFM Specialised Credit Fund includes investments in credit assets. The Schroder Real Return Fund includes exposure to cash, domestic fixed interest, inflation linked securities, higher yielding credit, mortgage & floating rate credit, emerging market debt and global fixed income, and other securities that are exposed to interest rate risk.

The Fund's receivables and payables are non-interest bearing and not subject to interest rate risk since neither the carrying amount nor the future cash flows will fluctuate due to a change in market interest rates.

The maximum direct and indirect exposure to interest rate risk is represented by the below financial assets:

<b>As at 30 June 2023</b>	<b>Interest - bearing</b>	<b>Non - interest - bearing</b>	<b>Total</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
<b>Financial assets</b>			
Cash	899	-	899
Term deposits	500	-	500
Investments	-	104,807	104,807
<b>Total financial assets</b>	<b>1,399</b>	<b>104,807</b>	<b>106,206</b>
Weighted average earning rate for the year	1.6%	4.8%	
<b>As at 30 June 2022</b>	<b>Interest - bearing</b>	<b>Non - interest - bearing</b>	<b>Total</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
<b>Financial assets</b>			
Cash	584	-	584
Term deposits	-	-	-
Investments	-	103,023	103,023
<b>Total financial assets</b>	<b>584</b>	<b>103,023</b>	<b>103,607</b>
Weighted average earning rate for the year	0.00%	(1.2)%	

## Notes to the Financial Statements – Continued

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### Sensitivity Analysis

#### **Fair Value Sensitivity Analysis of Interest - Bearing Financial Assets:**

At 30 June 2023, an increase/decrease of 100 basis points in interest rates from year end rates would have resulted in an immaterial change (\$0.005m) in profit or loss.

Variations in interest rates may also affect the unit prices of the Fund's non - interest - bearing financial assets (Investments), however the amount cannot be reliably measured.

#### **Fair Value Sensitivity Analysis of Non - Interest - Bearing Financial Assets:**

At 30 June 2023, if investment redemption prices increased/decreased by 100 basis points (2022: 25 basis points) from year end prices, profit would have been \$1.069m (2022: \$0.255m) higher/lower due to a change in the fair value of the investments.

### **(ii) Foreign Currency Risk**

The Fund has indirect exposure to foreign currency risk from its investment exposure to the Schroder Real Return Fund. Where managed funds have investments in underlying securities that are denominated in foreign currencies, the unit prices, which are used to value the investments, may be impacted by variations in exchange rates. The Board of SEGC manages this risk through regular review of the composition of both funds and the proportion of the total funds invested in securities denominated in foreign currencies.

### **(b) Credit Risk**

The Fund is exposed to credit risk which represents the potential loss that may arise from the failure of a counterparty to meet its obligation or commitments to the Fund or its administrator, SEGC.

The carrying amount of the Fund's financial assets represents the maximum exposure to credit risk. Credit risk relating to investments is managed by investing in two separate funds which have a diversified range of investments with different counterparties. Counterparty exposure and credit quality is managed by the individual portfolio managers of each fund.

The expected credit loss on Receivables as at 30 June 2023 amounted to zero (2022: zero).

### **(c) Liquidity Risk**

Liquidity risk associated with the need to pay claims or other expenses, as determined by SEGC, is mitigated by investing in funds that hold underlying liquid investments. It is considered that both the IFM Specialised Credit Floating Feeder Fund and Schroder Real Return Fund can be called upon at short notice to fund liquidity requirements.

## Notes to the Financial Statements – Continued

The maturities of the Fund's financial assets and liabilities at 30 June are shown below.

At 30 June 2023	> Up to 1 mth \$'000	> 1 mth to 3 mths \$'000	Total \$'000
<b>Financial assets</b>			
Cash	899	-	899
Term deposits	-	500	500
Investments	104,807	-	104,807
<b>Total financial assets</b>	<b>105,706</b>	<b>500</b>	<b>106,206</b>
<b>Financial liabilities</b>			
Sundry creditors	-	66	66
Lease liability	-	266	266
Other payables	-	10	10
Accrued expenses	-	40	40
Unearned member contributions	-	19	19
Outstanding claims liability	-	15	15
<b>Total financial liabilities</b>	<b>-</b>	<b>416</b>	<b>416</b>

