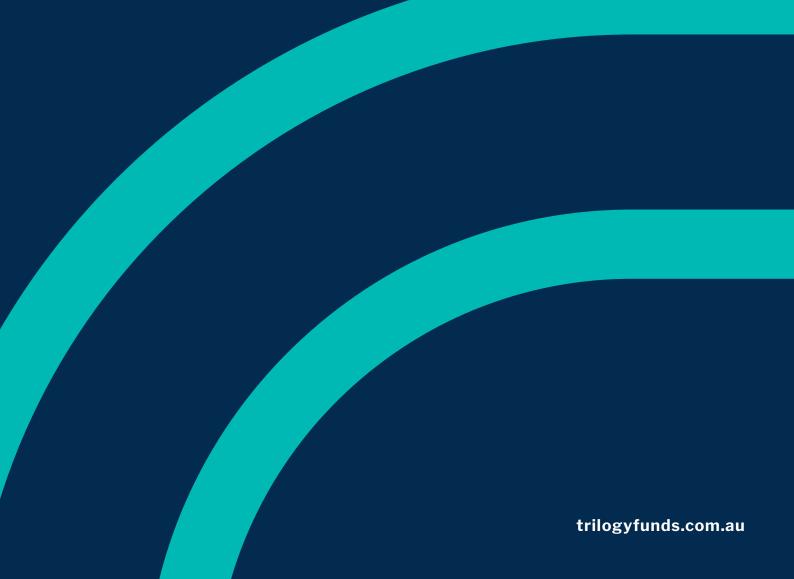


Milton Office Trust

Annual Financial Report 30 June 2022

ARSN 628 273 807

Issued by Trilogy Funds Management Limited in its capacity as Responsible Entity



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The Directors of Trilogy Funds Management Limited, the Responsible Entity of the Milton Office Trust (Scheme), present their report together with the financial statements of the Scheme for the year ended 30 June 2022.

Responsible Entity

The Responsible Entity is incorporated and domiciled in Australia. The registered office and principal place of business of the Responsible Entity and the Scheme is Level 23, 10 Eagle Street, Brisbane, QLD, 4000.

Directors

The names of the directors in office at any time during, or since the end of the period are:

Name and qualifications Robert M Willcocks Independent Non-Executive Chairman BA, LL.B, LL.M	Age 73	Experience and special responsibilities Member of the Audit Committee Former partner with Mallesons Stephen Jaques (now King & Wood Mallesons) Mr Willcocks has been a non-executive director (sometimes Chairman) of a number of listed companies and is currently a director of one such company Chairman - Responsible Entity since 9 October 2009
Rodger I Bacon Executive Deputy Chairman BCom(Merit), AICD, SFFin	76	Member of the Audit Committee Former executive director of Challenger International Limited Mr Bacon is a former director of several companies including, Financial Services Institute of Australasia Director – Responsible Entity since 9 July 2004
John C Barry Executive Director BA, FCA	70	Chairman of the Audit Committee Former executive director of Challenger International Limited Mr Barry is a director of several companies, including former Chairman of Westpac RE Limited Director – Responsible Entity since 9 July 2004
Philip A Ryan Managing Director and Company Secretary LL.B, Grad Dip Leg Prac, FTIA, FFIN	61	Member of the Compliance Committee Mr Ryan is a solicitor and member of the Queensland Law Society Inc. Former partner of a Brisbane law firm Mr Ryan is a director of several companies Director – Responsible Entity since 13 October 1997
Rohan C Butcher Non-Executive Director Grad Dip PM, BASc(QS), Registered Builder, Licensed Real Estate Agent	53	Member of the Audit Committee Member of the Lending Committee Consultant to several major companies providing development management services Director – Responsible Entity since 29 July 2008

Principal activities

The Responsible Entity registered the Scheme as a managed investment scheme on 24 August 2018 and commenced operations from that date. The principal activity of the Scheme during the financial year was a direct property investment in a multi-tenanted commercial office building located at 16 Marie Street, Milton, Queensland. The Scheme is domiciled in Australia and did not have any employees during the year.

Review of operations and results

Financial overview

The profit attributable to unitholders for the year totalled \$182,132 (2021: loss of \$18,341). During the year the Scheme generated net rental income. This income however was largely offset by non-cash expenses such as depreciation expense of \$994,579 (2021: \$993,031).

Valuation

The most recent valuation was undertaken by Savills Valuations Pty Ltd on 3 June 2021, the property was valued at \$23,200,000 (Refer Note 8).

The total carrying value of the Scheme's assets as at 30 June 2022 was \$22,207,880 (2021: \$22,979,734) comprised primarily of the investment property acquired.

Distributions to unitholders

The return to unitholders of the Scheme for the period was as follows:

	2022 \$	2021 \$
Distributions paid during the period	444,473	638,911
Distributions payable at period end	40,407	40,407
	484,880	679,318
Cents per ordinary unit (CPU) (i)	3.12	4.37

(i) From 13 December 2018 (being the property settlement date) to August 2020, distributions have been paid to retail investors at a rate of 7.50 CPU p.a., being the rate set out in the Product Disclosure Statement (PDS). Between September 2020 and February 2021 inclusive, distributions have been paid to retail investors at a rate of 4.00 CPU p.a. From March 2021, distributions have been paid to retail investors at a rate of 3.00 CPU p.a.

Leasing overview

During the reporting period, the remaining 310 sqm vacancy within the building was leased to PMC Property Buyers Pty Ltd for a 5.3 year lease, expiring in December 2026. The building is now fully tenanted. A heads of agreement is in place with Ridgemill Pty Ltd to extend their lease over 261 sqm by 5 years through to September 2027.

