

# **Macquarie Master Small Companies Fund**

ARSN 090 079 413

## **Annual report - 31 March 2011**

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This financial report covers Macquarie Master Small Companies Fund as an individual entity.

The Responsible Entity of Macquarie Master Small Companies Fund is Macquarie Investment Management Limited (ABN 66 002 867 003). The Responsible Entity's registered office is Mezzanine Level, No. 1 Martin Place, Sydney, NSW 2000.

## Directors' report

The directors of Macquarie Investment Management Limited, a wholly owned subsidiary of Macquarie Group Limited, the Responsible Entity of Macquarie Master Small Companies Fund, present their report together with the financial report of Macquarie Master Small Companies Fund ("the Trust") for the period ended 31 March 2011.

### Principal activities

The Trust invests in unlisted unit trusts in accordance with the provisions of the Trust Constitution.

The Trust did not have any employees during the period.

There were no significant changes in the nature of the Trust's activities during the period.

### Directors

The following persons held office as directors of Macquarie Investment Management Limited during the period or since the end of the period and up to the date of this report:

B N Terry  
 R Cartwright  
 V Malley  
 C Vignes  
 C Swanger  
 T Graham

### Review and results of operations

During the period, the Trust continued to invest funds in accordance with target asset allocations as set out in the governing documents of the Trust and in accordance with the provisions of the Trust Constitution.

#### Results

	For the period 1 July 2010 to 31 March 2011	Year ended 30 June 2010
Operating profit before finance costs attributable to unitholders (\$'000)	<u>9,095</u>	<u>3,546</u>
<i>Distributions</i>		
Distribution paid and payable (\$'000)	<u>533</u>	<u>499</u>
Distribution (cents per unit)	<u>4.77</u>	<u>4.42</u>

### Significant changes in state of affairs

In the opinion of the directors, there were no significant changes in the state of affairs of the Trust that occurred during the period under review.

### Matters subsequent to the end of the period

No matter or circumstance has arisen since 31 March 2011 that has significantly affected, or may significantly affect:

- (i) the operations of the Trust in future financial years, or
- (ii) the results of those operations in future financial years, or
- (iii) the state of affairs of the Trust in future financial years.

## **Directors' report (continued)**

### **Likely developments and expected results of operations**

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

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

Further information on likely developments in the operations of the Trust and the expected results of those operations have not been included in this report because the Responsible Entity believes it would be likely to result in unreasonable prejudice to the Trust.

### **Indemnification and insurance of officers and auditors**

No insurance premiums are paid for out of the assets of the Trust in regards to insurance cover provided to either the officers of Macquarie Investment Management Limited or the auditors of the Trust. Under the Trust Constitution, Macquarie Investment Management Limited as responsible entity of the Trust is entitled to be indemnified out of the assets of the Trust for any liability incurred by it in properly performing or exercising any of its powers or duties in relation to the Trust.

### **Fees paid to and interests held in the Trust by the Responsible Entity or its associates**

Fees paid to the Responsible Entity and its associates out of Trust property during the period are disclosed in note 9 of the financial statements.

No fees were paid out of Trust property to the directors of the Responsible Entity during the period.

The number of interests in the Trust held by the Responsible Entity or its associates as at the end of the period are disclosed in note 9 of the financial statements.

### **Interests in the Trust**

The movement in units on issue in the Trust during the period is disclosed in note 6 of the financial statements.

The value of the Trust's assets and liabilities is disclosed on the statement of financial position and derived using the basis set out in note 2 of the financial statements.

### **Environmental regulation**

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

### **Rounding of amounts to the nearest thousand dollars**

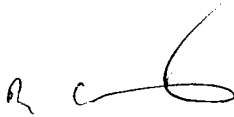
The Trust is an entity of the kind referred to in Class Order 98/0100 (as amended) issued by the Australian Securities and Investments Commission relating to the "rounding off" of amounts in the directors' report. Amounts in the directors' report have been rounded to the nearest thousand dollars in accordance with that Class Order, unless otherwise indicated.

**Directors' report (continued)**

**Auditor's independence declaration**

A copy of the Auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 5.