At 30 June 2022	> Up to 1 mth \$'000	> 1 mth to 3 mths \$'000	Total \$'000
<b>Financial assets</b>			
Cash	584	-	584
Term deposits	-	-	-
Investments	103,023	-	103,023
<b>Total financial assets</b>	<b>103,607</b>	<b>-</b>	<b>103,607</b>
<b>Financial liabilities</b>			
Sundry creditors	-	5	5
Lease liability	-	332	332
Other payables	-	10	10
Accrued expenses	-	33	33
Unearned member contributions	-	19	19
Outstanding claims liability	-	15	15
<b>Total financial liabilities</b>	<b>-</b>	<b>414</b>	<b>414</b>



## Notes to the Financial Statements – Continued

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### (d) Equity Market Risk

The Fund is exposed to equity market risk through its holdings in the Schroder Real Return Fund. Equity market risk relating to investments is managed by investing through a professional investment manager and exposure to that fund is to be maintained within the allocation range set in the NGF Investment Policy.

### (e) Capital Management

The SEGC Board's policy is broadly to maintain the assets of the Fund at a level at or above the minimum amount to meet claims and administration costs of SEGC and the Fund, and where the assets of the Fund fall below that level to consider what action is required. This may include developing a plan to return the assets of the Fund to the minimum amount within a five-year timeframe. The minimum amount may be determined by the Board from time to time with the approval of the Minister in accordance with the *Corporations Act 2001*. The minimum amount of the Fund is currently \$110 million, however the Board has not at this stage determined to raise a levy pursuant to Section 889J of the *Corporations Act 2001*. The minimum amount is subject to regular review with the assistance of independent professional advisers appointed by the Board of SEGC.

The Board has an investment strategy in place to invest available financial assets, totalling \$105.307m at 30 June 2023 (30 June 2022: \$103.023m), into funds managed by professional investment portfolio managers in order to appropriately manage the financial assets of the Fund. At times part of these funds may be invested in one or more term deposits.

The Board monitors the Fund by receiving and reviewing quarterly investment reports from the fund managers and regular reports from the Capital and Investment Committee with respect to capital management, investment strategy and portfolio risk analysis.

If the total fair value amount of the Fund falls below the minimum amount, the Board is able to undertake certain measures to manage the financial position, including taking insurance against claims liability, paying claims in instalments, external borrowings or imposing levies on members or member participants. The Board periodically reviews the need for these measures to be undertaken in accordance with the SEGC capital management plan.

During the year the size of the Fund was below the minimum amount. The Board has not had to undertake any of the measures above at this stage as the amount in the NGF is sufficient to carry on its operations and pay significant claims were they to occur.

SEGC continues to monitor the amount in the Fund and the minimum amount in accordance with its capital management plan. Levies may be considered if the Fund remains under or falls further below the minimum amount.

If the amount in the Fund exceeds the minimum amount, the Board may pay the excess or part of the excess to the FIDA, for purposes approved by the Minister or his delegate. FIDA is administered by ASX.

### (f) Fair value measurements

#### (i) Fair value hierarchy

The Fund uses the following hierarchy to categorise its financial instruments measured and carried at fair value:

- quoted prices (unadjusted) in active markets for identical assets and liabilities (level 1)
- 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 2)

## Notes to the Financial Statements – Continued

- inputs for the asset or liability that are not based on observable market data (unobservable inputs) (level 3).

### (ii) Valuation Techniques used to Determine Fair Values

Fair value of investments are established by referring to redemption prices as quoted by the two fund managers which are based on the relevant market prices of underlying instruments in the portfolios at 30 June 2023.

The NGF did not measure any assets or liabilities at fair value on a non-recurring basis as at 30 June 2023 (2022: nil).

### Recognised fair value measurements

The following tables present the NGF assets and liabilities measured and recognised at fair value as at 30 June 2023 and 30 June 2022

At 30 June 2023	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>Financial assets at fair value through profit and loss</b>				
IFM Specialised Credit Floating Feeder Fund	-	-	58,185	58,185
Schroders Real Return Fund - Professional Class	-	46,622	-	46,622
<b>Total</b>	-	46,622	58,185	104,807

At 30 June 2022	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>Financial assets at fair value through profit and loss</b>				
IFM Specialised Credit Floating Feeder Fund*	-	-	56,788	56,788
Schroders Real Return Fund - Professional Class	-	46,235	-	46,235
<b>Total</b>	-	46,235	56,788	103,023

\*The 2022 Fund balances in relation to the investment in the IFM Specialised Credit Floating Feeder Fund have been restated to Level 3 given the redemption price of that fund is an unobservable input used in the valuation.