Review of operations and results (continued)

Loan advanced by the Responsible Entity

In July 2021, as a result of ongoing cash deficiencies, the Responsible Entity provided an interest-free advance of \$120,000 to the Scheme to maintain the cash position required to comply with Suncorp's letter of variation (LoV) requirements and pay for tenancy and leasing costs. The contribution has been repaid during the financial period.

Net asset value per unit (NAV)

The Scheme's net asset value per unit as at 30 June 2022 is \$0.66 (2021: \$0.69).

	2022	2021
	\$	\$
Net assets	8,766,959	9,069,707
Adjustments for:		
Fair value increase (iii)	677,927	674,705
Accumulated depreciation (i) (ii)	991,092	-
Derivative financial instruments (ii)	(135,307)	654,128
Unamortised acquisition costs (stamp duty, legal fees and registration fees) (ii)	394,346	709,822
Amortised estimated selling costs (ii)	(273,375)	(229,900)
Straight-line (asset)/liability adjustments (ii)	(120,281)	(100,698)
Adjusted net assets	10,301,361	10,777,764
NAV per unit	\$ 0.66	\$ 0.69

- (i) As an adjustment is made for the fair value increase of the property, it is not appropriate to add back accumulated depreciation to the net assets for the period ending 30 June 2021.
- (ii) Effective from 30 June 2020, it is the policy of the Responsible Entity to, in the first 5 years from the date of acquisition, exclude accumulated depreciation, derivative financial instruments and straight-line rental adjustments from the calculation of net asset value (NAV).
- (iii) When an external valuation is commissioned, it is the Scheme's policy to adopt the current market valuation for NAV purposes resulting in a recorded fair value increase of the property as an asset. Should the Responsible Entity seek to sell the investment properties and wind-up the Scheme, the net assets of the Scheme will be adjusted to account for estimated selling and disposal costs and performance fees (if applicable).

Indirect cost ratio (ICR)

The ICR for the Scheme for the period ended 30 June 2022 is 1.45% p.a. (2021: 0.79% p.a.)

Units on issue

During the period no units were issued, or redeemed from the Scheme. The Scheme had 15,555,000 units on issue as at 30 June 2022 (2021: 15,555,000 units).

Interests of the Responsible Entity

The following transactions occurred between the Scheme and the Responsible Entity and its associates during the period (refer Note 14(c)).

	2022 \$	2021 \$
Expenses	•	*
Management and administration costs	3,140	1,213
Compliance fees	392	203
Professional fees	5,396	11,670
Registry fees	23,700	20,400
Responsible Entity management fees (i)	56,336	1,754
	88,964	35,240

(i) The Responsible Entity elected to waive the management fees for the Scheme from September 2020 until November 2021. The management fees from November 2021 have since been deferred.

Units held by the Responsible Entity

The Responsible Entity (including its associates) does not hold any units in the Scheme as at 30 June 2022.

Events subsequent to the end of the reporting period

There has not arisen in the interval between the end of the financial period and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the Responsible Entity, to affect significantly the operations of the Scheme, the results of those operations, or the state of affairs of the Scheme, in future financial years.

Likely developments and expected results of operations

The Scheme will continue to pursue its principal activities in the next financial year in order to achieve the target return for unitholders.

Environmental regulation

The operations of the Scheme are not subject to any particular or significant environmental regulation under a law of the Commonwealth or of a State or Territory. There have been no known significant breaches of any other environmental requirements applicable to the Scheme.

Options

No options were:

- (i) Granted over unissued units in the Scheme during or since the end of the period; or
- (ii) Granted to the Responsible Entity.

No unissued units in the Scheme were under option as at the date on which this report is made.

No units were issued in the Scheme during or since the end of the period as a result of the exercise of an option over unissued units in the Scheme.

Indemnification of officers

Indemnification

Under the Scheme constitution the Responsible Entity is required to indemnify all current and former officers of the Responsible Entity (but not including auditors) out of the property of the Responsible Entity against:

- (a) any liability for costs and expenses which may be incurred by that person in defending civil or criminal proceedings in which judgement is given in that person's favour, or in which the person is acquitted, or in the connection with an application in relation to any such proceedings in which the court grants relief to the person under the Corporations Act 2001; and
- (b) a liability incurred by the person, as an officer of the Responsible Entity or of a related body corporate, to another person (other than the Responsible Entity or a related body corporate) unless the liability arises out of conduct involving a lack of good faith.

Insurance premiums

During the period, the Responsible Entity paid an insurance premium in respect of a contract insuring each of the officers of the Responsible Entity. The amount of the premium is, under the terms of the insurance contract, confidential. The liabilities insured include costs and expenses that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of the Responsible Entity or related body corporates. This insurance premium does not cover auditors. The Scheme has not indemnified any auditor of the Scheme.

Proceedings on behalf of the Responsible Entity

No person has applied for leave of Court to bring proceedings on behalf of the Responsible Entity in relation to Scheme, or intervene in any proceedings to which the Responsible Entity in relation to the Scheme is a party, for the purpose of taking responsibility on behalf of the Responsible Entity for all or any part of those proceedings. The Responsible Entity was not a party to any such proceedings during the period.

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 6.

This report is made in accordance with a resolution of the Directors of the Responsible Entity.

Philip A Ryan Executive Director

29 September 2022

Brisbane

Rodger I Bacon

Executive Deputy Chairman

29 September 2022

Brisbane



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DECLARATION OF INDEPENDENCE BY T J KENDALL TO THE DIRECTORS OF TRILOGY FUNDS MANAGEMENT LIMITED AS RESPONSIBLE ENTITY OF MILTON OFFICE TRUST

As lead auditor of Milton Office Trust for the year ended 30 June 2022, I declare that, to the best of my knowledge and belief, there have been:

- 1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- 2. No contraventions of any applicable code of professional conduct in relation to the audit.

