



The Ethical Partners
Australian Share Fund Information Memorandum

RESPONSIBLE ENTITY
Equity Trustees Limited
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HOW TO APPLY

To apply for units in the Ethical Partners Australian Share Fund, complete the application form available either:

- attached to this IM
- available at www.ethicalpartners.com.au
- or by emailing us at investors@ethicalpartners.com.au

Note: The Fund is not currently being offered to non-Australian based investors or US persons

This Information Memorandum (“IM”) is dated 3 August 2020 and contains information about the Ethical Partners Australian Share Fund (“The Fund”). This IM is issued by Equity Trustees Limited (“Equity Trustees”, “we” or “Responsible Entity”) ABN 46 004 031 298, AFSL 240975.

Qualifying Investors and Disclosure

This IM has been produced exclusively for Wholesale investors or Sophisticated investors (collectively “Qualifying Investors”) as defined by the Corporations Act 2001 (Cth) – Sections 761G(7) and 761GA. The Responsible Entity needs to be satisfied that an investor is a “Qualified Investor” before issuing units in The Fund. This IM is not the same as a Product Disclosure Statement (“PDS”) and is not required to be the same as a PDS. The IM may not have the same level of detail as a PDS and is not required to be lodged with or notified to the Australian Securities and Investment Commission (“ASIC”). This IM is not a recommendation to make an investment in The Fund and may not include all the information an investor needs to consider when deciding whether or not to invest in The Fund. The Responsible Entity encourages you to make your own independent enquiries about The Fund, The Responsible Entity, The Investment Manager or any other aspect that may influence the investment decision.

Seek own advice

The Responsible Entity does not take into account the personal circumstances of potential investors. Investors should seek their own taxation, legal, investment, accounting and other professional advice before making an investment decision. Investment in The Fund is subject to risks as outlined in this IM. Investors should read the section on risks carefully.

The Responsible Entity, The Investment Manager or associates, Directors, officers, employees or advisors does not make any representation or warranty, express or implied, as to the accuracy, reliability or completeness contained in this IM. Nor does it, to the extent allowed under the law, accept liability for any loss or damage suffered or incurred by the recipient however caused (including negligence) relating to any way this IM including the information provided herein or any errors or omissions.

The IM includes forward looking statements, defined as statements other than statements of historical fact. Such forward looking statements involve known and unknown risks, uncertainties and other important factors that could influence the performance of units in The Fund. These forward looking statements are not intended as representations of fact and reflect the Responsible Entity’s opinion current only as at the date of this IM. Hence there can be no assurance that these statements or projections will be realised.

1. About Equity Trustees Limited

The Responsible Entity Equity Trustees Limited

Equity Trustees Limited ABN 46 004 031 298 AFSL 240975, a subsidiary of EQT Holdings Limited ABN 22 607 797 615, which is a public company listed on the Australian Securities Exchange (ASX: EQT), is The Fund's Responsible Entity and issuer of this IM. Established as a trustee and executorial service provider by a special Act of the Victorian Parliament in 1888, today Equity Trustees is a dynamic financial services institution which continues to grow the breadth and quality of products and services on offer.

Equity Trustees' responsibilities and obligations as The Fund's responsible entity are governed by The Fund's constitution ("Constitution"), the Corporations Act and general trust law. Equity Trustees has appointed Ethical Partners Management Services Pty Ltd ("Ethical Partners") as the Investment Manager of The Fund. Equity Trustees has appointed a custodian to hold the assets of The Fund. The custodian has no supervisory role in relation to the operation of The Fund and is not responsible for protecting your interests.

The Investment Manager

Ethical Partners Management Services Pty Ltd

Ethical Partners Management Services Pty Ltd ABN 94 623 503 720 ("Ethical Partners" or "Investment Manager") is the Investment Manager of The Fund and is an authorised representative of Ethical Partners Funds Management Pty Ltd (ABN 96 623 475 454, AFSL 504749). Ethical Partners is an Investment Manager owned by its employees. This allows the business to be managed for the benefit of its clients. They have a disciplined investment process that looks at business risk first, before the price of the security.