There were no transfers of financial assets between levels for the period to 30 June 2023.

### Fair Value measurement using significant unobservable inputs (level 3)

The following table indicates the movement in level 3 investments for the years ended 30 June 2023 and 30 June 2022.

	2023 \$'000	2022 \$'000
Opening balance	56,788	0
Investments/Reinvestment into the funds	1,955	58,097
Gains /(losses) recognised in profit and loss	(558)	(1,309)
<b>Closing balance</b>	<b>58,185</b>	<b>56,788</b>

## Notes to the Financial Statements – Continued

### Valuation inputs and relationship to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements.

Description	Fair value at 30 June 2023 \$'000	Unobservable Input	Input Value	Relationship of unobservable input to fair value
Investment in funds	58,185	Redemption Price	Redemption Price as at 30 June 2023	Increased/(decreased) unit price (+/- 100 basis points (bps), would (decrease)/increase fair value by \$0.582m

Description	Fair value at 30 June 2022 \$'000	Unobservable Input	Input Value	Relationship of unobservable input to fair value
Investment in funds	56,788	Redemption Price	Redemption Price as at 30 June 2022	Increased/(decreased) unit price (+/- 100 basis points (bps), would (decrease)/increase fair value by \$0.568m

### Valuation processes

On a monthly basis, management receives the transaction summary from IFM which shows the Net Asset Value ('NAV') of NGF's investment. Management uses the NAV from the transaction statement to calculate the monthly market value and subsequently, the unrealised gain/loss on the investment.

### Valuation methodology of Level 3 investments

The key assumption in the valuation of the investment is redemption price. Investments in funds are valued with reference to the redemption price and the number of units held in the fund.

#### 3. Net gain/(loss) on financial instruments held at fair value

	2023 \$'000	2022 \$'000
UBS Short-Term Fixed Income Fund	-	29
Schroder Real Return Fund - Professional Class	323	(3,981)
IFM Specialised Credit Feeder Fund	(558)	(1,309)
<b>Total net gain/(loss) financial instruments held at fair value</b>	<b>(235)</b>	<b>(5,261)</b>

#### 4. Distribution income

	2023 \$'000	2022 \$'000
Schroder Real Return Fund - Professional Class	2,139	1,475
IFM Specialised Credit Feeder Fund	3,206	2,572
<b>Total distribution income</b>	<b>5,345</b>	<b>4,048</b>

#### 5. Cash and cash equivalents

	2023 \$'000	2022 \$'000
Cash at bank	899	584
<b>Total cash and cash equivalents</b>	<b>899</b>	<b>584</b>

## Notes to the Financial Statements – Continued

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6. Investments	2023	2022
	\$'000	\$'000
Term deposit	500	-
Schroder real return fund - professional class	46,622	46,235
IFM specialised credit feeder fund	58,185	56,788
<b>Total investments</b>	<b>105,307</b>	<b>103,023</b>

7. Outstanding claims accruals	2023	2022
	\$'000	\$'000
Claims (including interest)	15	15
<b>Total expense accruals</b>	<b>15</b>	<b>15</b>

### 8. Payments to FIDA

Section 7.5.89(1) of the *Corporations Regulations 2001* confers on the Board of SEGC, being the administrator of the Fund, discretion to pay amounts from the excess above the minimum amount, currently \$110.0 million, for purposes approved by the Minister or his delegate under regulation 7.5.88 of the *Corporations Regulations 2001*. Excess money paid from the Fund must be paid into FIDA and may only be used for approved purposes.

No payments to FIDA were made in the financial year and there were no approved purposes.

