



RF Eclipse Select Credit Fund

ARSN 090 994 326

2020 Financial Report

DIRECTORS' REPORT

The Directors of RF Eclipse Limited ACN 089 265 270, as the Responsible Entity (**Responsible Entity**) (previously known as Eclipse Prudent Mortgage Corporation Limited) of the RF Eclipse Select Credit Fund (**the Fund**) (previously known as Eclipse Prudent Mortgage Fund) present their report together with the financial report of the Fund for the year ended 30 June 2020.

Directors

The following persons were the Directors of the Responsible Entity and who held office at any time during the financial year and up to the date of this report, unless otherwise stated:

Dr Robert Edgar
James McNally
George Kostas
Robert Raynor – appointed 9 April 2020; resigned 24 April 2020

Principal activities

The principal activity of the Fund during the financial year was the conduct of a registered managed investment scheme. The Fund operates as a contributory mortgage scheme and aims to provide Members with stable and recurring income with capital stability and low volatility from mortgage investments secured by a registered mortgage over legal interests in real property.

Operating results

The operating profit of the Fund for the year after provision for income tax was \$nil. All amounts were distributed to Members.

Distributions paid or recommended

During the year, the Fund distributed interest to its Members of \$12,127,780 (2019: \$11,706,307).

Review of operations

The Fund continues to seek quality borrowers from either established referral sources or as a result of repeat transactions in order to provide a stable return for its Members. Fund executives are experienced in these markets and are looking to work with suitable borrowers to satisfy their capital requirements in undertaking projects that demonstrate a suitable risk profile to meet the objectives of the Fund.

At the onset of the COVID-19 pandemic, the Directors considered the lending and property markets, investor appetite for continued loan opportunities and the actions of competitors before deciding to remain open for business. At the same time extensive consideration was given to lending guidelines and transaction parameters and it was decided that to remain within the stated risk profile of its target market, attention in new loan applications should be directed to lower loan to value ratios, additional contingency margins where applicable and additional interest buffers to cater for a potentially longer period for the loan to be repaid or refinanced.

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the Fund during the financial year.

DIRECTORS' REPORT

Information on Directors

George Kostas is the group CEO of Roberts Group, an international construction and development business with operations across Australia the Middle East and Eastern Europe. Prior to this George was the chief executive of the largest privately owned real estate group in the MENA region, the USD \$10 billion Majid Al Futtaim Properties after spending 14 years at multiplex, the last four years as Australia Managing Director of Multiplex Australia.

Dr Robert Edgar retired as Deputy Chief Executive Officer of the ANZ Banking Group in 2009. In a 25 year career at ANZ, he also held the positions of Chief Operating Officer, Managing Director, Institutional Financial Services and Chief Economist. Dr Edgar is a Non-executive Director of La Trobe Financial Services Pty Limited and Djerriwarrh Investments Limited. He also serves as the Chair of the Hudson Institute of Medical Research and was a former Chair and a Non-executive Director of Federation Centres Limited. He was previously a Non-executive Director of Transurban Limited, Linfox Armaguard Pty Limited, Asciano Limited, Nufarm Limited and three Asian banks connected with ANZ.

James McNally is a former executive and founding director of ALE Property Group (having resigned on the 8 August 2019), which is an ASX listed hotel property trust with funds under management of \$1.1 billion across 86 properties located in Australia. He has over 24 years' experience in the funds management industry, having worked in both property trust administration and compliance roles for Perpetual Trustees Australia Limited and MIA Services Pty Limited, a company that specialises in compliance services to the funds management industry.

Meetings of Directors

The following table sets out the number of meetings of the Directors held during the year ended 30 June 2020 and the number of meetings attended by each Director.

Directors	Number Eligible to Attend	Attended
Dr Robert Edgar	11	11
James McNally	11	11
George Kostas	11	10
Robert Raynor	2	2

Matters subsequent to the end of the financial year

No matter or circumstances have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Fund, the results of those operations, or the state of affairs of the Fund in a future financial period.