The business founders Nathan Parkin and Matt Nacard have combined over 35 years' experience in financial markets. Ethical Partners pursues investments in companies that pass its financial, management and the Ethical Partners Operational Risk Assessment (EPORA) and valuation measures. This is because they believe that businesses that have solid balance sheets, operational cash flow and also take seriously how they treat people and natural resources will ultimately prove to be a lower risk proposition than those that don't. They also believe that being a disciplined value investor and paying the right price for companies is equally important.

Ethical Partners aims to provide returns that beat the market over the medium to long term for their clients and do so while owning an appropriate set of ethically screened businesses. They aim to do this through a focus on assessing companies, not only for their business prospects and paying an appropriate price but also through an assessment of their ethical credentials via the EPORA. The EPORA includes managements' attitude and commitment to how they treat people that work directly and indirectly for them. It includes how seriously they treat the societal and environmental impact of their business. It includes an assessment of management and the Board of Directors, the product they produce and where they do business.

Ethical Partners has established The Ethical Partners Tatrai Giving Fund in order to support charitable causes in the areas of

ETHICAL PARTNERS' VALUES ARE:

RESPONSIBILITY

Ethical Partners are responsible for their clients' money. They are responsible, where appropriate, for influencing the way companies conduct their businesses. The financial services industry as a whole has a responsibility to do things better and have a positive influence on the environment, human rights and society. They want to play an important part in this.

ACCOUNTABILITY

Ethical Partners are accountable for the decisions they make to all their stakeholders. They are accountable for their clients' money. Ethical Partners realises that there are consequences to the actions they take. They will stand by their decisions and what they believe in. They won't always be right but they will always be accountable.

THE CONFIDENCE TO BE DIFFERENT

Ethical Partners understands that their views on companies, the market and the way they invest may be different to a majority of others. They have the confidence in their process, their approach and their decisions. Sometimes the best decisions for the long term are the ones that aren't recognised at the time or require courage of their conviction in the short term.

health, education and the support of young people. More information about the Tatrai Giving Fund is available at www.ethicalpartners.com.au.

Among their commitments to clients are that they will stay true to their value investing principles and process. They will treat your funds with the respect they deserve as your long-term savings, and never forget the privilege it is to be the investment manager of those funds for as long as you are a client.

Key Management Personnel

Ethical Partners Management Services (EPMS) is the Corporate Authorised Representative of Ethical Partners Funds Management (EPFM). The co-founders of EPMS and EPFM are Nathan Parkin and Matt Nacard.

Nathan Parkin is the Investment Director. Nathan has 22 years' experience in Australian financial markets including most recently as Deputy Head of Equities at Perpetual. He was at Perpetual for 12 years (over two periods) where in his most recent role as Deputy Head of Equities he managed over \$6.5bn in funds under management. Nathan was the Portfolio Manager for Perpetual's Ethical SRI Fund from 2011 to 2016. He has also had experience as an equity analyst, equities dealer and Head of Institutional Business. His not-for-profit work includes fund raising and school Board membership.

Matt Nacard is the Chief Executive Officer. Matt has 16 years' experience in financial services, most recently as Co-Head of Asia Equities (including Japan) at Macquarie Group where as an Executive Director he managed up to 430 people across nine equity markets. He has been a rated equities analyst in both Australia and Asia. As someone who is passionate about equities research, while at Macquarie he was the Head of Equities Research in Australia from 2010 to 2013 and Head of Hong Kong Research from 2008 to 2010. Matt has done extensive not for

profit work including strategic input, Board membership and fund raising for various charities.

Fund Administrator and custodian – Link Fund Solutions Pty Limited (LFS)

The Responsible Entity has appointed Link Fund Solutions Pty Limited (ABN 44 114 914 215), Corporate Authorised Representative of Pacific Custodians Limited (ABN 66 009 682 866 AFSL No. 295142) (LFS) as The Fund administrator and custodian. LFS is part of the ASX-listed Link Group (ASX:LNK). It provides a full middle and back office function and reconciliation of portfolio records to custodian records and calculation of daily unit prices for a range of funds across various asset classes. It provides a range of registry services in relation to unit trusts including processing of applications (including AML/ KYC checks and FATCA/CRS due diligence), redemptions, transfers, provision of unit holder reporting and data extracts to clients and preparation of distribution of tax and annual statements as well as custodian services.