T J Kendall Director

BDO Audit Pty Ltd

- Maball

Brisbane, 29 September 2022

Milton Office Trust Statement of profit or loss and other comprehensive income For the year ended 30 June 2022

Revenue and other income Rental revenue Recoverable outgoings Other income Net change in fair value of derivative financial instruments Interest revenue from financial institutions Revenue and other income 1,706,121 1,671 116,357 115 11789,435 291 1189,435 31	545 116 572 787 431 550) 671)
Rental revenue1,706,1211,671Recoverable outgoings116,357115Other income27,409134Net change in fair value of derivative financial instruments11789,435291	545 116 572 787 431 550) 671)
Recoverable outgoings 116,357 115 Other income 27,409 134 Net change in fair value of derivative financial instruments 11 789,435 291	545 116 572 787 431 550) 671)
Other income 27,409 134 Net change in fair value of derivative financial instruments 11 789,435 291	116 572 787 431 550) 671)
Net change in fair value of derivative financial instruments 11 789,435 291	572 787 431 550) 671)
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<u>, </u>	550) 671)
	671)
Expenses	671)
·	671)
	,
Direct property expenses and outgoings (682,913) (548	JY I)
Depreciation 8 (994,579) (993)	•
	555)
	442)
	400)
Responsible Entity management fees 14 (56,336) (1	754)
Taxation fees (5,396) (4	750)
(1,837,884) (1,629)	744)
Profit for the period before finance costs 801,469 583	687
·	
Finance costs:	
• Interest expense (608,958) (598,	•
	398)
(619,337)	028)
Impairment costs:Impairment of investment property8	_
- Impairment of investment property	<u> </u>
Profit/(loss) for the period attributable to unitholders 182,132 (18	341)
Other comprehensive income	
Other comprehensive income -	
Total comprehensive income for the period attributable to unitholders 182,132 (18	341)

Milton Office Trust Statement of financial position As at 30 June 2022

	Note	2022 \$	2021 \$
Assets			
Current assets Cash and cash equivalents Trade and other receivables Derivative financial instruments Total current assets	6 7 11	168,906 290,681 135,307 594,894	318,232 136,207 - 454,439
Non-current assets Investment property Total non-current assets Total assets	8	21,612,986 21,612,986	22,525,295 22,525,295
		22,207,880	22,979,734
Liabilities			
Current liabilities Trade and other payables Distributions payable Total current liabilities	9 4	661,427 40,407 701,834	473,834 40,407 514,241
Non-current liabilities Borrowings Derivative financial instruments Total non-current liabilities	10 11	12,739,087 	12,741,658 654,128 13,395,786
Total liabilities		13,440,921	13,910,027
Net assets		8,766,959	9,069,707
Equity Contributed equity Accumulated losses Total equity	12	15,555,000 (6,788,041) 8,766,959	15,555,000 (6,485,293) 9,069,707

Milton Office Trust Statement of changes in equity For the year ended 30 June 2022

	Note	Contributed equity \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2020		15,555,000	(5,787,634)	9,767,366
Comprehensive income:				
Loss for the period		-	(18,341)	(18,341)
Other comprehensive income for the period			(40.044)	(40.044)
Total comprehensive income for the period		-	(18,341)	(18,341)
Transactions with unitholders in their capacity as owners:				
Units issued for cash	12	-	-	-
Distributions paid/payable	4	-	(679,318)	(679,318)
Balance at 30 June 2021		15,555,000	(6,485,293)	9,069,707
Balance at 1 July 2021		15,555,000	(6,485,293)	9,069,707
Comprehensive income: Profit for the period		-	182,132	182,132
Other comprehensive income for the period Total comprehensive income for the period			182,132	182,132
Total comprehensive income for the period		-	102,132	102,132
Transactions with unitholders in their capacity	40			
Units issued for cash Distributions paid/payable	12 4	-	- (484,880)	- (484,880)
Balance at 30 June 2022	4	15,555,000	(6,788,041)	8,766,959
Dalatice at ov dutic LVLL		10,000,000	(0,700,041)	3,7 30,333

Milton Office Trust Statement of cash flows For the year ended 30 June 2022

	Note	2022	2021
		\$	\$
Cash flows from operating activities			
Receipts from customers		1,936,466	2,088,322
Payments to suppliers		(896,765)	(567,714)
Interest received		31	787
Interest paid		(608,958)	(598,630)
Net cash provided by operating activities	14	430,774	922,765
Cash flows from investing activities			
Capitalised leasing costs		(2,270)	(101,943)
Capital expenditure - property and equipment		(80,000)	(116,383)
Net cash used in investing activities	_	(82,270)	(218,326)
Cash flows from financing activities			
Payment of borrowing costs		(12,950)	-
Distributions paid to unitholders		(484,880)	(736,561)
Net cash used in financing activities	_	(497,830)	(736,561)
Net decrease in cash and cash equivalents		(149,326)	(32,122)
Cash at beginning of the reporting period		318,232	350,354
Cash and cash equivalents at end of the financial period	6	168,906	318,232

Note 1 Reporting entity

The Milton Office Trust (Scheme) is a registered managed investment scheme under the Corporations Act 2001 (Act). The financial statements of the Scheme are for the period 1 July 2021 to 30 June 2022. The Scheme is a for-profit entity.

As stipulated under the Scheme's constitution, the life of the Scheme is 5 years from the anniversary of the purchase date of the Scheme's investment property (however, the life of the Scheme can be extended beyond 5 years in accordance with the provisions of the Scheme's Constitution). The termination date for this Scheme is 13 December 2023. Trilogy Funds Management Limited (Responsible Entity) must, as soon as practicable after the termination date, wind up the Scheme and realise all assets, satisfy all liabilities and distribute surplus funds to unitholders.