Likely developments and expected results of operations

The particular information required by section 299(1) (e) of the *Corporations Act 2001 (the Act)* has been omitted from the report because the Directors believe that it would result in unreasonable prejudice to the Fund.

The investment objective of the Fund is to provide Members with stable and recurring income with capital stability and low volatility from mortgage investments secured by a registered Mortgage over legal interests in real property. The Fund will continue to be managed in accordance with these investment objectives and guidelines as set out in the governing documents of the Fund and in accordance with the provisions of the Fund's Constitution.

DIRECTORS' REPORT

Environmental regulation

The Fund operations may be subject to environmental regulation under the law of the Commonwealth and New South Wales, the directors are not aware of any environmental issues affecting the present operation of the Company.

Special rules for registered Funds

- (a) Fees paid by the Fund to the Responsible Entity from Fund property during the financial year amounted to \$2,098,358 (2019: \$2,985,986).
- (b) There is one Member interest in the Fund held by the Responsible Entity and its associates as at the end of the financial year, the total value of \$565,000 (2019: \$565,000).
- (c) The total Member interest in the Fund is 502 Members, total year amounted to \$95,775,319 (2019: \$25,992,783).
- (d) Withdrawals of interest in the Fund during the financial year amounted to \$81,286,698 (2019: \$27,883,725).
- (e) The value of the Fund's assets at the end of the financial year was \$177,948,320 (2019: \$165,731,345) and the basis of valuation is the carrying amount of those assets, net of any allowance for impairment, as disclosed in the statement of financial position.
- (f) The value of the interests in the Fund at year-end amounted to \$174,308,840 (2019: \$159,820,219).

Indemnity and insurance of officers and auditor

The Responsible Entity has paid professional indemnity insurance premiums for the Directors and key management personnel against liabilities incurred by them in matters arising in acting for the Responsible Entity of the Fund. No insurance premiums are paid for out of the assets of the Fund. During and since the end of the financial period the Fund has not given any indemnity or entered into any agreement to indemnify the Directors or auditor of the Fund.

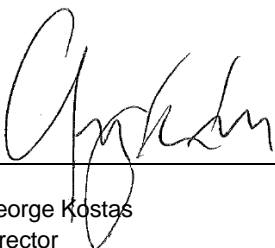
So long as the Directors of the Responsible Entity act in accordance with the Fund's Constitution and the Law, the Directors remain indemnified out of the assets of the Fund against losses incurred while acting on behalf of the Fund.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Act is set out on the following page.

Resolution of Directors

This report is made in accordance with a resolution of Directors, pursuant to section 298(2) (a) of the Act.



George Kostas
Director

Sydney, 1 September 2020

RF Eclipse Select Credit Fund
(Formerly known as Eclipse Prudent Mortgage Fund)
ARSN: 090 994 326

Auditors' Independence Declaration under Section 307C of the Corporations Act 2001

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2020 there have been:

- (i) no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the audit.



PKF



PAUL PEARMAN
PARTNER

01 SEPTEMBER 2020
SYDNEY, NSW

FINANCIAL REPORT

30 June 2020

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General information

The financial report covers RF Eclipse Select Credit Fund (**the Fund**) as an individual entity. The Responsible Entity of the Fund is RF Eclipse Limited ACN 089 265 270 (**the Responsible Entity**).

The financial report consists of the financial statements, notes to the financial statements and the declaration by the Directors of the Responsible Entity and is presented in Australian dollars.

The Fund is a registered managed investment scheme. The Responsible Entity is incorporated and domiciled in Australia and its registered office and principal place of business is:

Level 54
Governor Phillip Tower
1 Farrer Place
Sydney NSW 2000

The financial statements were authorised for issue by the Directors of the Responsible Entity on 1 September 2020. The Directors of the Responsible Entity have the power to amend and reissue the financial report.

