

DEVON FUNDS.

ANNUAL REPORT

For the year ended 31 March 2023

DEVON FUNDS

Details of the Scheme

Name of the Scheme

DEVON INVESTMENT FUNDS SCHEME (**Scheme**)

The Scheme comprises the following eight retail Funds as at 31 March 2023:

- Devon Alpha Fund
- Devon Australian Fund
- Devon Diversified Income Fund
- Devon Dividend Yield Fund
- Devon Sustainability Fund
- Devon Trans-Tasman Fund
- Devon Global Impact Bond Fund
- Devon Global Sustainability Fund

(each a **Fund** and together the **Funds** or **Devon Funds**)

Type of Scheme

The Scheme is a registered Managed Investment Scheme (MIS) which is an “other” managed fund i.e. a managed fund that is not a KiwiSaver scheme, workplace savings scheme or superannuation scheme.

Manager

Devon Funds Management Limited (**Devon**)

Supervisor

The New Zealand Guardian Trust Company Limited

Product Disclosure Statement

The current Product Disclosure Statement for the Devon Funds is dated 1 September 2022 and is open for applications.

Fund Updates

The latest Fund Updates for each of the Devon Funds are for the quarter ended 30 June 2023 and were made publicly available on 31 July 2023. Copies of these can be found on the offer register www.companiesoffice.govt.nz/disclose.

Financial Statements and Auditor's report

The financial statements and auditor's report for the retail Funds listed above for year ending 31 March 2023 (the **Accounting Period**) have been lodged with the Registrar. A copy of these can be accessed on the scheme register www.business.govt.nz/disclose.

The auditor's report did not contain any materially adverse findings nor was it qualified or modified in any respect.

Information on contributions and scheme participants

There were eight retail managed investment products on issue during the Accounting Period.

The table below sets out the number of units on issue in each Fund at the start and at the end of the Accounting Period.

Fund	Units on issue as at 1 April 2022	Units on issue as at 31 March 2023
Devon Alpha Fund	53,573,853	56,002,622
Devon Australian Fund	10,918,715	7,448,369
Devon Diversified Income Fund	4,206,053	4,147,941
Devon Dividend Yield Fund	12,572,682	10,358,456
Devon Sustainability Fund	4,411,996	8,153,554
Devon Trans-Tasman Fund	14,278,746	13,563,786
Devon Global Impact Bond Fund	666,667 ¹	32,300,881
Devon Global Sustainability Fund	666,667 ¹	24,166,133

¹ In the Devon Investment Funds Financial Statements for the year ended 31 March 2023 (the Financial Statements), the current period results for the Devon Global Impact Bond Fund and the Devon Global Sustainability Fund are from 25 February 2022 (date of establishment) to 31 March 2023. The Financial Statements therefore show the units on issue at the beginning of the year for these two funds as being zero.

Changes relating to the scheme

During the Accounting Period the following material changes have been made to the Scheme, the Product Disclosure Statement (PDS), Statement of Investment Policy and Objectives (SIPO), and Other Material Information (OMI).

- The performance fee structure for the Devon Alpha, Australian and Trans-Tasman Funds, as set out in Section 5 'What are the fees?' of the PDS, was updated as follows:
 - The hurdle rate of return for the Devon Australian Fund has been changed from 10% p.a. to the ASX200 in NZD.
 - The hurdle rate of return for the Devon Trans-Tasman Fund has been changed from 9.85% p.a. to the 50:50 composite of the S&P/NZX50 (Gross) Index and the S&P/ASX200 (Accumulation) Index unhedged to NZD.
 - A performance fee cap of 3% was imposed on the Devon Alpha Fund.
- An Equity Risk Premium (ERP) of 5% was applied to the Devon Alpha Fund's benchmark, thereby changing to being OCR+5%.

To see the updated details, current copies of these can be found on the offer register (PDS and OMI) and the scheme register (SIPO) www.business.govt.nz/disclose.

No related party transactions were entered into during the Accounting Period that were not on arm's length terms.

Subsequent to year end, the Scheme introduced one new retail offering, being the Artesian Green and Sustainable Bond Fund (NZD) (the **Fund**), effective 19 June 2023. The current Product Disclosure Statement for the Fund is dated 9 June 2023 and is open for applications.

Other information for particular types of managed funds

The table below sets out the unit prices for the Funds at the start and at the end of the Accounting Period.

Fund	Unit price (\$)	
	as at 1 April 2022	as at 31 March 2023
Devon Alpha Fund	2.1429	2.1749
Devon Australian Fund	1.6514	1.5950
Devon Diversified Income Fund	1.5000	1.4481
Devon Dividend Yield Fund	1.9927	1.8951
Devon Sustainability Fund	3.3993	3.2063
Devon Trans-Tasman Fund	4.7289	4.5979
Devon Global Impact Bond Fund	1.5090	1.3893
Devon Global Sustainability Fund	1.5044	1.5465

Changes to persons involved in the scheme

Manager

Devon Funds Management Limited was the manager during the Accounting Period.