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

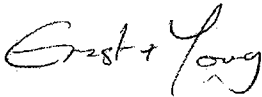


R Cartwright  
Director

Sydney  
20 June 2011

## Auditor's Independence Declaration to the Directors of Macquarie Investment Management Limited, as Responsible Entity for Macquarie Master Small Companies Fund

In relation to our audit of the financial report of Macquarie Master Small Companies Fund for the financial year ended 31 March 2011, to the best of my knowledge and belief, there have been no contraventions of the auditor independence requirements of the *Corporations Act 2001* or any applicable code of professional conduct.



Ernst & Young



Darren Handley-Greaves  
Partner  
20 June 2011

**Statement of comprehensive income**

	Notes	For the period 1 July 2010 to 31 March 2011 \$'000	Year ended 30 June 2010 \$'000
<b>Investment income</b>			
Distribution income		562	555
Net gain on financial instruments held at fair value through profit or loss	5	8,560	3,018
Other operating income		175	207
<b>Total net investment income</b>		<u>9,297</u>	<u>3,780</u>
<b>Expenses</b>			
Responsible Entity's fees	9	202	234
<b>Total operating expenses</b>		<u>202</u>	<u>234</u>
<b>Operating profit</b>		<u>9,095</u>	<u>3,546</u>
<b>Finance costs attributable to unitholders</b>			
Distributions to unitholders		(533)	(499)
(Increase) in net assets attributable to unitholders	6	(8,562)	(3,047)
<b>Profit/(loss) for the period</b>		<u>-</u>	<u>-</u>
<b>Total comprehensive income for the year</b>		<u>-</u>	<u>-</u>

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

**Statement of financial position**

	Notes	31 March 2011 \$'000	30 June 2010 \$'000
<b>Assets</b>			
Cash and cash equivalents	7	21	82
Receivables		65	52
Financial assets held at fair value through profit or loss	8	<u>27,582</u>	<u>19,330</u>
<b>Total assets</b>		<u>27,668</u>	<u>19,464</u>
<b>Liabilities</b>			
Distributions payable		17	80
Responsible Entity fees payable	9	<u>75</u>	<u>59</u>
<b>Total liabilities (excluding net assets attributable to unitholders)</b>		<u>92</u>	<u>139</u>
<b>Net assets attributable to unitholders - liability</b>	6	<u>27,576</u>	<u>19,325</u>

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

**Statement of changes in equity**

	For the period 1 July 2010 to 31 March 2011 \$'000	Year ended 30 June 2010 \$'000
<b>Total equity at the beginning of the period</b>	-	-
Total comprehensive income for the period	-	-
Transactions with owners in their capacity as owners	-	-
<b>Total equity at the end of the period</b>	<u>-</u>	<u>-</u>

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

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

**Statement of cash flows**

	Notes	For the period 1 July 2010 to 31 March 2011 \$'000	Year ended 30 June 2010 \$'000
<b>Cash flows from operating activities</b>			
Proceeds from sale of financial instruments held at fair value through profit or loss		2,894	2,829
Purchase of financial instruments held at fair value through profit or loss		(1,864)	(2,030)
Other income received		17	7
Responsible Entity's fees paid		(201)	(233)
<b>Net cash inflow from operating activities</b>	10(a)	<u>846</u>	<u>573</u>
<b>Cash flows from financing activities</b>			
Proceeds from applications by unitholders		2,303	2,646
Payments for redemptions by unitholders		(3,070)	(3,138)
Distributions paid		(140)	(6)
<b>Net cash outflow from financing activities</b>		<u>(907)</u>	<u>(498)</u>
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(61)</b>	<b>75</b>
Cash and cash equivalents at the beginning of the period		<u>82</u>	<u>7</u>
<b>Cash and cash equivalents at the end of the period</b>	7	<u>21</u>	<u>82</u>
Non-cash financing activities	10(b)	<b>456</b>	413

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

## 1 General information

This financial report covers Macquarie Master Small Companies Fund ("the Trust") as an individual entity. The Trust was constituted on 22 November 1999.

The Responsible Entity of the Trust is Macquarie Investment Management Limited (the "Responsible Entity"). The Responsible Entity's registered office is Mezzanine Level, No. 1 Martin Place, Sydney, NSW 2000. The financial report is presented in Australian currency.

During the year, the Board of directors approved to change the financial year end of the Trust from 30 June to 31 March. This change was made to synchronize the financial year end of the Trust and its parent entity. The parent of the Trust is Macquarie Life Limited and the ultimate parent of the Trust is Macquarie Group Limited.