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 30 June 2020

	Note	2020 \$	2019 \$
Revenue			
Mortgage interest received from borrowers		11,838,419	11,267,651
Bank interest received		332,191	591,087
Total Revenue		12,170,610	11,858,738
Expenses			
Mortgage interest paid to members		(11,838,419)	(11,267,651)
Bank interest paid to members		(289,361)	(438,656)
Cash holding management fee		(42,830)	(152,431)
Total Expenses		(12,170,610)	(11,858,738)
Profit before income tax		-	-
Income tax expense		-	-
Profit after income tax expense for the year		-	-
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		-	-

This statement should be read in conjunction with the notes to the financial statements

STATEMENT OF FINANCIAL POSITION

as at 30 June 2020

	Note	2020 \$	2019 \$
Assets			
Cash and cash equivalents	7	45,000,372	24,985,719
Trade and other receivables	8	691,988	612,716
Financial assets	9	132,255,960	140,132,910
Total assets		177,948,320	165,731,345
Liabilities			
Trade and other payables	10	3,639,480	5,911,126
Financial liabilities	11	174,308,840	159,820,219
Total liabilities		177,948,320	165,731,345
Net assets		–	–
Total equity		–	–

This statement should be read in conjunction with the notes to the financial statements

STATEMENT OF CHANGES IN EQUITY

for the year ended 30 June 2020

	Retained Profits \$	Total Equity \$
Balance at 1 July 2018	–	–
Total comprehensive income for the year	–	–
Balance at 30 June 2019	–	–
Total comprehensive income for the year	–	–
Balance at 30 June 2020	–	–

Total amount of investment funds held within the Fund by individual Members are classified as Financial Liabilities, consequently there is no equity for financial reporting purposes.

This statement should be read in conjunction with the notes to the financial statements

STATEMENT OF CASH FLOWS

for the year ended 30 June 2020

	Note	2020 \$	2019 \$
Cash flows from operating activities			
Cash receipts in course of operations (including GST)		243,442,269	142,108,024
Interest received		332,191	591,087
Cash payments in course of operations (including GST)		(223,759,807)	(151,566,795)
Net cash from/(used in) operating activities		20,014,653	(8,867,684)
Cash flows from investing activities			
Net cash used in investing activities		–	–
Cash flows from financing activities			
Net cash used in financing activities		–	–
Net increase/(decrease) in cash and cash equivalents	14	20,014,653	(8,867,684)
Cash and cash equivalents at the beginning of the financial year		24,985,719	33,853,403
Cash and cash equivalents at the end of the financial year	7	45,000,372	24,985,719

This statement should be read in conjunction with the notes to the financial statements

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

1. SIGNIFICANT ACCOUNTING POLICIES

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

Basis of preparation

These general purpose financial statements have been prepared in accordance with the *Corporations Act 2001 (the Act)*, the Australian Accounting Standards Board (**AASB**) and the Interpretations issued by the AASB and the Act. Compliance with Australian Accounting Standards ensures compliance with the International Financial Reporting Standards (**IFRS**) as issued by the International Accounting Standards Board (**IASB**).

Revenue Recognition Policy

Fees paid by the borrowers to the Responsible Entity for origination of a loan prior to establishment of the lending syndicate in the Fund will no longer be disclosed as offsetting income and expense items in the Statement of Profit or Loss but will continue to be disclosed as a Related Party transaction in the Notes to the financial statements. This will result in the total interest revenue only presenting mortgage interest received from borrowers and bank interest received from banks on cash holdings. The disclosure in the prior year has been adjusted to be consistent with the treatment in the current year and the change has had no impact on the profit and net assets of the Fund.

New, revised or amending Accounting Standards and Interpretations adopted

The Fund has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the AASB that are mandatory for the current reporting period. Any new, revised or amending Accounting Standards and Interpretations that are not yet mandatory have not been early adopted.

New and revised standards and amendments thereof and interpretations effective for the current year that are relevant to the Fund include:

- AASB 16 – Leases

Impact of the application of AASB 16 Leases

AASB 16 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognise a right-of-use asset representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments.

