

VT THISTLEDOWN ICVC
(Sub-Fund VT Thistledown Income Fund)

Interim Report and Financial Statements (unaudited)
for the 6 months ended 30 June 2018

LETTER TO A POTENTIAL INVESTOR

This letter was first written in 2015. It remains relevant to anyone thinking of investing in the fund.

Kent, 2015

Dear Potential Investor,

Warren Buffett calls ‘**The Intelligent Investor**’ by Benjamin Graham (1949) ‘the best book on investing ever written’. It ends ‘To achieve satisfactory investment results is easier than most people realise; to achieve superior results is harder than it looks’.

If you want a satisfactory return, then things have improved since 1949. How? One word: Vanguard.

Vanguard Group, founded by Jack Bogle, pioneered index funds. These deliver market returns at very low cost. Yes, you get the ups and downs. But, prepared for these by the excellent Vanguard website, you should stay the course and earn a satisfactory return.

Thistledown aims for a superior return? How? By dealing with Mr Market, the manic-depressive.

Mr Market is a mythical character from ‘**The Intelligent Investor**’. He is manic-depressive and as his mood swings so does the price he offers to buy and sell parts of businesses (shares). Happy he offers silly prices for our shares; sad, he’ll sell at silly prices.

Who is Mr. Market and how can we avoid being like him?

He doesn’t exist, but stands for ‘groupthink’ in the financial market. Think of the Dotcom mania of 1999/2000, or the financial boom and bust of 2008/09. One year the crowd believes good times will last forever, the next that the recession will never end. Thistledown does its best to stand apart, focussing on what a company is worth, its intrinsic value, not the market price which the crowd determines. We aim to buy below intrinsic value. We don’t try to forecast in a conventional sense; ‘**forecasts tell you more about the forecaster than the future**’ as Warren Buffett wrote. But broadly we believe that intrinsic value acts as a magnet, which pulls prices to it over time. A view supported by the work of the Nobel Economist Robert Shiller*.

The chef eats here.

We have over 80% of our equity investments in the fund. But, although this approach sounds easy, it isn’t. Ignoring current opinion is hard, results aren’t guaranteed and superior returns are not delivered consistently. Yet this approach is behind numerous successful investment partnerships. And it is supported by academic studies showing cheap companies and cheap markets provide better returns than expensive companies or markets.

So far so good.

Since the fund started in December 2010 it has returned over 10% per annum after costs.

Yours sincerely,
Dominic Fisher

* Market Volatility. Robert J. Shiller MIT Press 1989

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INVESTMENT MANAGER'S REVIEW

Returns

The fund fell 2% over the six months, as the market rose 1.7%. The fund follows a value style, investing in companies that are lowly priced or undervalued. It holds between twenty and thirty investments to spread risk. For over four years I have been concerned that US equities are expensive and have held cash and short-dated bond ETF's to protect against a fall. This policy helped the fund avoid the large fall during the first quarter but held back returns during the second quarter as the market rebounded sharply. Holding reserves to benefit from lower prices is known as market timing and is generally considered a poor way to invest because it is difficult to time entries and exits successfully. I agree, if the manager is forever changing their allocations, but not if the manager is trying to take advantage of a longer-term anomaly.

An example might help demonstrate what I mean. John Templeton pioneered investing internationally. In the early 1960's he identified that Japanese stocks were lowly priced and when currency controls were lifted he invested heavily. By the early 1970's half his fund was invested in Japan. In the 1980's he began to sell, and I believe that by 1987 had no investments left in Japan although at the time it represented 40% of world markets. The market then doubled in the next two years before peaking in 1989. The market has just returned to the levels of 1987 some 31 years later. Templeton was right, but I am sure that in the years running up to the peak he was widely criticised. I am no John Templeton, nor are US valuations as extreme as Japan in 1989. However, on specific measures, US valuations are now higher than during the technology bubble of 2000 which is my concern.