During the period, the Trust continued to invest funds in accordance with target asset allocations as set out in the current offer document and in accordance with the provisions of the Trust Constitution.

The financial statements were authorised for issue by the directors on 20 June 2011. The directors of the Responsible Entity have the power to amend and reissue the financial report.

## 2 Summary of significant accounting policies

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

### (a) Basis of preparation

This general purpose financial report has been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board and the *Corporations Act 2001* in Australia.

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

The statement of financial position is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and do not distinguish between current and non-current. All balances are expected to be recovered or settled within twelve months, except for investments in financial assets and net assets attributable to unitholders. The amount expected to be recovered or settled within twelve months after the end of each reporting period cannot be reliably determined.

#### *Compliance with International Financial Reporting Standards*

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

### (b) Financial instruments

#### (i) Classification

The Trust's investments are categorised as at fair value through profit or loss. They comprise:

- Financial instruments designated at fair value through profit or loss upon initial recognition

These include financial assets that are not held for trading purposes and which may be sold. These include investments in unlisted trusts.

Financial assets and financial liabilities designated at fair value through profit or loss at inception are those that are managed and their performance evaluated on a fair value basis in accordance with the Trust's documented investment strategy. The Trust's policy is for the Responsible Entity to evaluate the information about these financial assets on a fair value basis together with other related financial information.

Loans and receivables/payables comprise amounts due to or from the Trust.

## 2 Summary of significant accounting policies (continued)

### (b) Financial instruments (continued)

#### (ii) Recognition/derecognition

The Trust recognises financial assets and financial liabilities on the date it becomes party to the contractual agreement (trade date) and recognises changes in fair value of the financial assets or financial liabilities from this date.

Investments are derecognised when the right to receive cashflows from the investments has expired or the Trust has transferred substantially all risks and rewards of ownership.

#### (iii) Measurement

##### (a) Financial assets and liabilities held at fair value through profit or loss

Financial assets and liabilities held at fair value through profit or loss are measured initially at fair value excluding any transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs on financial assets and financial liabilities at fair value through profit or loss are expensed immediately. Subsequent to initial recognition, all instruments held at fair value through profit or loss are measured at fair value with changes in their fair value recognised in the statement of comprehensive income.

Details on how the fair value of financial instruments is determined are disclosed in note 9

- Fair value in an active market

The fair value of financial assets and liabilities traded in active markets is based on their quoted market prices at the statement of financial position date without any deduction for estimated future selling costs. Financial assets are priced at current bid prices, while financial liabilities are priced at current asking prices.

- Fair value in an inactive or unquoted market

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

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

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

The fair value of derivatives that are not exchange-traded is estimated at the amount that the Trust would receive or pay to terminate the contract at the statement of financial position date taking into account index or underlying investments and the current creditworthiness of the counterparties.

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

#### (b) Loans and receivables

Loan assets are measured initially at fair value plus transaction costs and subsequently amortised using the effective interest rate method, less impairment losses if any. Such assets are reviewed at each statement of financial position date to determine whether there is objective evidence of impairment for example when there has been a significant or prolonged decline in the fair value below carrying cost.

If any such indication of impairment exists, an impairment loss is recognised in the statement of comprehensive income as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the original effective interest rate.

## 2 Summary of significant accounting policies (continued)

### (b) Financial instruments (continued)

If in a subsequent period the amount of an impairment loss recognised on a financial asset carried at amortised cost decreases and the decrease can be linked objectively to an event occurring after the write-down, the write-down is reversed through the statement of comprehensive income.

### (c) Net assets attributable to unitholders

Units are redeemable at the unitholders' option and are therefore classified as financial liabilities. The units can be put back to the Trust at any time for cash based on the redemption price. The fair value of redeemable units is measured at the redemption amount that is payable (based on the redemption unit price) at the statement of financial position date if unitholders exercised their right to put the units back to the Trust.

### (d) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts, if any, are shown separately in the statement of financial position.

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

### (e) Investment income

Trust distributions are recognised on an entitlements basis.

### (f) Expenses

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

### (g) Income tax

Under current legislation, the Trust is not subject to income tax provided the taxable income of the Trust is fully distributed either by way of cash or reinvestment (i.e. unitholders are presently entitled to the income of the Trust).