As the Fund does not deal with leases, the adoption of AASB 16 did not have any effects on the financial position or results of the fund.

Comparative figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

1. SIGNIFICANT ACCOUNTING POLICIES (CONT)

Revenue recognition

Interest revenue

Interest revenue is recognised on a time proportionate basis that takes into account the effective yield on the financial asset.

Provision of services and other revenue

All revenue from the rendering of a service is recognised on the delivery of the service to the customers.

All revenue is stated net of the amount of goods and services tax (**GST**).

Income tax

All profits are distributed to the Members of the Fund and consequently there is no income tax expense applicable to the Fund.

Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with banks and other short term highly liquid investments with original maturities of three months or less.

Trade and other receivables

Trade receivables are recognised at amortised cost using the effective interest method, less expected credit losses (**ECL**). Trade receivables are generally due in 30 days.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectable are not written off as these uncollected debts would be offset by the liability to the members of the syndicate which has incurred the debt.

Financial instruments

Recognition and initial measurement

Financial instruments, incorporating financial assets and financial liabilities, are recognised when the Fund becomes a party to the contractual provisions of the instrument.

Financial instruments are initially measured at fair value plus transaction costs. Financial instruments are classified and measured as set out below.

Classification and Subsequent Measurement

Amortised cost

On initial recognition the Fund's financial assets are classified and measured at amortised cost.

As the financial assets meet the following criteria they are also subsequently measured at amortised cost:

- the financial assets are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding.

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

1. SIGNIFICANT ACCOUNTING POLICIES (CONT)

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Impairment of financial assets

The Fund recognises a loss allowance for expected credit losses (**ECL**) on its financial assets and trade receivables. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

If the credit risk on the financial asset has not increased significantly since initial recognition the Fund measures the loss allowance for the financial asset at an amount equal to 12 month ECL. Where there has been a significant increase in credit risk since inception the Fund recognises lifetime ECL.

Financial liabilities

Non-derivative financial instruments are subsequently measured at amortised cost, comprising original debt less principal payments and amortisation.

Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the Fund no longer has any significant continuing involvement in the risks and benefits associated with the asset. Financial liabilities are derecognised where the related obligations are either discharged, cancelled or expired. The difference between the carrying value of the financial liability extinguished or transferred to another party and the fair value of the consideration paid, including the transfer of non-cash assets or liabilities assumed, is recognised in profit or loss.

Trade and other payables

The amounts represent the principal amounts outstanding at reporting date. The amounts are unsecured and are usually paid within 30 days of recognition.

Member funds

An interest in the Fund provides Members with the right to require redemption for cash held in the Fund Account. A Member who has an interest in a mortgage investment by way of investment through a Syndicate Supplementary Product Disclosure Statement (**Syndicate PDS**) is entitled to a redemption for cash only upon termination of each Syndicate which gives rise to a financial liability.

Finance costs

In accordance with the Fund's constitution, the Fund distributes its distributable (taxable) income, and any other amounts determined by the Responsible Entity, to Members by cash or reinvestment. The distributions are recognised in the income statement as finance costs attributable to Members.

Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the balance sheet are shown inclusive of GST.

New accounting standards and interpretations not yet adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Fund for the annual reporting period ended 30 June 2020.

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

2. CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Key estimates – Expected Credit Loss (ECL)

Management assess ECL at each reporting date by evaluating conditions specific to the Fund that may lead to ECL on the assets. Where a probability of default arises, the recoverable amount of the asset is determined. Judgements performed in assessing recoverable amounts incorporate a number of key economic variables.

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

3. REVENUE

	2020 \$	2019 \$
Mortgage interest	11,838,419	11,267,651
Bank interest	332,191	591,087
	12,170,610	11,858,738

4. ITEMS INCLUDED IN PROFIT

Profit from ordinary activities before income tax has been determined after the following expenses:

Finance costs

Mortgage interest paid to Members	(11,838,419)	(11,267,651)
Bank interest paid to Members	(289,361)	(438,656)

Responsible entity fees

Cash holding management fee	(42,830)	(152,431)
	(12,170,610)	(11,858,738)

5. INCOME TAXES

Under current legislation, the Fund is not subject to income tax provided the distributable income of the Fund is fully distributed to its Members. Consequently there is no liability for income tax.