### 9. Related Party Transactions - Directors

The directors of SEGC in office during the financial year and up until the date of this report were as follows:

Ms. Nancy J. Milne (Chairperson)  
Ms. Susan M. Doyle  
Mr. Colin R. Scully  
Mr. David D. Trude  
Mr. Michael T. Willcock

Mr Colin R. Scully was appointed by ASX Limited (ASX). Mr David D. Trude was appointed by Cboe Australia Pty Ltd (Cboe). Mr. Trude was a director of Cboe during the financial year ended 30 June 2023.

## Notes to the Financial Statements – Continued

### 10. Key Management Personnel Compensation

The key management personnel comprised the five directors of SEGC.

Key management personnel compensation provided during the financial years ended 30 June 2023 and 30 June 2022, is as follows:

	2023	2022
	\$	\$
Short-term benefits	418,000	390,334
Post-employment benefits	43,890	39,033
<b>Total Key Management Personnel compensation</b>	<b>461,890</b>	<b>429,367</b>

Directors' fees and superannuation are paid to the directors of SEGC out of the Fund.

### 11. Auditor's remuneration

The auditor provided the following services to the Fund in relation to the year.

	2023	2022
	\$	\$
<b>PricewaterhouseCoopers Australia</b>		
<b>Statutory audit services:</b>		
Audit of the financial statements under the <i>Corporations Act 2001</i>	31,645	26,520
<b>Total remuneration to PricewaterhouseCoopers Australia</b>	<b>31,645</b>	<b>26,520</b>

In accordance with section 889H of the *Corporations Act 2001*, auditor's remuneration is paid by the Fund. In addition, the Fund is to cover costs to the auditor of \$6,006 for the audit of the SEGC financial statements (2022: \$5,720).

The auditor, PricewaterhouseCoopers, provided no other services to the Fund during the year to the value of \$ nil (2021: \$nil).

### 12. Commitments and Contingent Liabilities

There are no other contingent liabilities or commitments.

### 13. Subsequent Events

In the period between 30 June 2023 and 23 August 2023, no compensation claims have been received.

No other matters or circumstances have arisen which have significantly affected the operations of the Fund, the results of those operations or the state of affairs of the Fund.

## Trustees' declaration

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In the directors' opinion:

- a) the financial statements and notes set out on pages 7 to 22 are in accordance with the *Corporations Act 2001*, including:
  - (i) giving a true and fair view of the Fund's financial position as at 30 June 2023 and of its performance, as represented by the results of its operations and its cash flows, for the period ended on that date; and
  - (ii) complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; 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; and
- c) the financial statements also comply with International Financial Reporting Standards as disclosed in note 1.

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



**Michael Willcock**  
Director

Sydney, 23 August 2023



## Independent auditor's report

To the Trustee of National Guarantee Fund

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### Our opinion

In our opinion:

The accompanying financial report of National Guarantee Fund (the Fund) is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Fund's financial position as at 30 June 2023 and of its financial performance for the year then ended, and
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

### *What we have audited*

The financial report comprises:

- the Statement of comprehensive income for the year then ended
- the Balance sheet as at 30 June 2023
- the Statement of changes in equity for the year then ended
- the Statement of cash flows for the year then ended
- the Notes to the financial statements, which include significant accounting policies and other explanatory information
- the Trustees' declaration

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### Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report.

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

### *Independence*

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

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### Other information

The Securities Exchanges Guarantee Corporation Limited (SEGC) is the trustee of the Fund. The directors of SEGC ('the directors') are responsible for the other information. The other information comprises the information included in the annual report for the year ended 30 June 2023, but does not include the financial report and our auditor's report thereon.

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

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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### **Responsibilities of the trustees' declaration for the financial report**

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

In preparing the financial report, the directors are responsible for assessing the ability of the Fund 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 Fund or to cease operations, or have no realistic alternative but to do so.

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### **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](http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf). This description forms part of our auditor's report.

A handwritten signature in black ink that reads 'PricewaterhouseCoopers' in a cursive style.

PricewaterhouseCoopers

A handwritten signature in black ink that reads 'Derrick Ives' in a cursive style.

Derrick Ives  
Partner

Sydney  
23 August 2023



## FURTHER INFORMATION

Further information about making claims on the NGF is contained in the NGF Information Booklet for clients which is available on SEGC's website at [www.segc.com.au](http://www.segc.com.au). A hard copy of the booklet is available from SEGC on request.

This annual report can also be found on SEGC's website.

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