Financial instruments held at fair value may include unrealised capital gains. Should such a gain be realised, that portion of the gain that is subject to capital gains tax will be distributed so that the Trust is not subject to capital gains tax.

Realised capital losses are not distributed to unitholders but are retained in the Trust to be offset against any realised capital gains. If realised capital gains exceed realised capital losses, the excess is distributed to unitholders.

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

### (h) Distributions

In accordance with the Trust Constitution, the Trust distributes its distributable (taxable) income, and any other amounts determined by the Responsible Entity, to unitholders by cash or reinvestment. The distributions are recognised in the statement of comprehensive income as finance costs attributable to unitholders.

## 2 Summary of significant accounting policies (continued)

### (i) Increase/decrease in net assets attributable to unitholders

Income not distributed is included in net assets attributable to unitholders. Movements in net assets attributable to unitholders are recognised in the statement of comprehensive income as finance costs.

### (j) Receivables

Receivables may include amounts for trust distributions. Distributions are accrued when the right to receive payment is established. Amounts are generally received within 30 days of being recorded as receivables.

Receivables include such items as Reduced Input Tax Credits (RITC).

### (k) Payables

Payables include liabilities and accrued expenses owing by the Trust which are unpaid as at the reporting date.

The distribution amount payable to unitholders as at the reporting date is recognised separately in the statement of financial position when unitholders are presently entitled to the distributable income under the Trust Constitution.

### (l) Applications and redemptions

Applications received for units in the Trust are recorded net of any entry fees payable prior to the issue of units in the Trust. Redemptions from the Trust are recorded gross of any exit fees payable after the cancellation of units redeemed.

### (m) Goods and Services Tax (GST)

The GST incurred on the costs of various services provided to the Trust by third parties such as investment management fees have been passed onto the Trust. The Trust qualifies for RITC at a rate of 75% hence investment management fees and other expenses have been recognised in the statement of comprehensive income net of the amount of GST recoverable from the Australian Taxation Office (ATO). Accounts payable are inclusive of GST. The net amount of GST recoverable from the ATO is included in receivables in the statement of financial position. Cash flows relating to GST are included in the statement of cash flows on a gross basis.

### (n) Use of estimates

The Trust makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. Estimates are continually evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

### (o) New accounting standards and interpretations

Certain new accounting standards and interpretations have been published that are not mandatory for the 31 March 2011 reporting period. The directors' assessment of the impact of these new standards (to the extent relevant to the Trust) and interpretations is set out below:

(i) AASB 9 *Financial Instruments* and AASB 2009-11 Amendments to Australian Accounting Standards arising from AASB 9 and AASB 2010 Amendment to Australia Accounting Standards arising from AASB 9 (December 2010) (effective from 1 January 2013).

AASB 9 Financial Instruments addresses the classification, measurement and derecognition of financial assets and financial liabilities. The standard is not applicable until 1 January 2013 but is available for early adoption.

AASB 9 permits the recognition of fair value gains and losses in other comprehensive income if they relate to equity investments that are not traded.

## 2 Summary of significant accounting policies (continued)

### (o) New accounting standards and interpretations (continued)

The Trust has not yet decided when to adopt AASB 9. Management does not expect this will have a significant impact on the Trust's financial statements as the Trust does not hold any available for sale investments.

#### (ii) Revised AASB 124 *Related Party Disclosures* and AASB 2009-12 *Amendments to Australian Accounting Standards* (effective from 1 January 2011)

In December 2009 the AASB issued a revised AASB 124 *Related Party Disclosures*. It is effective for accounting periods beginning on or after 1 January 2011 and must be applied retrospectively. The amendment clarifies and simplifies the definition of a related party and removes the requirement for government related entities to disclose details of all transactions with the government and other government related entities. The Trust will apply the amended standard from 1 April 2011. The amendments will not have any effect on the Trust's financial statements.