Note 2 Basis of preparation

(a) Statement of compliance

The financial statements are a general purpose financial report which has been prepared in accordance with Australian Accounting Standards including Australian Accounting Interpretations adopted by the Australian Accounting Standards Board and the Act. The financial statements of the Scheme comply with International Financial Reporting Standards and interpretations adopted by the International Accounting Standards Board.

The financial statements were approved by the Board of Directors of the Responsible Entity on 29 September 2022.

(b) Functional and presentation currency

These financial statements are presented in Australian dollars, which is the Scheme's functional currency.

(c) Key assumptions and sources of estimation

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future period affected.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised are disclosed in:

- Note 8: Investment Property (Impairment of investment property)
- Note 11: Derivative financial instruments
- · Note 15: Financial risk management

Note 3 Significant accounting policies

There are no new relevant Accounting Standards mandatory for future reporting periods which need to be considered for early adoption.

The accounting policies adopted are consistent with those of the previous financial year.

(a) Rental revenue

Rental revenue from operating leases is recognised on a straight-line basis over the lease term. When the Scheme provides lease incentives to tenants, the cost of the incentives are recognised over the lease term on a straight-line basis, as a reduction of property rental revenue.

(b) Interest income and interest expense

Interest income and expense is recognised in the statement of profit or loss and other comprehensive income as it accrues, using the effective interest method.

Interest income includes the amortisation of any discount or premium, transaction costs or other differences between the initial carrying amount of an interest-bearing instrument and its amount at maturity calculated on an effective interest rate basis.

Note 3 Significant accounting policies (continued)

(c) Expenses

All expenses, including management fees, are recognised in the statement of profit or loss and other comprehensive income on an accruals basis.

(d) Taxation

Under current legislation the Scheme is not subject to income tax as its taxable income including assessable realised capital gains is distributed in full to the unitholders. The Scheme fully distributes its distributable income, calculated in accordance with the Scheme's constitution and applicable taxation legislation, to the unitholders who are presently entitled to the income under the constitution.

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 Scheme is not subject to capital gains tax.

Realised capital losses are not distributed to unitholders but are retained in the Scheme to be offset against any future realised capital gains. If realised capital gains exceeds realised capital losses the excess is distributed to the unitholders.

(e) Unit prices

The unit price is based on unit price accounting outlined in the Scheme's constitution and Product Disclosure Statement (PDS).

(f) Distributions to unitholders

Distributions to unitholders on units issued are recognised in the statement of changes in equity as distributions paid/payable. Distributions unpaid at the end of the financial year are recognised in the statement of financial position as a financial liability. Distributions paid to unitholders are included in cash flows from financing activities in the statement of cash flows.

(g) Applications and redemptions

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

The application and redemption prices are determined as the net asset value of the Scheme per the Constitution adjusted for the estimated transaction costs, divided by the number of units on issue on the date of the application or redemption.

(h) Terms and conditions of units on issue

Each unit confers upon the unitholder an equal interest in the Scheme and is of equal value. A unit does not confer an interest in any particular asset or investment of the Scheme. Unitholders have various rights under the Constitution and the Corporations Act 2001, including the right to:

- have their units redeemed;
- receive income and capital distributions;
- attend and vote at meetings of unitholders; and
- participate in the termination and winding up of the Scheme.

Units are classified as equity when they satisfy the following criteria under AASB 132 Financial instruments: Presentation:

- the puttable financial instrument entitles the holder to a pro-rata share of net assets in the event of the Scheme's liquidation;
- the puttable financial instrument is in the class of instruments that is subordinate to all other classes of instruments and class features are identical;
- the puttable financial instrument does not include any contractual obligations to deliver cash or another financial asset, or to exchange financial instruments with another entity under potentially unfavourable conditions to the Scheme, and it is not a contract settled in the Scheme's own equity instruments; and
- the total expected cash flows attributable to the puttable financial instrument over the life are based substantially on the profit or loss.

As the units in the Scheme meet the above criteria, the units are classified as equity in accordance with AASB 132 Financial instruments: Presentation.

The Responsible Entity has elected to adopt the Attribution Managed Investment Trust (AMIT) tax regime since inception.

Note 3 Significant accounting policies (continued)

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

Income that has not been distributed to unitholders has been recognised in the statement of profit or loss and other comprehensive income in either the current or a previous period and attributed to unitholders.

(j) Investment property

Investment property is carried at historical cost and includes expenditure that is directly attributable to the acquisition of the property.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Scheme and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Impairments based on recoverable amounts are taken to profit and loss. Reversals of previous impairments also go via profit or loss to the extent of the previous impairment only.

Land is not depreciated. Depreciation on the building component of investment property is calculated using the straight-line method to allocate the cost or revalued amounts, net of the residual value, over an estimated useful life of 25 years.

The asset's residual value and useful life is reviewed, and adjusted if appropriate, at the end of each reporting period.

(k) Interest bearing loans and liabilities

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs.

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Fees paid on the establishment of loan facilities that are yield related are included as part of the carrying amount of the loans and borrowings.

Borrowings are classified as current liabilities unless the Scheme has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

(I) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of assets that necessarily take a substantial period of time to prepare for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the profit or loss in the period in which they are incurred.

(m) Operating leases

The minimum rental revenue of operating leases with fixed rental increases, where the lessor effectively retains substantially all the risk and benefits of ownership of the leased item, are recognised on a straight-line basis.