Directors and Key Personnel

During the accounting period Victoria Harris resigned as Portfolio Manager, effective 15 March 2023.

There were no other changes to the directors or key personnel of Devon during the Accounting Period.

Supervisor

The New Zealand Guardian Trust Company Limited was the supervisor throughout the Accounting Period.

The Board of The New Zealand Guardian Trust Company Limited at 31 March 2023 comprised:

- Robin Flannagan
- Bryan Connor
- Sarah Graydon

Administration Manager and Securities Registrar

Apex Group Limited was the administration manager and securities registrar for the Scheme throughout the Accounting Period.

Custodian

During the Accounting Period, BNP Paribas Fund Services Australasia Pty Limited acted as the custodian to the Scheme.

Auditor

PwC was the auditor to the Scheme throughout the Accounting Period

How to find further information

Further information relating to the Scheme and the Funds including the Trust Deed, SIPO and financial statements is available on the offer register and the scheme register at www.business.govt.nz/disclose. A copy of information on the offer register or scheme register is available on request to the Registrar of Financial Service Providers. Information about the Funds and

Devon, such as Fund Updates, Monthly Reports and the latest unit prices, can be found on the Devon website www.devonfunds.co.nz. You can obtain a copy of these documents, free of charge, from us using the contact details below.

See below how to obtain the latest information on the Funds.

Information	How to obtain
Fund Updates	Copies of the latest Devon Fund Updates are available on www.devonfunds.co.nz , on the offer register (OFR10754) at www.business.govt.nz/disclose or on request from us.
Product Disclose Statement (PDS)	A copy of the current Devon Funds PDS and Artesian Green and Sustainable Bond Fund (NZD) PDS are available on www.devonfunds.co.nz , on the offer register (OFR10754) at www.business.govt.nz/disclose or on request from us.
Statement of Investment Policy and Objectives (SIPO)	A copy of the latest SIPO for the Devon Funds and Artesian Green and Sustainable Bond Fund (NZD) are available on the scheme register (SCH10753) at www.business.govt.nz/disclose or on request from us.
Other Material Information (OMI)	A copy of the latest Devon Funds OMI is available on the offer register (OFR10754) at www.business.govt.nz/disclose or on request from us.
Unit Prices	The latest unit prices are available on our website www.devonfunds.co.nz or on request from us.
Trust Deed	A copy of the Trust Deed is available on the scheme register (SCH10753) at www.business.govt.nz/disclose .
Financial Statements	A copy of the latest Financial Statements is available on the scheme register (SCH10753) at www.business.govt.nz/disclose .

Contact details and complaints

If you have any queries or complaints about the Scheme, you can contact Devon, in the first instance, or The New Zealand Guardian Trust Company using the details provided below

Manager

Devon Funds Management Limited

PO Box 105609

Auckland City 1143

Telephone: 0800 944 049

Email: compliance@devonfunds.co.nz

Please direct queries or complaints to Niall Hartigan

Supervisor

The New Zealand Guardian Trust Company Limited

PO Box 274 Shortland Street

Auckland 1140

Telephone: +64 9 909 501

Email: ct-auckland@nzgt.co.nz

You may also contact the securities registrar using the following details:

Apex Group Limited

Level 25, QBE Centre, 125 Queen Street

Auckland City 1010

PO Box 106 039

Auckland City

Auckland 1143

Telephone: 09 309 8926

Devon is a member of the Insurance & Financial Services Ombudsman Scheme (**IFSO**), an approved independent dispute resolution scheme for the purposes of the Financial Service Providers (Registration and Dispute Resolution) Act 2008. If you are not satisfied with the response received from Devon, you may refer the matter (free of charge), directly to the IFSO using the following details:

Insurance & Financial Services Ombudsman Scheme

PO Box 10-845, Wellington 6143

Telephone: 0800 888 202

Email: info@ifso.nz

Further information about referring a complaint to IFSO can be found at www.ifso.nz.

Alternatively, you can contact:

Financial Services Complaints Limited

Level 4, 101 Lambton Quay, Wellington 6011

PO Box 5967, Wellington 6145

Telephone: 0800 347 257

Email: info@fscl.org.nz or complaints@fscl.org.nz

Financial Services Complaints Limited (**FSCL**) is an independent dispute resolution scheme approved under the Financial Service Providers (Registration and Dispute Resolution) Act 2008.

The New Zealand Guardian Trust Company Limited is a member of FSCL.

Further information about referring a complaint to FSCL can be found at www.fscl.org.nz. There is no cost to you in referring a complaint to FSCL.

If you have any questions please contact us on +64 9 925 3990

or visit our website www.devonfunds.co.nz