Comments

I now want to reflect on something so commonplace that it is taken for granted, but which still strikes me as a marvel. You and I by investing in the fund own a part of around thirty companies. These companies make money in different businesses and different countries. Professional management runs them, and they have thousands of employees. The biggest supply millions of consumers with mobile phones, microelectronics, oil, gas, bank accounts, insurance and savings products. The smallest manufacture specialist drain covers, manage gold funds for the retail investor, drill for oil in West Africa and own timber in New Zealand and Brazil. If we want to increase or reduce our ownership of these businesses we can do so quickly. We don't need to insure or maintain these assets, and after expenses, we will receive an annual income of around 1.6%. As I wrote, commonplace, but I am still delighted to know that my savings are spread in this way and at relatively low cost. Obviously, this happy situation depends on your continued support. I don't take your support for granted and hope to continue to earn it by sticking to my knitting.

What concerns me is that I am an informed investor and understand the risks involved and I hope that my reports keep you informed. Many savers are not informed, and are ill-prepared for the risks involved in equity investment. However, they must invest, because there are no safe assets left. The Bank of England just raised interest rates to 0.75%, which is nearly 2% less than inflation. Here are some headlines from commentators; 'The rise threatens to dampen consumer and business confidence', 'it risks undermining confidence', 'a bold move'. The idea that savers should get a small return over inflation for saving is dead, instead it is borrowers that need saving. However, how are savings to be encouraged? I am not an economist, but I do deal with individuals that want to save for retirement or a rainy day. In the past, they could have relied on the Bank of England to protect their interests; even if it failed during inflationary times. Now they cannot. It must be wrong if individuals lose faith in the Bank of England, but that is undoubtedly the consequence of years of favouring borrowers over savers.

Finally, for compliance reasons I no longer know who invests in the fund. Over the period some £700,000 has been invested. A small part is mine, the rest I think is from new investors. Welcome and thank you for your trust.

Thistledown Investment Management Limited

COMPANY OVERVIEW

Type of Company

VT ThistleDown ICVC (the 'Company') is an investment company with variable capital under the Open Ended Investment Company Regulations 2001 ((SI2001/1228). The Company is an umbrella company with 1 sub-fund, which is a UCITS scheme. Shareholders are not liable for the debts of the Company.

The Company was incorporated and authorised by the Financial Conduct Authority on 13 June 2014 under registered number IC001011, and commenced trading with six sub-funds on 14 July 2014, which included Smartfund ThistleDown Income Fund ('ThistleDown') sub-fund whose assets were taken into the Company on 14 July 2014. The ThistleDown sub-fund itself had commenced trading on 3 December 2010. The assets of the other five sub-funds were transferred out during the year ended 31 December 2016 and were wound up on 11 December 2017.

SUB-FUND OVERVIEW

Name of Sub-fund	VT Thistle-down Income Fund
Size of Sub-fund	£13,706,002
Launch date	14 July 2014
Investment objective and policy	<p>To provide income while investing to provide some capital growth over the medium to long term.</p> <p>The Fund will seek to achieve its investment objective by investing principally in equities. The Fund may also invest in exchange traded funds ("ETFs"), fixed income securities and other collective investment schemes.</p> <p>The ACD will apply a 'value' based policy when selecting equities for the Fund's portfolio. This means that an asset will be included in the portfolio when the Investment Adviser's analysis and expertise suggests it will provide a total return over the full investment cycle or longer that is higher than the total return that could be expected from UK equity investments over the same period (i.e. between 5 and 10 year horizons). Achieving these target returns for each equity investment or for the Fund's portfolio as a whole is highly uncertain as equities are volatile assets and are expected to be the principal portfolio investment.</p> <p>The ACD will hold ETFs, fixed income securities, collective investment schemes and cash and near cash when it cannot identify enough opportunities to achieve a suitable spread of equity investments with the appropriate 'value' characteristics. The ACD will also seek to reduce investment risk by diversifying the Fund's investments across industries and countries. It will not consider the size of company or market important to its investment decision provided the ACD and the Investment Adviser believe the relevant investment will diversify risk in the portfolio. Investments in assets denominated in foreign currencies may be hedged into sterling.</p> <p>The ACD must ensure that the Fund maintains sufficient cash for the purposes of maintaining liquidity. This portion of the sub-fund's assets must be represented by cash or similarly liquid assets (which may include money market instruments, deposits or units in collective investment schemes) at all times.</p> <p>The Fund's portfolio and mix of asset classes will be rebalanced from time to time at the absolute discretion of the ACD.</p>
Annual accounting date	31 December
Interim accounting dates	30 June
Annual income allocation date	31 December
Interim income allocation dates	31 March, 30 June, 30 September
Individual Savings Account (ISA)	The Company is a qualifying investment for inclusion in an ISA.
Minimum investment	
Lump sum subscription:	Z Class Income/Accumulation = £3,000 F Class Income/Accumulation = £10,000,000 C Class Income/ Accumulation = £3,000
Top up:	Z Class Income/Accumulation= £500 (£100 for regular contributions) F Class Income/Accumulation = £1,000,000 C Class Income/Accumulation =£500 (£100 for regular contributions)
Holding:	Z Class Income/Accumulation = £3,000 F Class Income/Accumulation = £10,000,000 C Class Income/ Accumulation = £3,000