#### (iii) AASB 2010-6 *Amendments to Australian Accounting Standards – Disclosures on Transfers of Financial Assets* (effective for annual reporting periods beginning on or after 1 July 2011)

In November 2010, the AASB issued AASB 2010-6 *Disclosures on Transfers of Financial Assets* which amends AASB 1 *First time Adoption of Australian Accounting* and AASB 7 *Financial Instruments: Disclosures* to introduce additional disclosures in respect of risk exposures arising from transferred financial assets. The amendments will affect particularly entities that sell, factor, securitise, lend or otherwise transfer financial assets to other parties. The amendments will not have any impact on the Trust's disclosures. The Trust intends to apply the amendment from 1 April 2012.

#### (iv) *Amendments to AASB 2010-4 Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project* (effective for annual reporting periods beginning on or after 1 July 2010 / 1 January 2011)

In June 2010, the AASB made a number of amendments to Australian Accounting Standards as a result of the IASB's annual improvements project. The Trust does not expect that any adjustments will be necessary as the result of applying the revised rules.

### (p) Rounding of amounts

The Trust is an entity of the kind referred to in Class Order 98/0100 (as amended), issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the financial report. Amounts in the financial report have been rounded off to the nearest thousand dollars in accordance with that Class Order, unless otherwise indicated.

## 3 Financial risk management

### (a) Strategy in using financial instruments

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

The Trust's overall risk management programme focuses on ensuring compliance with the Trust's governing documents and the law and seeks to maximise the returns derived for the level of risk to which the Trust is exposed.

Financial risk management is carried out by the investment management department under policies approved by the Responsible Entity's senior managers or by the board of directors of the Responsible Entity (the Board).

### 3 Financial risk management (continued)

#### (b) Market risk

##### (i) Price risk

The Trust trades in financial instruments by taking positions in unlisted unit trusts.

All securities investments present a risk of loss of capital. The Investment Manager of the underlying trust moderates this risk through a careful selection of securities and other financial instruments within specified limits. The maximum risk resulting from financial instruments is determined by the fair value of the financial instruments. The underlying trust's overall market positions are monitored on a daily basis by the Trust's Investment Manager.

In accordance with the Trust's policy, the risk management department of the Trust's Investment Manager monitors the Trust's overall market price sensitivity on a daily basis. This is done by ensuring the Trust is fully invested in underlying trusts as per the Trust's governing documents.

The Trust's unlisted investments are susceptible to market price risk arising from uncertainties about future prices of the underlying trusts.

At 31 March 2011, the Trust's market risk is affected by changes in market prices. If the S&P/ASX Small Ordinaries Accumulation Index at 31 March 2011 had increased by 15% with all other variables held constant, this would have increased net assets attributable to unitholders by approximately \$4,137,300 (June 2010: \$2,899,550). Conversely, if the S&P/ASX Small Ordinaries Accumulation Index at 31 March 2011 had decreased by 15% with all other variables held constant, this would have decreased net assets attributable to unitholders by approximately \$4,137,300 (June 2010: \$2,899,550).

##### (ii) Foreign exchange risk

The Trust is not exposed to foreign exchange risk as all assets are denominated in Australian dollars.

##### (iii) Interest rate risk

The majority of the Trust's financial assets and liabilities are non-interest bearing. While the Trust is normally fully invested in the underlying trust, a small cash balance may be maintained at times and interest may be earned. This is unlikely to ever be material. As a result, the Trust is not subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates.

#### (c) Credit risk

Credit risk arises from the Trust's investment in underlying trusts.

In accordance with the Trust's policy, the risk management area of the investment manager monitors the credit position of the underlying trust on a daily basis.

Other credit risk arises from cash and cash equivalents, deposits with banks and other financial institutions and amounts due from brokers. None of these are impaired nor past due but not impaired.

The Trust restricts its exposure to credit losses on cash and cash equivalents by managing exposures to single issuers and only investing in banks.

#### (d) Liquidity risk

The Trust is exposed to daily cash redemptions of redeemable units. It therefore invests the majority of its assets in unlisted trusts that have daily unit pricing and can be readily disposed of.

In accordance with the Trust's policy, the risk management area of the Investment Manager monitors the Trust's liquidity position on a daily basis. This is managed by ensuring provisions are in place to manage liquidity obligations for all unitholders.

The Compliance Committee of the Responsible Entity reviews any identified exceptions to internal risk policies and procedures on a quarterly basis.

### 3 Financial risk management (continued)

#### (d) Liquidity risk (continued)

Subject to the Trust's Constitution, redeemable units are redeemed on demand at the holder's option. All other liabilities are payable within 30 days.