(n) Lease incentives

Incentives such as cash, rent free periods, lessor owned fit outs may be provided to lessees to enter into an operating lease. These incentives are capitalised and amortised on a straight line basis over the term of the lease as a reduction of rental revenue.

(o) Trade and other receivables

Receivables are recorded at amortised cost less impairment and may include amounts for distributions and interest. Distributions are accrued when the right to receive payment is established. Interest is accrued at the reporting date from the time of last payment. Amounts are generally received within 30 days of being recorded as receivables.

(p) Goods and services tax

Rental income, management fees, custody fees and other expenses are recognised net of the amount of goods and services tax (GST) recoverable from the Australian Taxation Office (ATO) as a reduced input tax credit (RITC).

Payables are stated with the amount of GST included.

Note 3 Significant accounting policies (continued)

(p) Goods and services tax (continued)

Cash flows are included in the statement of cash flows on a gross basis.

(q) Trade and other payables

Trade and other payables represent the liability outstanding at the end of the reporting period for goods and services received by the Scheme during the reporting period, which remains unpaid. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability.

(r) Impairment of non-financial assets

At the end of each reporting period, the Responsible Entity assesses whether there is any indication that an asset may be impaired. The assessment will include considering external and internal sources of information. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset to its carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the statement of profit or loss and other comprehensive income.

Where it is not possible to estimate the recoverable amount of an individual asset, the Responsible Entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

(s) Derivative financial liabilities

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured to fair value at balance date. Derivatives are carried as assets when their fair value is positive and as liabilities when their fair value is negative.

Note 4 Distributions to unitholders

Distributions paid and payable by the Scheme for the period are:

	2022		2021	
	\$	Cents/unit	\$	Cents/unit
Paid during the period (relating to current period)	444,473	2.86	638,911	4.11
Distributions payable at period end	40,407	0.26	40,407	0.26
	484,880	3.12	679,318	4.37

(i) From 13 December 2018 (being the property settlement date) to August 2020, distributions have been paid to retail investors at a rate of 7.50 CPU p.a., being the rate set out in the Product Disclosure Statement (PDS). Between September 2020 and February 2021 inclusive, distributions have been paid to retail investors at a rate of 4.00 CPU p.a. From March 2021, distributions have been paid to retail investors at a rate of 3.00 CPU p.a.

Note 5 Auditor's remuneration

During the period the following fees were paid or payable for services provided by the auditor of the Scheme, BDO Audit Pty Ltd:

	2022 \$	2021 \$
Audit and other assurance services	•	•
Audit and review of the financial statements	24,130	22,550
Audit of the compliance plan	6,400	4,000
Total remuneration for audit and other services	30,530	26,550
Note 6 Cash and cash equivalents		
	2022	2021
	\$	\$
Cash at bank	168,906	318,232

Note 7 Trade and other receivables

	2022	2021
	\$	\$
Other receivables	170,400	35,509
Straight line rental asset	120,281	100,698
	290,681	136,207

(a) Impaired receivables

From 1 July 2018, the Scheme assesses on a forward-looking basis the expected credit loss associated with its debt instruments carried at amortised cost and fair value through other comprehensive income. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables the Scheme applies the simplified approach permitted by AASB 9, which requires expected lifetime losses to be recognised from initial recognition to the receivables. Management has determined that the assessment of expected credit loss associated with trade receivables is immaterial.

(b) Critical accounting estimates and judgements

(i) Provision for impairment of receivables

The provision for impairment of receivables assessment requires a degree of estimation and judgement. The level of provision is assessed by taking into account the recent revenue billings, the ageing of receivables, historical collection rates and specific knowledge of the individual debtor financial position.

The Scheme does not hold any financial assets whose terms have been renegotiated, but which would otherwise be past due or impaired.

Note 8 Investment property

2022	2021
\$	\$
27,372,553	27,293,770
(2,240,035)	(2,240,035)
(3,519,532)	(2,528,440)
21,612,986	22,525,295
2022	2021
\$	\$
22,525,295	23,300,000
80,000	116,383
2,270	101,943
(994,579)	(993,031)
21,612,986	22,525,295
	\$ 27,372,553 (2,240,035) (3,519,532) 21,612,986 2022 \$ 22,525,295 80,000 2,270 (994,579)

The investment property is located at 16 Marie Street, Milton, Brisbane QLD. Settlement took place on 13 December 2018.

The most recent valuation was undertaken by Savills Valuations Pty Ltd on 3 June 2021, the property was valued at \$23,200,000 (Refer Note 8).

The Scheme's assets are pledged as security to Suncorp-Metway Limited (Suncorp) under a registered first mortgage. Included in the balance of investment property are assets over which a first mortgage has been granted as security over bank loans. The terms of the first mortgage preclude the asset being sold or being used as security for further mortgages without the permission of the first mortgage holder. The mortgage also requires that the building that forms part of the security is to be insured at all times.

Impairment of investment property

At the end of each reporting period, the Responsible Entity assesses whether there is any indication that an asset may be impaired. The assessment undertaken considered multiple impairment triggers including date of last valuation, changes to the rental market since this valuation, prevaling market conditions and capitalisation rates adopted in comparable properties.

Note 8 Investment property (continued)

The investment property is leased to tenants under long-term operating leases with rentals payable monthly.

Minimum lease payments receivable on lease of the investment property are as follows:

	2022	2021
	\$	\$
Not later than one year	1,679,650	1,561,017
Later than one year and not later than five years	3,945,509	3,313,433
Greater than five years	-	-
	5,625,159	4,874,450
Note 9 Trade and other payables		
	2022	2021
	\$	\$
Current		
Trade payables	73,182	76,319
Revenue received in advance	111,287	-
Payables to related entities (i)	322,082	322,057
GST payables	21,474	10,134
Accrued expenses	86,856	27,232
Interest payable on interest bearing liabilities	46,546	38,092
	661,427	473,834

(i) Includes amounts advanced by investment manager. This is an interest free, short-term facility for an amount of \$320,000. Additionally an amount of \$120,000 was advanced by the Responsible Entity as an interest-free loan in July 2021 and subsequently repaid in February 2022.