SUB-FUND OVERVIEW (Continued)

Redemption:	Z Class Income/Accumulation = £1,000
	F Class Income/Accumulation = £1,000,000
	C Class Income/ Accumulation = £1,000

N.B. C Class Shares are only available to registered charities and subject to their continuing to be so registered.

The ACD may at its discretion accept subscriptions lower than the minimum amount.

ACD charges

The annual management charge is comprised of a fixed element which is retained by the ACD for its own account and a variable element which is paid by the ACD to the Investment Manager.

The fixed element, which is equal to £20,000 per annum, is taken from Z Class, F Class Shares and C Class Shares pro-rata to their Net Asset Value.

The variable element in respect of the Z Class Shares is equal to 1.00% per annum of the Net Asset Value of the Z Class Shares.

The variable element in respect of the F Class Shares is equal to 0.60% per annum of the Net Asset Value of the F Class Shares.

The variable element in respect of the C Class Shares is equal to 0.60% per annum of the Net Asset Value of the C Class Shares.

Initial Charge	Z Class = Nil
	F Class = 5.0%
	C Class = Nil

PORTFOLIO STATEMENT

As at 30 June 2018

Holding	Investment	Value £	% of net assets
Europe excluding UK 6.76% (31 December 2017 :9.01%)			
25,448	Fondul P (REGS)	216,004	1.58
4,350,000	OMV Petrom S.A.	264,533	1.93
27,971	Svenska Handelsbanken	235,830	1.72
1,561	Total Gabon S.A.	209,801	1.53
		926,168	6.76
Global Emerging Markets 8.83% (31 December 2017 :9.62%)			
12,408	iShares Emerging Markets Local Government Bond UCITS ETF	570,210	4.16
27,595	SPDR S&P Emerging Markets Dividends ETF	640,572	4.67
		1,210,782	8.83
Asia ex Japan Equity 4.60% (31 December 2017 :2.80%)			
331	Samsung Electronics	262,016	1.91
300,000	Emperor Entertainment Hotel Ltd	49,550	0.36
1,025,000	Lion Rock Group Ltd	134,149	0.98
15,000	Pasona Group Inc	184,867	1.35
		630,582	4.60
Japan 6.70% (31 December 2017 :11.20%)			
95,229	CF Morant Wright Fuji Yield	918,707	6.70
North America 7.35% (31 December 2017 :6.84%)			
8,155	AT&T	200,399	1.46
16,334	HP Inc	283,663	2.07
14,293	Kulicke and Soffa Industries	259,863	1.90
150,000	Sprott Inc	263,180	1.92
		1,007,105	7.35
UK Equity 24.89% (31 December: 2017 :25.97%)			
113,039	Alumasc Group	152,603	1.11
66,672	Ashmore Group Plc	248,420	1.81
52,534	Aviva	265,454	1.94
117,130	Brown (N) Group Ord	199,180	1.45
55,147	BP	321,038	2.34
138,300	Dixons Carphone Plc	258,172	1.88
18,650	GlaxoSmithKline	286,222	2.09
21,618	Hargreaves Services Plc	75,987	0.55
470,000	Lloyds Banking Group Plc	296,922	2.17
731,109	Phaunos Timber Fund	264,296	1.93
6,976	Rio Tinto Plc	294,213	2.15
27,731	Scottish and Southern Energy	294,944	2.15
85,000	TI Fluid Systems Plc	210,800	1.54
132,498	Vodafone Group Plc	243,783	1.78
		3,412,034	24.89