6. KEY MANAGEMENT PERSONNEL

(a) Directors

The names of the Directors of the Responsible Entity are included in the Directors' report.

(b) Other key management personnel

Michael Vella was appointed as Chief Executive Officer of the Responsible Entity, effective from 21 March 2018.

There were no other persons responsible for planning, directing and controlling the activities of the Fund, directly or indirectly during the period.

(c) Remuneration

Key management personnel do not receive any remuneration directly from the Fund. They receive remuneration from the Responsible Entity or its related parties. Consequently, the Fund does not pay any compensation (as defined in Accounting Standard AASB 124 *Related Parties*) to its key management personnel.

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

7. CASH AND CASH EQUIVALENTS

	2020	2019
	\$	\$
Cash at Bank	45,000,372	24,985,719

Reconciliation to cash at the end of the financial year

The above figures are reconciled to cash and cash equivalents at the end of the financial year as shown in the statement of cash flows as follows:

Balance as per statement of cash flows	45,000,372	24,985,719
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8. TRADE AND OTHER RECEIVABLES

Other receivables	691,988	612,716
Less allowance for impairment	-	-
	691,988	612,716

The total receivables comprise of interest receivable. Interest receivable is non-interest bearing and receivable in accordance with the terms of the mortgage.

Reconciliation of allowance for impairment of receivables	-	-
Opening balance	-	-
Increase in allowance for impairment of receivables	-	-
Amounts written off during the year	-	-
Closing balance	-	-

The Fund had debts that were past due but not impaired.

These receivables comprise interest in relation to mortgage investments that have a good debt history, are secured by real property and are considered recoverable. An ageing analysis is included in Note 13.

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

9. FINANCIAL ASSETS

	2020 \$	2019 \$
Loans and receivables		
Mortgage investments	132,255,960	140,132,910
Less allowance for impairment	–	–
	132,255,960	140,132,910
Analysis of loans and receivables		
Current	102,795,960	110,163,910
Non-current	29,460,000	29,969,000
	132,255,960	140,132,910

Mortgage investments shown in the Statement of Financial Position are not held collectively for all Members of the Fund. The Fund operates as a contributory mortgage scheme and offers investment in a mortgage investment secured by a registered Mortgage over legal interest in real property. Members of the Fund may hold an interest in a particular mortgage investment by way of an investment through the Syndicate PDS (**Syndicate Members**). The Syndicate Members hold the legal and beneficial interest in the Mortgage as tenants in common. The mortgage investment is an asset of the Syndicate Members and not an asset of the Fund. It is an ASIC requirement that the mortgage investments are disclosed as assets of the Fund.

Unless otherwise disclosed in the Syndicate PDS, the Mortgage is a first registered Mortgage, with priority over any subsequent registered or unregistered mortgage and any other non-secured creditor of the Borrower. In the event of a default, the Mortgage provides the mortgagee a right to exercise a power of sale of the security property.

10. TRADE AND OTHER PAYABLES

Sundry creditors	3,639,479	5,911,126
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Sundry creditors comprise interest payable to members and retained interest held on borrowers account.

11. FINANCIAL LIABILITIES

Members' funds	174,308,840	159,820,219
Analysis of total financial liabilities		
Current	144,848,840	129,851,219
Non-current	29,460,000	29,969,000
	174,308,840	159,820,219

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

11. FINANCIAL LIABILITIES (CONT)

	2020	2019
	\$	\$
Movements in Members' funds		
Interests in the Fund at the beginning of the period	159,820,219	161,781,159
Interests issued during the period	95,775,319	25,922,785
Withdrawals from the Fund during the period	(81,286,698)	(27,883,725)
Interests in the Fund at the end of the period	174,308,840	159,820,219

Members' funds are classified as a liability and accordingly the Fund has no equity for financial statement preparation purposes. Members of the Fund may hold an interest in a particular mortgage investment by way of an investment through the Syndicate PDS. Each mortgage investment is independent for accounting and security purposes.