Note 10 Borrowings

	2022	2021
	\$	\$
Secured loans		
Commercial bill facility	12,739,087	12,741,658

The details of borrowings as at the reporting date are set out below:

			2022	
				Drawn
Facility	Secured	Maturity date	Facility Limit \$	Balance \$
Loan facility (i) Unamortised transaction costs (ii) Total borrowings	Yes	08-Feb-24	12,750,000	12,750,000 (10,913) 12,739,087
			2021	
				Drawn
Facility	Secured	Maturity date	Facility Limit \$	Balance \$
Loan facility (i) Unamortised transaction costs (ii) Total borrowings	Yes	22-Oct-21	12,750,000	12,750,000 (8,342) 12,741,658

Note 10 Borrowings (continued)

(i) The Responsible Entity entered into a commercial bill facility with Suncorp on 07 March 2022. The facility has been extended for a further 23 month term and comprises two interest components, being a variable 30 day BBSW rate, plus a funding margin fee of 2.30% p.a. (both payable monthly in arrears). To limit the Scheme's exposure to interest rate fluctuations the Responsible Entity entered into an interest rate swap arrangement on 13 December 2018 to fix the variable interest rate at 2.35% p.a. for a term of 5 years (refer Note 11).

As the Scheme's long term finance facility has a variable interest rate its carrying value is a reasonable estimate of its fair value. Refer Note 8 for details of security for this facility.

(ii) Deferred borrowing costs comprise all costs in relation to the establishment, arrangement and documentation of the debt facility. Such costs have been offset against the balance of the debt facility and are being amortised over the term of the facility.

Compliance with loan covenants

The Scheme has complied with the financial covenants of its borrowing facility during the period.

Note 11 Derivative financial instruments

As discussed in Note 10, the Responsible Entity manages the cash flow interest rate risk of the Scheme by using a floating-to-fixed interest rate derivative. On 13 December 2018, the Scheme entered into an interest rate swap derivative with a face value of \$12,750,000, fixed interest rate of 2.35% p.a. and an expiry date of 13 December 2023. The fair value of the interest rate swap asset as at 30 June 2022 was \$135,307 (2021: payable (\$654,128)), as determined by Suncorp using a mark-to-market valuation methodology.

Recognised fair value measurements

	2022	2021
	\$	\$
Derivative asset		
Interest rate swap - level 2	135,307	(654,128)

(i) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair value of the interest rate swap derivative asset. To provide an indication about the reliability of the inputs used in determining fair value, the Scheme has classified its interest rate swap into the three levels prescribed under the accounting standards. An explanation of each level follows underneath the table.

	Level 1	Level 2	Level 3	Total \$
2022 Interest rate swap		135,307	<u>-</u>	135,307
2021 Interest rate swap		(654,128)	-	(654,128)
Net decrease in swap derivative (liability)/asset.	-	789,435	-	789,435

There were no transfers between levels 1, 2 or 3 during the period.

AASB 13 Fair Value Measurement requires disclosure of fair value measurements by level in the fair value measurement hierarchy as follows:

Level 1: the instrument has quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: a valuation technique is used using inputs other than quoted prices within level 1 that are observable for the financial instrument, either directly (i.e. as prices), or indirectly (i.e. derived from prices); and

Level 3: a valuation technique is used using inputs that are not observable based on observable market data (unobservable inputs).

(ii) Valuation techniques used to determine level 2 and level 3 fair values

2022

2024

Note 11 Derivative financial instruments (continued)

Recognised fair value measurements (continued)

The fair value of derivatives not traded in an active market (interest rate swaps) is determined using valuation techniques which use only observable market data. The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable market data by the Scheme's financier.

Note 12 Contributed equity

	2022		2021	
	Units	\$	Units	\$
Balance at beginning of period	15,555,000	15,555,000	15,555,000	15,555,000
Ordinary units issued	-	-	-	-
Ordinary units redeemed	-	-	-	-
Balance at end of period	15,555,000	15,555,000	15,555,000	15,555,000
Note 13 Reconciliation of cash flows from operating activities			2022 \$	2021 \$
Profit for the period attributable to unitholders			182,132	(18,341)
Adjustments for:				
Amortised borrowing costs			10,379	3,398
Depreciation			994,579	993,031

Note 14 Related party transactions

Net cash provided by operating activities

Decrease in trade and other receivables

Increase in trade and other payables

Net change in fair value of derivative financial instruments

(a) Responsible Entity

The Responsible Entity of the Milton Office Trust is Trilogy Funds Management Limited ABN 59 080 383 679.

(b) Key management personnel

Responsible Entity

The Scheme does not employ personnel in its own right. However it is required to have an incorporated Responsible Entity to manage the activities of the Scheme. The Executive Directors of the Responsible Entity are key personnel of that entity and their names are Rodger I Bacon, John C Barry and Philip A Ryan. The Responsible Entity also has two Non-Executive Directors being Robert M Willcocks and Rohan C Butcher.

The Responsible Entity is entitled to a management fee which is calculated as a proportion of total gross assets of the Scheme.

No compensation is paid to the Directors of the Responsible Entity or to the key personnel of the Responsible Entity by the Scheme.