PORTFOLIO STATEMENT (Continued)

	UK Gilts 28.11% (31 December 2017 :19.68%)		
7,720	iShares FTSE UK Gilts 0-5 years	1,022,900	7.46
16,703	SPDR Barclays 1-5 Year Gilt UCITS ETF	850,600	6.21
1,978,947	UK Gilt 22.07.2018	1,978,947	14.44
		<u>3,852,447</u>	<u>28.11</u>
	Corporate Bonds 4.09% (31 December 2017 :4.09%)		
7,400	iShares \$ Ultrashort Bond UCITS ETF	560,513	4.09
		<u>560,513</u>	<u>4.09</u>
	Investment assets 91.33% (31 December 2017: 89.21%)	12,518,338	91.33
	Net other assets 8.81% (31 December 2017:11.00%)	1,208,710	8.81
	Adjustment to revalue assets from Mid to Bid prices (0.21%) (31 December 2017: (0.17%))	(21,046)	(0.15)
		<u>13,706,002</u>	<u>100.00</u>

SUMMARY OF MATERIAL PORTFOLIO CHANGES

	£
Total purchases for the period ended 30 June 2018	2,806,584
Brown (N) Group	70,664
GlaxoSmithKline	262,206
Lion Rock Group	115,355
OMV Petrom	261,595
SSE Plc	47,742
Svenska Handelsbanken AB	49,022
UK Gilt 22/07/2018	2,000,000
Total sales for the period ended 30 June 2018	2,003,121
Ashmore Group	97,250
Distribuidora	198,665
HP Inc	88,479
Kulicke & Soffa Industries	141,139
Lloyds Banking Group	133,452
Morant Wright Fuji Yield	250,174
Persimmon	261,153
Sprott Inc	82,809
UK Treasury Bill 02/01/2018	750,000

The above transactions represent all of the sales and purchases during the period.

STATEMENT OF THE AUTHORISED CORPORATE DIRECTOR'S (ACD'S) RESPONSIBILITIES

The rules of the Financial Conduct Authority's Collective Investment Schemes Sourcebook require the Authorised Corporate Director to prepare financial statements for each accounting period which give a true and fair view of the financial position of the Company at the end of the financial period and its net revenues and net capital gains for the period. In preparing these financial statements the Authorised Corporate Director is required to:

- comply with the Prospectus, the Statement of Recommended Practice for Authorised Funds issued by the Investment Association in May 2014, the Instrument of Incorporation, generally accepted accounting principles and applicable accounting standards, subject to any material departures which are required to be disclosed and explained in the financial statements.
- select suitable accounting policies and then apply them consistently.
- make judgments and estimates that are reasonable and prudent.
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in operation for the foreseeable future.

The Authorised Corporate Director is required to keep proper accounting records and to manage the Company in accordance with the COLL regulations, the Instrument of Incorporation, and the Prospectus. The Authorised Corporate Director is responsible for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DIRECTOR'S STATEMENT

In accordance with the requirements of the Financial Conduct Authority's Collective Investment Scheme's Sourcebook, we hereby certify the interim report.

Anne A. Laing CA

Neil J. Smith MA BA CA

Valu-Trac Investment Management Limited
Authorised Corporate Director

Date

30 August 2018

STATEMENT OF TOTAL RETURN

For the period ended 30 June 2018 (unaudited)

	30.06.18		30.06.17	
	£	£	£	£
Income				
Net capital (losses)/gains		(414,513)		589,495
Revenue	224,097		180,544	
Expenses	(74,276)		(65,658)	
Interest payable and similar charges	-		(148)	
Net revenue/expense before taxation	<u>149,821</u>		<u>114,738</u>	
Taxation	<u>-</u>		<u>-</u>	
Net revenue/expense after taxation		<u>149,821</u>		<u>114,738</u>
Total return before distributions		(255,692)		704,233
Finance costs: distributions		<u>(149,821)</u>		<u>(93,959)</u>
Change in net assets attributable to shareholders from investment activities		<u><u>(414,513)</u></u>		<u><u>610,274</u></u>

STATEMENT OF CHANGES IN NET ASSETS ATTRIBUTABLE TO SHAREHOLDERS

For the period ended 30 June 2018 (unaudited)