#### (e) Fair value estimation

The carrying amounts of all the Trust's financial assets and financial liabilities at the end of each reporting period approximated their fair values as all financial assets and liabilities not fair valued are short-term in nature.

The Trust classifies fair value measurements using a fair value hierarchy that reflects the subjectivity of the inputs used in making the measurements. The fair value hierarchy has the following levels:

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

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. For this purpose, the significance of an input is assessed against the fair value measurement in its entirety. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a level 3 measurement. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgement, considering factors specific to the asset or liability.

The determination of what constitutes 'observable' requires significant judgement by the Responsible Entity. The Responsible Entity considers observable data to be that market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

The table below sets out the Trust's financial assets and liabilities (by class) measured at fair value according to the fair value hierarchy at 31 March 2011 and 30 June 2010.

31 March 2011	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total balance \$'000
<b>Financial assets</b>				
Financial assets designated at fair value through profit or loss at inception:				
- Unlisted unit trusts	-	27,582	-	27,582
<b>Total financial assets</b>	-	27,582	-	27,582

30 June 2010	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>Financial assets</b>				
Financial assets designated at fair value through profit or loss at inception:				
Unlisted unit trusts	-	19,330	-	19,330
<b>Total financial assets</b>	-	19,330	-	19,330

Financial instruments that trade in markets that are not considered to be active but are valued based on quoted market prices, dealer quotations or alternative pricing sources supported by observable inputs are classified within level 2. These include unlisted unit trusts valued at the redemption value per unit, as reported by the managers of such trusts.

#### 4 Auditor's remuneration

During the period the following fees were paid or payable for services provided by the auditor of the Trust:

	For the period 1 July 2010 to 31 March 2011 \$	Year ended 30 June 2010 \$
<b>Audit services</b>		
Ernst & Young Australian firm		
Audit of financial reports	3,000	2,850
Other audit work under the <i>Corporations Act 2001</i>	<u>300</u>	<u>290</u>
Total remuneration for audit services	<u>3,300</u>	<u>3,140</u>

Audit fees are paid out of the Responsible Entity's own resources.

#### 5 Net gains on financial instruments held at fair value through profit or loss

Net gains recognised in relation to financial assets and financial liabilities held at fair value through profit or loss:

	For the period 1 July 2010 to 31 March 2011 \$'000	Year ended 30 June 2010 \$'000
Net gains on financial instruments designated as at fair value through profit or loss	<u>8,560</u>	<u>3,018</u>
Net gains on financial instruments held at fair value through profit or loss	<u>8,560</u>	<u>3,018</u>

#### 6 Net assets attributable to unitholders

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

As stipulated within the Trust Constitution, each unit represents a right to an individual share in the Trust and does not extend to a right to the underlying assets of the Trust. There are no separate classes of units and each unit has the same rights attaching to it as all other units of the Trust.

	31 March 2011 No. '000	30 June 2010 No. '000	31 March 2011 \$'000	30 June 2010 \$'000
Opening balance	11,522	11,604	19,325	16,357
Applications	1,079	1,455	2,303	2,646
Redemptions	(1,495)	(1,780)	(3,070)	(3,138)
Units issued upon reinvestment of distributions	199	243	456	413
Increase in net assets attributable to unitholders	<u>-</u>	<u>-</u>	<u>8,562</u>	<u>3,047</u>
Closing balance	<u>11,305</u>	<u>11,522</u>	<u>27,576</u>	<u>19,325</u>

#### Capital risk management

The Trust manages its net assets attributable to unitholders as capital, notwithstanding net assets attributable to unitholders are classified as a liability. The amount of net assets attributable to unitholders can change significantly on a daily basis as the Trust is subject to daily applications and redemptions at the discretion of unitholders.

The Trust monitors the level of daily applications and redemptions relative to the liquid assets in the Trust.