Fund auditor – Grant Thornton

Grant Thornton is a global assurance, audit, accounting, tax and advisory firm. It has over 1,200 people working in offices throughout Australia and its auditing division audits several fund managers in Australia. Grant Thornton is involved in the responsible/ethical investment space through the audit of the Responsible Investment Association of Australasia (RIAA) and it also performs product accreditation verification for RIAA's Responsible Investment Certification Program.

2. How the Ethical Partners Australian Share Fund works

When you invest your money in the Ethical Partners Australian Share Fund your investment is pooled together with other investors' money. The Investment Manager uses this pool to buy investments and manage those investments on behalf of all investors in The Fund. Under this structure you access the knowledge and skill of EPMS which makes investment decisions on behalf of all unit holders. The total value of the gross assets in The Fund is divided into units and a unit price (after allowing for transaction costs, also known as the buy-sell spread) is calculated each Business Day. This unit price will change each day as the price of the underlying investments change.

When you make an investment in The Fund, we will allocate units to you based on the entry price for the Business Day on which we receive your application, if the application is received before the cut-off-time. When you choose to redeem your units, we will redeem your units based on the exit price for the Business Day on which we receive your redemption request, if the application is received before the cut-off-time. The application and redemption cut-off time is 2pm Sydney time. Applications received after that time will be priced at the next Business Day. If an application is incomplete, the transaction request will be processed using the unit price on the day we receive the complete and correct documentation. Full terms and conditions of our unit pricing policy are available upon request.

Terms and conditions concerning The Fund are set out in this Information Memorandum and The Fund's Constitution which we can provide to you upon request.

Redemptions

You can generally request to withdraw all or part of your investment in The Fund by completing a redemption request form. Redemptions will generally be paid to your nominated bank account within five Business Days. The minimum redemption amount is A\$20,000.

There may be circumstances where you will be unable to make a redemption within the usual period. The Responsible Entity may delay a redemption request in certain situations, such as where we are unable to realise sufficient assets due to circumstances outside our control or if The Fund becomes illiquid or in other circumstances set out in the Constitution.

Distributions

The Fund will declare and pay a distribution twice yearly. The distribution may include components of both net capital gains and net income generated by The Fund. You may elect to have your distributions automatically reinvested into additional units in The Fund (generally as soon as possible after the distribution period) or paid directly into your Nominated Bank account (generally within ten Business Days after the end of the distribution period). If you make no election or we are unable to pay you the distribution, it will be automatically reinvested for you into additional units in The Fund.

3. Key risks

The Manager will attempt to mitigate risks, however not all risks can be eliminated and can be outside the control of the Manager. Some key risks include –

Market and investment risk

The Fund will have significant exposure to the Australian share market. The investments of The Fund are likely to have a general correlation with the share market. Hence, negative share market performance will likely have a significant negative impact on the investments of The Fund and Fund performance. Therefore an investment in The Fund will carry higher risk than a bank account or fixed income investment. These risks may be reflected in the unit price which may fluctuate significantly, even over short periods of time.

Concentration and specific company risk

The Fund will typically own 30 to 50 stocks and hence the return of The Fund will depend on the underlying performance of those stocks. This concentration could increase the volatility of The Fund's unit price and mean that the performance of The Fund varies materially from its benchmark.

Regulatory risk

Changes in Government or regulatory policy may impact The Fund, its investments and its structure. Policy changes could impact the performance of the underlying companies The Fund invests in. Tax policy changes could also impact returns from The Fund.

Manager risk

While the Directors of EPFM and EPMS are experienced in financial markets, EPFM and EPMS are relatively new companies with a limited track record. There is no guarantee that The Fund will achieve its performance objectives or perform well

versus other fund managers. The Investment Manager may change its investment strategies over time which may end up having either a positive or negative impact on the performance of The Fund. The personnel of the Investment Manager may also change which may impact its performance.

Liquidity risk

One of the implications of liquidity risk can be that when you want to withdraw your investment you may not be able to do so. This may be because the Investment Manager is unable to sell the

underlying securities because there is not a liquid market to do so at a fair price or in other circumstances set out in the Constitution. Counter party risk and third party risk

The Investment Manager will rely on other parties to provide services to The Fund. These services include, but are not limited to fund administration, trade matching, post trade compliance, broking (including derivatives) and custodian services. If a counter party or third party in any of these areas cannot fulfil its obligations, the operations and potentially the returns of The Fund will be impacted.