12. RELATED PARTY TRANSACTIONS

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

(a) Responsible Entity		
Fees paid to the Responsible Entity during the year in accordance with the constitution and as disclosed in the PDS and individual syndicate PDS	1,971,164	2,985,986
Amounts payable (unsecured) to Responsible Entity by Borrowers at year end	484,416	607,512
Investments in mortgages of RF Eclipse Select Credit Fund	565,000	565,000
(b) Directors of the responsible entity and their associates/related entities:		
Investments in mortgages of RF Eclipse Select Credit Fund	890,000	40,000

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

13. FINANCIAL RISK MANAGEMENT

The principal financial instruments of the Fund comprise of receivables, payables, mortgage investment and Members' funds. These instruments expose the Fund to a variety of financial risks such as market risk (including interest rate risk and price risk), credit risk and liquidity risk.

The Directors of the Responsible Entity manage the different types of risks to which the Fund is exposed to by considering risk and monitoring levels of exposure to interest rates and property values and by being aware of market forecasts and movements of interest rates and the impact on property markets. Ageing analysis and monitoring of specific credit allowances combined with strict procedures in relation to mortgage defaults are undertaken to manage credit risk. Liquidity risk is monitored within the Fund's Trust account.

The Fund holds the following financial instruments:

	2020 \$	2019 \$
Financial assets		
Cash and cash equivalents	45,000,372	24,985,719
Trade and other receivables	691,988	612,716
Loans and receivables	132,255,960	140,132,910
Total Financial Assets	177,948,320	165,731,345
Financial liabilities		
Trade and other payables	3,639,480	5,911,126
Member funds	174,308,840	159,820,219
Total financial liabilities	177,948,320	165,731,345
Net Exposure	–	–

The carrying value of the financial instruments approximates their fair value.

Mortgage investments are for limited terms and reviewed annually. Mortgage defaults are monitored and reported to the Credit Committee on a weekly basis and the Board on a quarterly basis. The Fund has strict default procedures as disclosed in the Fund's Product Disclosure Statement (**PDS**), which are designed to protect the Syndicate Members in each mortgage investment.

Risk exposures and responses

Interest rate risk

The Fund's exposure to interest rate risk is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates. It mainly relates to the funds at call as interest rates on each individual mortgage are fixed. The effect of volatility of interest rates within expected reasonable possible movements would not be material.

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

13. FINANCIAL RISK MANAGEMENT (CONT)

Foreign currency risk

At 30 June 2020 the Fund had no exposure to foreign currency.

Credit risk exposures

The maximum exposure to credit risk, excluding the value of any collateral or other security, at reporting date to recognised financial assets is the carrying amount of those assets, net of any allowance for impairment of receivables and mortgage investments, as disclosed in the statement of financial position and notes to the financial statements.

The Fund does not have any material credit risk exposure to any single borrower or group of borrowers.

In addition, any receivable balances are monitored on an ongoing basis and are secured by a mortgage over real property. Credit risk levels for each individual mortgage investment is monitored through the Loan to Value Ratio (**LVR**) using a valuation supplied by a Licensed Valuer for mortgage purposes. Details of each valuer and LVR levels are disclosed in each Syndicate PDS.

The ageing of the Fund's receivables at the reporting date was:

	2020		2019	
	Gross	Impairment	Gross	Impairment
	\$	\$	\$	\$
Not past due	332,680	–	421,828	–
Past due 0-30 days	–	–	–	–
Past due 31-60 days	–	–	68,750	–
Past due 61-90 days	–	–	–	–
Past due 90 days to one year	77,778	–	122,138	–
More than one year	281,530	–	–	–
Total	691,988	–	612,716	–

Price risk

The Fund has no exposure to commodity and equity securities price risk.