	30.06.18	30.06.17
	£	£
Opening net assets attributable to shareholders	13,375,436	12,072,877
Amounts receivable on creation of shares	711,522	202,411
Amounts payable on cancellation of shares	(21,297)	(63,982)
Dilution Levy	773	-
Dividend reinvested	54,081	29,937
Change in net assets attributable to shareholders from investment activities (see above)	<u>(414,513)</u>	<u>610,274</u>
Closing net assets attributable to shareholders	<u><u>13,706,002</u></u>	<u><u>12,072,877</u></u>

The Investment Association SORP requires that comparatives are shown for the above report. As comparatives should be for the comparable interim period the net asset value at the end of the period will not agree to the net asset value at the start of the period. The company net asset value as at 31 December 2017 was £13,375,436.

BALANCE SHEET

As at 30 June 2018 (unaudited)

	30.06.18		31.12.17	
	£	£	£	£
ASSETS				
Investment assets		12,497,292		11,904,435
Current Assets				
Debtors	48,240		30,919	
Cash and bank balances	<u>1,447,900</u>		<u>1,489,732</u>	
Total other assets		<u>1,496,140</u>		<u>1,520,651</u>
Total assets		13,993,432		13,425,086
LIABILITIES				
Creditors				
Distribution payable	(59,312)		(20,011)	
Creditors	<u>(228,118)</u>		<u>(29,639)</u>	
Total liabilities		<u>(287,430)</u>		<u>(49,650)</u>
Net assets attributable to shareholders		<u>13,706,002</u>		<u>13,375,436</u>

The accounting policies applied are consistent with those of the annual financial statements for the period ended 31 December 2017 and are described in those annual financial statements.

PERFORMANCE RECORD

Class Z Net Income GBP		Period ended 30 June 2018	Year ended 31 December 2017	Period ended 31 December 2016
Changes in net assets per unit		GBP	GBP	GBP
	Opening net asset value per unit	133.5246	123.2763	99.6002
	Return before operating charges	(0.8921)	13.6605	26.8033
	Operating charges (note 1)	(1.8274)	(1.8134)	(1.5378)
	Return after operating charges*	(2.7195)	11.8471	25.2655
	Distribution on income units	(1.3931)	(1.5988)	(1.5894)
		<u>129.4120</u>	<u>133.5246</u>	<u>123.2763</u>
	*after direct transaction costs of:	0.0344	0.0642	0.1114
Performance	Return after charges	(2.04%)	9.61%	25.37%
Other information	Closing net asset value	£5,369,176	£5,521,555	£5,217,713
	Closing number of units	4,148,902	4,135,233	4,232,536
	Operating charges (note 2)	1.39%	1.40%	1.38%
	Direct transaction costs	0.03%	0.05%	0.10%
Prices	Highest unit price	135.58	130.04	124.04
	Lowest unit price	127.46	120.02	100.41
Class Z Net Accumulation GBP		Period ending 30 June 2018	Year ended 31 December 2017	Period from 04 April 2016 to 31 December 2016[^]
Changes in net assets per unit		GBP	GBP	GBP
	Opening net asset value per unit	134.9492	122.9237	100.0000
	Return before operating charges	(0.8831)	24.4619	24.4619
	Operating charges (note 1)	(1.8568)	(1.8181)	(1.5382)
	Return after operating charges*	(2.7399)	12.0255	22.9237
		<u>132.2093</u>	<u>134.9492</u>	<u>122.9237</u>
	Retained distributions on accumulated units	1.4117	1.6120	1.7132
	*after direct transaction costs of:	0.0350	0.0645	0.1115
Performance	Return after charges	(2.03%)	10.03%	22.92%
Other information	Closing net asset value	£5,301,033	£4,728,564	£4,014,101
	Closing number of units	4,009,577	3,503,958	3,265,523
	Operating charges (note 2)	1.39%	1.40%	1.38%
	Direct transaction costs	0.03%	0.05%	0.10%
Prices	Highest unit price	137.03	134.95	123.39
	Lowest unit price	128.83	123.10	98.77

[^]Share class launched 04 April 2016

PERFORMANCE RECORD (Continued)