(c) Transactions with related parties

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

The following transactions occurred with related parties:

(789, 435)

(154,474)

187,593

430,774

(291,572)

27,781

208,468

Note 14 Related party transactions (continued)

(c) Transactions with related parties (continued)

i. Transactions recorded in the statement of profit or loss and other comprehensive income

·	2022	2021
	\$	\$
Expenses		
Management and administration fees (i)	3,140	1,213
Compliance fees (i)	392	203
Professional fees (i)	5,396	11,670
Registry fees (ii)	23,700	20,400
Responsible Entity management fees (iii)	56,336	1,754
	88,964	35,240
ii. Balances recorded in the statement of financial position		
·	2022	2021
	\$	\$
Trade and other payables (i)(ii)(iii)	2,082	2,057
Advances payable to investment manager (iv)	320,000	320,000
- · · · · · · · · · · · · · · · · · · ·	322,082	322,057

- (i) Reimbursement of costs incurred by the Responsible Entity and SPFM No. 2 Unit Trust (an entity associated with the Responsible Entity) on behalf of the Scheme.
- (ii) A company associated with the Responsible Entity provides registry services to the Responsible Entity, who in turn provides these services to the Scheme for which it levies a fee.
- (iii) The Responsible Entity is entitled to a management fee of 0.50% p.a. (plus GST) of the gross asset value of the Scheme. From September 2020, the Responsible Entity waived its management fee until November 2021. The management fees from November 2021 have since been deferred.
- (iv) Funds contributed by the investment manager, this is an interest free, short-term facility.

(d) Related party investments held by the Scheme

The Scheme has no investment in the Responsible Entity or its associates (2021: nil).

(e) Units in the Scheme held by other related parties

Units held by the Responsible Entity

The Responsible Entity held no interest in the Scheme as at 30 June 2022 (2021: nil).

Units held by Director related entities

No entities associated with Directors of the Responsible Entity held any interest in the Scheme as at 30 June 2022.

(f) Key management personnel loan disclosures

The Scheme 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.

(g) Other transactions within the Scheme

Apart from those details disclosed in this note, no Director has entered into a material contract with the Scheme from inception to the end of the period and there were no material contracts involving Directors' interests subsisting at period end.

Note 15 Financial risk management

Overview

The Scheme's assets principally consist of investment property. It holds these investment assets at the discretion of the Responsible Entity in accordance with the Scheme's constitution and PDS.

Specific financial risk exposures and management

The main risks the Scheme is exposed to through its financial instruments are credit risk, liquidity risk, and market risk relating to interest rate risk.

The nature and extent of the financial instruments employed by the Scheme are discussed below. This note presents information about the Scheme's exposure to each of the above risks, the Scheme's objectives, policies and processes for measuring and managing risk.

The Board of Directors of the Responsible Entity has overall responsibility for the establishment and oversight of the Scheme's risk management framework. With the ongoing COVID-19 pandemic, additional resources and time has been dedicated to monitoring any adverse potential impacts. Regular discussion with property managers, tenants and loan providers are undertaken accordingly.

The Board is responsible for developing and monitoring the Scheme's risk management policies. The Responsible Entity's risk management policies are established to identify and analyse the risks faced by the Scheme, including those risks managed by the Responsible Entity, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Scheme's activities.

The Responsible Entity's Compliance Committee and its Audit, Compliance and Risk Management Committee oversees how management monitors compliance with the Scheme's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Scheme.

(a) Credit risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Scheme and cause a loss. The Responsible Entity manages the exposure to credit risk on an ongoing basis.

The carrying amount of the Scheme's financial assets represents the maximum credit exposure. The Scheme's maximum exposure to credit risk at the reporting date is as follows:

	Note	2022	2021
		\$	\$
Financial assets			
Cash and cash equivalents	6	168,906	318,232
Trade and other receivables	7	170,400	35,509
Derivative financial instruments	11	135,307	-
Total financial assets	-	474,613	353,741

This risk is minimised by regularly reviewing the Scheme's trade and other receivables. The ageing of trade receivables at the reporting date are all current with no amounts past due or impaired.

(b) Liquidity risk

Liquidity risk arises from the possibility that the Scheme might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities. The Responsible Entity manages this risk through the following mechanisms:

- · preparing forward-looking cash flow analysis in relation to its operational, investing and financing activities;
- monitoring undrawn credit facilities;
- maintaining a reputable credit profile;
- managing credit risk related to financial assets;
- only investing surplus cash with major financial institutions; and
- comparing the maturity profile of financial liabilities with the realisation profile of financial assets.

The timing of cash flows presented in the table below to settle financial liabilities reflect the earliest contractual settlement dates and do not reflect management's expectations that banking facilities will be rolled forward.

Note 15 Financial risk management (continued)

(b) Liquidity risk (continued)

The tables below reflect an undiscounted contractual maturity analysis for financial liabilities.

	Carrying amount	Contract cash flows	< 1 month	1-3 months	3-12 months	> 12 months	Weighted average interest rate
	\$	\$	\$	\$	\$	\$	
2022							
Financial liabilities							
Distributions payable	40,407	40,407	40,407	-	-	-	3.00%
Trade and other payables	661,427	661,427	341,427	-	-	320,000	-
Commercial bill facility	12,750,000	13,542,666	50,354	99,083	443,438	12,949,791	2.30%
	13,451,834	14,244,500	432,188	99,083	443,438	13,269,791	

	Carrying amount \$	Contractual cash flows	< 1 month	1-3 months	3-12 months	> 12 months \$	Weighted average interest rate
2021							
Financial liabilities							
Distributions payable	40,407	40,407	40,407	-	-	-	3.00%
Trade and other payables	473,834	473,834	153,834	-	-	320,000	-
Commercial bill facility	12,750,000	13,551,258	24,798	48,796	218,381	13,259,283	2.30%
Swap derivative liability	654,128	654,128	25,556	50,287	225,057	353,228	2.35%
	13,918,369	14,719,627	244,595	99,083	443,438	13,932,511	

(c) Capital management

The Scheme's capital management strategy seeks to maximise unitholder value through optimising the level and use of capital resources and the mix of debt funding.