Liquidity risk

The Fund manages liquidity risk by matching the individual maturity profiles of financial assets and liabilities to each Syndicate.

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

13. FINANCIAL RISK MANAGEMENT (CONT)

Maturity analysis

All payables will be paid within 6 months (or as interest in arrears is recovered from borrowers).

Member funds in the Fund will mature in accordance with the following profile:

- uncommitted cash on deposit is available on request; and
- funds invested in mortgage investments are available on termination of the individual syndicate investments or discharge of the mortgage.

The Board and the Risk and Compliance Sub-Committee reviews the liquidity requirements of the Fund on a quarterly basis in accordance with the Compliance Plan applicable for this financial period.

Collateral

The market value of security pledged as collateral for financial assets is \$290,714,637 for the year ended 30 June 2020 (2019: \$294,603,318). This amount is based on the most recent valuations obtained for each financial asset.

Allowance for impairment loss

The Fund is not a pooled fund but operates as a contributory mortgage scheme. Therefore impairment loss is limited to the Syndicate Members of the individual mortgage investment. Based on the current market value of collateral held and consideration of the ECL criteria, the Directors have determined that no impairment loss is required.

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

13. FINANCIAL RISK MANAGEMENT (CONT)

Defaults in relation to financial assets

As at balance date the Fund had the following mortgage investments in default (i.e. past due for principal repayment):

	Number of assets	2020 Gross asset value \$	Impairment	Number of assets	2019 Gross asset value \$	Impairment
Past due 0-30 days	4	3,829,000	–	3	1,439,000	–
Past due 31-60 days	1	800,000	–	2	1,150,000	–
Past due 61-90 days	–	–	–	–	–	–
Past due 90 days to one year	2	1,683,000	–	3	4,291,000	–
More than one year	1	334,910	–	1	325,000	–
Total	8	6,646,910	–	9	7,205,000	–

The proportion of mortgage investments in default in relation to the total Fund mortgage investments is 5.03% (2019: 5.14%) by value of financial assets and 11.43% (2019: 16.07%) by number of mortgage investments.

The maturity date of each Mortgage is registered into the Fund's automated system and monitored on an ongoing basis. Default actions are commenced once a Mortgage renewal extends past the maturity date by 60 days, if proceedings have not previously commenced. The Responsible Entity monitors all mortgage defaults on an ongoing basis, which is reported weekly to the Credit Committee and quarterly to the Board.

An allowance for impairment has been recognised in relation to any financial assets in default where evidence indicates that the loan exposure exceeds the available equity in the security held (less any anticipated costs associated with realising the security). Exposure to the impaired loan is limited to the Syndicate Members of the individual mortgage investment.

Capital risk strategy

The Fund manages its Members' funds as capital, notwithstanding the Member's funds are classified as a liability for the purposes of presentation of the financial statements. The Fund's objectives when managing capital are:

- to safeguard the individual Member's interest in each Syndicate and the overall Fund; and
- to continue as a going concern so that the Fund can continue to provide returns to the Members and the Responsible Entity as disclosed in the Fund's PDS and individual Syndicate PDS.

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

14. CASH FLOW INFORMATION

Reconciliation of Cash Flow from Operations with profit from ordinary activities after income tax.

	2020	2019
	\$	\$
Profit from ordinary activities, after income tax	–	–
(Increase)/decrease in trade and other receivables	(79,272)	294,209
(Increase)/decrease in trade and other payables	(2,271,646)	2,538,457
Decrease/(increase) in financial assets	7,876,950	(9,739,410)
Increase/(decrease) in Members funds	14,488,621	(1,960,940)
Cash flow from/(used in) operating activities	20,014,653	(8,867,684)

15. CAPITAL AND LEASING COMMITMENTS

Mortgage investments committed as at 30 June 2020 but not yet drawn down total \$nil (2020: \$447,000).