Class F Net Income GBP	Period ending 30 June 2018	Year ended 31 December 2017	Period from 19 April 2016 to 31 December 2016[^]	
Changes in net assets per unit	GBP	GBP	GBP	
Opening net asset value per unit	129.8152	119.8491	100.0000	
Return before operating charges	1.1279	13.2839	22.6945	
Operating charges (note 1)	(1.2654)	(1.2599)	(1.0772)	
Return after operating charges*	(2.3933)	12.0240	21.6173	
Distribution on income units	(1.6085)	(2.0579)	(1.7682)	
	125.8134	129.8152	119.8491	
	*after direct transaction costs of:	0.0335	0.0624	0.1099
Performance	Return after charges	(1.84%)	9.78%	21.62%
Other information	Closing net asset value	£3,056,839	£3,154,069	£2,911,926
	Closing number of units	2,429,660	2,429,660	2,429,660
	Operating charges (note 2)	0.99%	1.00%	0.98%
	Direct transaction costs	0.03%	0.05%	0.10%
Prices	Highest unit price	131.84	133.62	120.70
	Lowest unit price	124.04	123.45	98.68

[^]Share class launched 19 April 2016

Class AC	Period from 04 November to 17 March 2016[^]	
Changes in net assets per unit	GBP	
Opening net asset value per unit	4,192.2400	
Return before operating charges	128.0987	
Operating charges (note 1)	(58.2987)	
Return after operating charges*	69.8000	
Distribution on income units	(5.1900)	
Closing net asset value per unit	4,256.8500	
	*after direct transaction costs of:	4.2245
Performance	Return after charges	1.66%
Other information	Closing net asset value	£1,890,763
	Closing number of units	39
	Operating charges (note 2)	1.38%
	Direct transaction costs	0.10%
Prices	Highest unit price	4,261.72
	Lowest unit price	4,023.76

[^]Share class terminated 17 March 2016 and transferred to Class Z.

+The values for the AC shares are based on a representative unit. Unlike other share classes AC shares in the SA Smartfund Advantage ICVC (of which the Thistle-down Fund was a Sub-Fund are created and priced uniquely for each share holder.)

PERFORMANCE RECORD (Continued)

- 1 The operating charges per unit figure is calculated by applying the operating charges percentage to the average net asset valuation per share throughout the period.
- 2 The operating charges percentage is based on the expenses incurred during the period annualised, as a proportion of the average net asset value of the fund.

Risk Profile

Based on past data, the fund is ranked a '4' on the synthetic risk and reward indicator scale (of 1 to 7) as described fully in the Key Investor Information Document. The Fund is ranked 4 because simulated monthly historical performance data indicates that it has experienced moderate rises and falls in market prices historically.

DISTRIBUTION TABLES

2018

Interim distributions in pence per share

Group 1: Shares purchased prior to 1 January 2018

Group 2: Shares purchased 1 January 2018 to 31 March 2018.

Payment date	Unit type	Share class	Net revenue 2018	Equalisation 2018	Distribution paid / allocated 2018
13.04.18	group 1	Z Net Income	0.5302	-	0.5302
13.04.18	group 2	Z Net Income	0.3205	0.2097	0.5302
13.04.18	group 1	F Net Income	0.6408	-	0.6408
13.04.18	group 2	F Net Income	0.6408	-	0.6408
13.04.18	group 1	Z Net Accumulation	0.5358	-	0.5358
13.04.18	group 2	Z Net Accumulation	0.3294	0.2064	0.5358

Interim distributions in pence per share

Group 1: Shares purchased prior to 1 April 2018

Group 2: Shares purchased 1 April 2018 to 30 June 2018.

Payment Date	Unit type	Share class	Net revenue 2018	Equalisation 2018	Distribution paid / allocated 2018
13.07.18	group 1	Z Net Income	0.8629	-	0.8629
13.07.18	group 2	Z Net Income	0.8238	0.0391	0.8629
13.07.18	group 1	F Net Income	0.9677	-	0.9677
13.07.18	group 2	F Net Income	0.9677	-	0.9677
13.07.18	group 1	Z Net Accumulation	0.8759	-	0.8759
13.07.18	group 2	Z Net Accumulation	0.6574	0.2185	0.8759

2017

Interim distributions in pence per share

Group 1: Shares purchased prior to 1 January 2017

Group 2: Shares purchased 1 January 2017 to 31 March 2017.