## 7 Cash and cash equivalents

	31 March 2011 \$'000	30 June 2010 \$'000
Cash at bank	<u>21</u>	<u>82</u>
	<u>21</u>	<u>82</u>

## 8 Financial assets held at fair value through profit or loss

	31 March 2011 Fair value \$'000	30 June 2010 Fair value \$'000
<b>Designated at fair value through profit or loss</b>		
Unlisted unit trusts	<u>27,582</u>	<u>19,330</u>
Total designated at fair value through profit or loss	<u>27,582</u>	<u>19,330</u>
<b>Total financial assets held at fair value through profit or loss</b>	<u>27,582</u>	<u>19,330</u>

	31 March 2011 Fair value \$'000	30 June 2010 Fair value \$'000
<b>Comprising:</b>		
<b>Unlisted unit trusts</b>		
Units in Australian equity trusts	<u>27,582</u>	<u>19,330</u>
Total unlisted unit trusts	<u>27,582</u>	<u>19,330</u>
<b>Total financial assets held at fair value through profit or loss</b>	<u>27,582</u>	<u>19,330</u>

## 9 Related party transactions

### Parent entities

Macquarie Life Limited owns 82.28% (June 2010: 78.81%) of the units of Macquarie Master Small Companies Fund and the ultimate parent of the Trust is Macquarie Group Limited.

### Responsible Entity

The Responsible Entity of Macquarie Master Small Companies Fund is Macquarie Investment Management Limited ("MIML"), a wholly owned subsidiary of Macquarie Group Limited.

## 9 Related party transactions (continued)

### Key management personnel

The following persons held office as directors of MIML during the period or since the end of the period and up to the date of this report.

B N Terry  
R Cartwright  
V Malley  
C Vignes  
C Swanger  
T Graham

No amount is paid by the Trust directly to the directors of the Responsible Entity. Consequently, no compensation as defined in AASB 124 *Related Party Disclosures* is paid by the Trust to the directors as key management personnel.

### Key management personnel unitholdings

At 31 March 2011, no key management personnel held units in the Trust (June 2010: Nil).

### Key management personnel loan disclosures

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

### Responsible Entity's fees and other transactions

For the period ended 31 March 2011, in accordance with the Trust Constitution, the Responsible Entity received a total fee of 1.13% of net asset value (inclusive of GST, net of RITC available to the Trust) per annum (June 2010: 1.13%).

All expenses in connection with the preparation of accounting records and the maintenance of the unit register have been fully borne by the Responsible Entity.

All related party transactions are conducted on normal commercial terms and conditions. The transactions during the period and amounts payable at period end between the Trust and the Responsible Entity were as follows:

	31 March 2011 \$	30 June 2010 \$
Management fees for the period paid by the Trust to the Responsible Entity	<u>202,242</u>	<u>233,972</u>
Fees earned by the Responsible Entity in respect of investments by the Trust in other schemes managed by the Responsible Entity*	<u>(174,702)</u>	<u>(207,408)</u>
Aggregate amounts payable to the Responsible Entity at the reporting date	<u>74,630</u>	<u>59,124</u>

\* Where the Trust invests into other schemes managed by the Responsible Entity, the Responsible Entity's fee is calculated after rebating fees charged in the underlying schemes.

## 9 Related party transactions (continued)

### Related party schemes' unitholdings

Parties related to the Trust (including MIML, its related parties and other schemes managed by MIML), held units in the Trust as follows:

#### 31 March 2011

Unitholder	Number of units held opening (Units)	Number of units held closing (Units)	Interest held (%)	Number of units acquired (Units)	Number of units disposed (Units)	Distributions paid/payable by the Trust (\$)
MLL Super Small Companies Fund	8,156,853	8,476,138	74.98	1,120,128	800,843	544,665
MLL Pension Small Companies Fund	924,105	858,697	7.60	99,333	164,741	53,315

#### 30 June 2010

Unitholder	Number of units held opening (Units)	Number of units held closing (Units)	Interest held (%)	Number of units acquired (Units)	Number of units disposed (Units)	Distributions paid/payable by the Trust (\$)
MLL Super Small Companies Fund	7,852,413	8,156,853	70.79	1,265,126	960,686	351,667
MLL Pension Small Companies Fund	827,434	924,105	8.02	297,043	200,372	39,898

### Investments

The Trust held investments in the following schemes which are also managed by MIML or its related parties:

	Fair value of investment		Interest held		Distributions received/receivable	
	31 March 2011	30 June 2010	31 March 2011	30 June 2010	31 March 2011	30 June 2010
	\$	\$	%	%	\$	\$
Macquarie Small Companies Fund	<u>27,582,152</u>	<u>19,330,300</u>	<u>10.28</u>	<u>10.20</u>	<u>561,774</u>	<u>554,681</u>

No distributions receivable remain unpaid as at 31 March 2011 (June 2010: \$Nil).