16. CONTINGENT LIABILITIES

The Directors of the Responsible Entity are not aware of any contingent liabilities relating to the Fund.

17. AUDITORS REMUNERATION

All costs associated with the audit of the Fund are paid by the Responsible Entity.

18. EVENTS SUBSEQUENT TO REPORTING DATE

No matter or circumstances have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Fund, the results of those operations or the state of affairs of the Fund in a future financial period.

19. FAIR VALUE MEASUREMENT

Fair value hierarchy

The following tables detail the consolidated entity's assets and liabilities, measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

NOTES TO THE FINANCIAL STATEMENTS

30 June 2020

19. FAIR VALUE MEASUREMENT (CONT)

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

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3: Unobservable inputs for the asset or liability

Fair value of financial assets and financial liabilities not carried at fair value

At 30 June 2020:

	Carrying amount \$	Fair value \$	Fair value hierarchy level
Trade and other receivables	691,988	691,988	Level 3
Financial assets – loans and receivables	132,255,960	132,255,960	Level 3
Trade and other payables	3,639,480	3,639,480	Level 3
Financial liabilities – Members funds	174,308,840	174,308,840	Level 3

At 30 June 2019:

	Carrying amount \$	Fair value \$	Fair value hierarchy level
Trade and other receivables	612,716	612,716	Level 3
Financial assets – loans and receivables	140,132,910	140,132,910	Level 3
Trade and other payables	5,911,126	5,911,126	Level 3
Financial liabilities – Members funds	159,820,219	159,820,219	Level 3

The carrying value of trade and other receivables and trade and other payables approximate fair value.

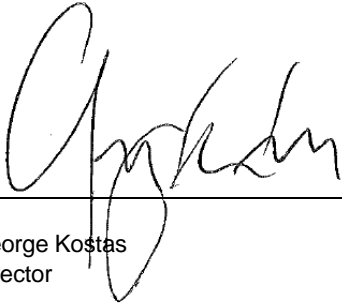
The fair value of mortgage investment and Members' funds are estimated by discounting the future contractual cash flows at the current market interest rates for mortgage investments with similar risk profiles.

DIRECTORS' DECLARATION

In the opinion of the Directors of RF Eclipse Limited:

- the attached financial statements and notes thereto comply with the Act, the Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;
- the attached financial statements and notes thereto comply with *International Financial Reporting Standards* as issued by the International Accounting Standards Board as described in Note 1 to the financial statements;
- the attached financial statements and notes thereto give a true and fair view of the Registered Fund's financial position as at 30 June 2020 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the Registered Fund will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Directors of the Responsible Entity:



George Kostas
Director

Sydney, 1 September 2020

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF RF ECLIPSE SELECT CREDIT FUND (FORMERLY KNOWN AS ECLIPSE PRUDENT MORTGAGE FUND)

Report on the Financial

Report Opinion

We have audited the accompanying financial report of RF Eclipse Select Credit Fund (the "Fund"), which comprises the statement of financial position as at 30 June 2020, 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, notes comprising a summary of significant accounting policies and other explanatory information, and the Directors' Declaration of the Fund.

In our opinion, the accompanying financial report of the RF Eclipse Select Credit Fund is in accordance with the Corporations Act 2001, including:

- i) giving a true and fair view of the Fund's financial position as at 30 June 2020 and of its 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Fund in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's *APES 110 Code of Ethics for Professional Accountants* (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.

Other Information

Those charged with governance are responsible for the Other Information. The Other Information obtained at the date of this auditor's report is information included in the Directors' 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, the auditor does not and will not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we 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, 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 Directors' for the Financial Report

The Directors of the Fund 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 Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using a going concern basis of accounting unless the Directors either intend to liquidate the Fund or to cease operations, or have no realistic alternative but to do so.

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 Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individual or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors

Auditor's Responsibilities for the Audit of the Financial Report (cont'd)

- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.



PKF



PAUL PEARMAN
PARTNER

01 SEPTEMBER 2020
SYDNEY, NSW