Payment date	Unit type	Share class	Net revenue 2017	Equalisation 2017	Distribution paid / allocated 2017
13.04.17	group 1	Z Net Income	0.0652	-	0.0652
13.04.17	group 2	Z Net Income	0.0000	0.0652	0.0652
13.04.17	group 1	F Net Income	0.1867	-	0.1867
13.04.17	group 2	F Net Income	0.1867	-	0.1867
13.04.17	group 1	Z Net Accumulation	0.0653	-	0.0653
13.04.17	group 2	Z Net Accumulation	0.0000	0.0653	0.0653

Interim distributions in pence per share

Group 1: Shares purchased prior to 1 April 2017

Group 2: Shares purchased 1 April 2017 to 30 June 2017.

Payment date	Unit type	Share class	Net revenue 2017	Equalisation 2017	Distribution paid / allocated 2017
14.07.17	group 1	Z Net Income	0.8210	-	0.8210
14.07.17	group 2	Z Net Income	0.4873	0.3337	0.8210
14.07.17	group 1	F Net Income	0.9245	-	0.9245
14.07.17	group 2	F Net Income	0.9245	-	0.9245
14.07.17	group 1	Z Net Accumulation	0.8198	-	0.8198
14.07.17	group 2	Z Net Accumulation	0.4507	0.3691	0.8198

INFORMATION FOR INVESTORS

General Information

Base Currency

The base currency of the Company is Pounds Sterling which is the functional currency.

Share Capital

The minimum share capital of the Company is £1 and the maximum is £100,000,000,000.

Structure of the Company

The VT Thistledown ICVC is structured as an umbrella company. Provision exists for an unlimited number of Sub-Funds, and at the date of this Report there is one sub-fund, VT Thistledown Income Smartfund, authorised.

Classes of Shares

The Company can issue different classes of share in respect to any Sub-Fund.

Valuation Point

The scheme property of the Company and each Sub-Fund will normally be valued at 16.30 on each dealing day for the purpose of calculating the price at which shares in the Company may be issued, sold, repurchased or redeemed.

The ACD reserves the right to revalue the Company or any Sub-Fund at any time if it considers it desirable to do so, with the Depositary's approval.

Buying and Selling of Shares

The ACD will accept orders for the purchase and sale of shares on normal business days between 8:30am and 5:30pm. Instructions to buy or sell shares may either be in writing to:

Valu-Trac Investment Management Ltd

Orton, Fochabers, Moray, IV32 7QE

Or by email to:

thistledown@valu-trac.com for deals relating to the sub-fund.

A contract note will be issued by close of business on the next business day after the dealing date to confirm the transaction.

Pricing Basis

There is a single price for buying, selling and switching shares in a Sub-Fund which represents the net asset value of the Sub-Fund concerned. The share price is calculated on a forward pricing basis, that is at the next Valuation Point after the purchase or redemption is deemed to be accepted by the ACD.

The prices of shares are published daily on the Investment Association website at www.fundlistings.com. Neither the ACD nor the Company can be held responsible for any errors in the publication of the prices. The shares in the company will be issued and redeemed on a forward pricing basis which means that the price will not necessarily be the same as the published price.

Other Information

The Instrument of Incorporation, Prospectus, Key Investor Information Document and the most recent interim and annual reports may be inspected free of charge at the office of the ACD which is also the Head Office of the Company and copies may be obtained upon application.

CORPORATE DIRECTORY

Authorised Corporate Director & Registrar

Valu-Trac Investment Management Limited
Orton
Fochabers
Moray
IV32 7QE
Telephone: 01343 880344
Fax: 01343 880267
(Authorised and regulated by the Financial Conduct Authority)

Investment Manager

Thistledown Investment Management Limited
Otham Manor
Otham Street
Maidstone
Kent
ME18 8RW
(Authorised and regulated by the Financial Conduct Authority)

Depository

National Westminster Bank Plc
Drummond House
2nd Floor
1 Redheughs Avenue
Edinburgh, EH12 9RH
(Authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and Prudential Regulation Authority)

Auditor

FKF Accounting Limited
33 High Street
Inverness
IV1 1HT