### Other transactions within the Trust

Apart from those details disclosed in this note, no directors of the Responsible Entity have entered into a material contract with the Trust since the end of the previous period and there were no material contracts involving directors' interests subsisting at period end.

The bank accounts for the Trust are held with Macquarie Bank Limited. Fees and expenses are negotiated on an arm's length basis for all transactions with related parties.

Bond Street Custodians Limited, a wholly owned subsidiary of Macquarie Group Limited, is the custodian of the Trust.

## 10 Reconciliation of profit/(loss) to net cash inflow from operating activities

	For the period 1 July 2010 to 31 March 2011 \$'000	Year ended 30 June 2010 \$'000
<b>(a) Reconciliation of profit/(loss) to net cash inflow from operating activities</b>		
Profit/(loss) for the period	-	-
Increase in net assets attributable to unitholders	8,562	3,047
Distributions reinvested	(562)	(555)
Rebates reinvested	(160)	(200)
Proceeds from sale of financial instruments held at fair value through profit or loss	2,894	2,829
Purchase of financial instruments held at fair value through profit or loss	(1,864)	(2,030)
Net gains on financial instruments held at fair value through profit or loss	(8,560)	(3,018)
Distributions to unitholders	533	499
Net change in receivables and other assets	(13)	1
Net change in payables and other liabilities	16	-
<b>Net cash inflow from operating activities</b>	<b>846</b>	<b>573</b>
<b>(b) Non-cash financing and investing activities</b>		
During the period, the following distribution payments were satisfied by the issue of units under the distribution reinvestment plan	456	413

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

## 11 Events occurring after the period end

No significant events have occurred since period end which would impact on the financial position of the Trust disclosed in the statement of financial position as at 31 March 2011 or on the results and cash flows of the Trust for the period ended on that date.

## 12 Contingent assets and liabilities and commitments

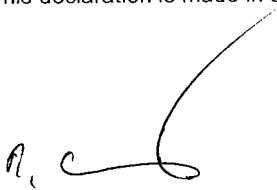
There are no outstanding contingent assets and liabilities or commitments as at 31 March 2011 and 30 June 2010.

## Directors' declaration

In the opinion of the directors of the Responsible Entity:

- (a) the financial statements and notes set out on pages 6 to 21 are in accordance with the *Corporations Act 2001*, including:
  - (i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
  - (ii) giving a true and fair view of the Trust's financial position as at 31 March 2011 and of its performance, for the financial period ended on that date; and
- (b) there are reasonable grounds to believe that the Trust will be able to pay its debts as and when they become due and payable.
- (c) the financial statements also comply with International Financial Reporting Standards as issued by International Accounting Standards Board.

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



R Cartwright  
Director

Sydney  
20 June 2011

## **Independent auditor's report to the unitholders of Macquarie Master Small Companies Fund**

We have audited the accompanying financial report of Macquarie Master Small Companies Fund, which comprises the statement of financial position as at 31 March 2011, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

### ***Directors' responsibility for the financial report***

The directors of the Responsible Entity, Macquarie Investment Management Limited, 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 controls as the directors determine are necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 2, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with *International Financial Reporting Standards*.

### ***Auditor's responsibility***

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal controls relevant to the entity's preparation of the financial report that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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

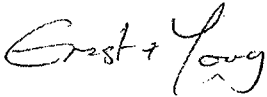
### ***Independence***

In conducting our audit we have complied with the independence requirements of the *Corporations Act 2001*. We have given to the directors of the company a written Auditor's Independence Declaration, a copy of which is included in the directors' report.

### Opinion

In our opinion:

- a. the financial report of Macquarie Master Small Companies Fund is in accordance with the *Corporations Act 2001*, including:
  - i giving a true and fair view of Macquarie Master Small Companies Fund's financial position as at 31 March 2011 and of its performance for the year ended on that date; and
  - ii complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- b. the financial report also complies with *International Financial Reporting Standards* as disclosed in Note 2.



Ernst & Young



Darren Handley-Greaves  
Partner  
Sydney  
20 June 2011