The Scheme's capital management objectives aim to:

- · ensure that the Scheme complies with capital and distribution requirements of its constitution and PDS;
- ensure sufficient capital resources to support the Scheme's operational requirements;
- continue to support the Scheme's credit worthiness: and
- safeguard the Scheme's ability to continue as a going concern.

In a stable economic environment the Scheme is generally able to alter its capital mix by:

- · adjusting the amount of distributions paid to members; and
- · selling assets to reduce borrowings.

The Scheme protects its equity in property assets by taking out insurance cover with credit worthy insurers.

The Scheme monitors capital on the basis of the gearing ratio. The ratio is calculated as net debt divided by adjusted assets. Net debt is calculated as total borrowings less cash and cash equivalents. Adjusted assets are calculated as total assets less cash and cash equivalents. The gearing ratio as at 30 June 2022 and 30 June 2021 were as follows:

Note 15 Financial risk management (continued)

(c) Capital management (continued)

(c) Capital management (continued)	Note	2022 \$	2021 \$
Total borrowings	10	12,750,000	12,750,000
Less: cash and cash equivalents	6	(168,906)	(318, 232)
Net debt		12,581,094	12,431,768
Total assets		22,207,880	22,979,734
Less: cash and cash equivalents	6	(168,906)	(318,232)
Adjusted assets		22,038,974	22,661,502
Gearing ratio		57%	55%

The Scheme's gearing ratio is considered medium to high.

(d) Market risk

Market risk is the risk that changes in market prices, such as interest rates, will affect the Scheme's income or the value of its holdings of financial instruments. Market risk embodies the potential for both loss and gains. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

i. Interest rate risk

Exposure to interest rate risk on the Scheme's commercial bill facility is limited as the variable interest rate of the facility is fixed for three years and the line fee is fixed for three years. Any fair value movements in the Scheme's interest rate swap derivative as a result of underlying interest rate changes and other market factors are non-cash movements that do not impact the operations of the Scheme.

ii. Other market risk

The Scheme is not exposed to other material market risk on its financial assets and liabilities.

(e) Fair value estimation

The carrying values approximate the fair value of the Scheme's financial assets and liabilities.

Note 16 Custodian of the Scheme

The Scheme's custodian is The Trust Company Limited. The custodian holds title to the assets of the Scheme in its name on behalf of the Scheme. The total value of assets held by the custodian at cost as at 30 June 2022 totals \$21,961,286 (30 June 2021: \$22,979,734).

The custodian is entitled to a minimum annual administration fee of \$15,770 (plus GST) (2021: \$15,239 (plus GST)). During the period, the Scheme paid \$16,328 in custodian fees (2021: \$16,671).

The relationship between the custodian and Responsible Entity is set out in the Custodial Agreement.

Note 17 Litigation and contingent liabilities

There are no contingent liabilities or contingent assets at 30 June 2022 (2021: nil).

Note 18 Events subsequent to reporting date

There has not arisen in the interval between the end of the financial period and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the Responsible Entity, to affect significantly the operations of the Scheme, the results of those operations, or the state of affairs of the Scheme, in future financial years.

Milton Office Trust Directors' declaration

In the opinion of the Directors of Trilogy Funds Management Limited (Responsible Entity), the Responsible Entity of Milton Office Trust (Scheme):

- (a) The financial statements and notes, as 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 Scheme's financial position as at 30 June 2022 and of its performance, for the financial year ended on that date; and
 - (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001;
- (b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 2; and
- (c) There are reasonable grounds to believe that the Scheme will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Board of Directors of the Responsible Entity.

Philip A Ryan Executive Director

29 September 2022 Brisbane Rodger I Bacon

Executive Deputy Chairman

29 September 2022

Brisbane





Level 10, 12 Creek Street Brisbane QLD 4000 GPO Box 457 Brisbane QLD 4001 Australia

INDEPENDENT AUDITOR'S REPORT

To the members of Milton Office Trust

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Milton Office Trust (the Registered Scheme), which comprises the statement of financial position as at 30 June 2022, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial report, including a summary of significant accounting policies, and the directors' declaration of Trilogy Funds Management Limited as Responsible Entity of Milton Office Trust.

In our opinion the accompanying financial report of Milton Office Trust, is in accordance with the *Corporations Act 2001*, including:

- (i) Giving a true and fair view of the Registered Scheme's financial position as at 30 June 2022 and of its financial performance for the year ended on that date; and
- (ii) Complying with Australian Accounting Standards and the Corporations Regulations 2001.

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

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Trilogy Funds Management Limited as Responsible Entity of Milton Office Trust, would be in the same terms if given to the directors as at the time of this auditor's report.

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

Other information

The directors of Trilogy Funds Management Limited as Responsible Entity of Milton Office Trust are responsible for the other information. The other information obtained at the date of this auditor's report is information included in the Registered Scheme's Annual Report, but does not include the financial report and our auditor's report thereon.

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



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 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 Trilogy Funds Management Limited as Responsible Entity of Milton Office Trust 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 Registered Scheme's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Registered Scheme or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this 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 (http://www.auasb.gov.au/Home.aspx) at:

http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf

This description forms part of our auditor's report.

BDO Audit Pty Ltd

-in goodall

BDO

T J Kendall Director

Brisbane, 29 September 2022



Find out more.

Start a conversation with us today.
Call 1800 230 099 or
email investorrelations@trilogyfunds.com.au

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