4. How Ethical Partners invest your money

FUND GUIDELINES	
Fund	Ethical Partners Australian Share Fund
Responsible Entity	Equity Trustees Limited ABN 46 004 031 298 AFSL 240975
Investment Manager	Ethical Partners Management Services Pty Ltd ABN 94 623 503 720
Fund objective	To outperform the benchmark over the medium to long term and to provide investors with long term capital growth and regular income.
Benchmark	S&P/ASX 300 Accumulation Index
Asset classes	90 – 100% Australian listed shares. No allowance for stocks not listed in Australia 0 – 10% Cash Note that cash may be greater than 10% of The Fund for short periods of time after a period of significant or substantial in-flows if EPMS does not believe it is in the best interests of performance of The Fund to invest the proceeds from new units immediately. It is not the intent of EPMS to generally operate The Fund with greater than 10% cash levels. The Investment Manager may enter into derivatives positions to hedge against unfavourable changes in the value of shares held by The Fund and also to maintain market exposure in managing stated cash limits for The Fund, as part of its investment risk management strategy.
Active stock limits	Single stocks +/- 7% from Benchmark. 10% on price changes.
Number of stocks	Typically 30-50
Tracking error	No formal target
Risk level the short term.	Medium to high. This is the Investment Manager's assessment of potential loss and unit price variability in Minimum investment period The suggested minimum investment time frame is three to five years.
Administrator and custodian	Link Fund Solutions ABN 44 114 914 215
Fund auditor	Grant Thornton Audit Pty Ltd ACN 130 913 594

Description of The Fund

Ethical Partners is a bottom up stock picker and its focus is on individual company positions. Risk in the portfolio is controlled directly through individual company research and in particular through its proprietary Ethical Partners Operational Risk Assessment (EPORA).

Only shares of companies listed on the ASX that pass the strict assessment of a company's balance sheet, operating cash flow and company management assessment in addition to the EPORA will be selected and owned.

Specifically, the EPORA will:

- Exclude companies that have operations in the gambling, alcohol, tobacco, uranium, weapons, predatory lending, fossil fuel, CSG industries
- Exclude companies that have operations in more corrupt countries (defined by those that rank in the bottom 30% of Transparency International's Corruption Perceptions Index)

Description of The Fund continued

- Exclude companies with poor human rights records, weak policies and could be more prone to reputational risk or brand damage. It will allow for the inclusion of companies that have well documented records and policies around human rights (protection of people), supply chain transparency and sustainability reporting.
- Exclude companies with poor environmental records, weak policies and could be more prone to environmental liabilities. It will allow for the inclusion of companies that monitor and report carbon emissions and have better policies and track record of environmental care. The Investment Manager believes that using information from both traditional sources such as annual reports and financial statements as well as non-traditional sources such as company sustainability reports, company human rights and environmental policies gives it a unique insight into business operations, potential opportunities for growth and threats to future revenues.

Applications and Redemptions	Minimum investment application \$25,000; additional applications \$20,000; Minimum redemption \$20,000 unless the redemption request is for all units held by the holder
Who can invest?	Under this IM investments in The Fund are only available to investors that qualify as wholesale clients (as defined in section 761G (7) of The Corporations Act 2001) or sophisticated investors (as defined in section 761GA of The Corporations Act 2001) – collectively referred to as “Qualifying Investors”.
How to invest	After reading this IM and seeking advice as appropriate, complete the application form available at www.ethicalpartners.com.au . If you are unsure about which form to complete or if you have any other questions please email investors@ethicalpartners.com.au or call 02 89991225 and the Investment Manager would be happy to assist you. Application, redemption, change of contact details forms are also available from The Fund administrator at www.linkfundsolutions.com/unitholder.html
SMSF and Super Funds	Self Managed Super Funds and complying Super Funds are able to invest in The Fund (if they satisfy the wholesale or sophisticated client tests)
Reporting	The Investment Manager will provide you with regular updates on Fund performance, Fund distributions and market observations
Changes to The Fund	Ethical Partners may make changes to The Fund (including the terms and/or conditions as set out in this IM) from time to time. They will inform you of these changes in their investor communications or via notices as required by the Corporations Act or Constitution of The Fund.
Fund performance	Available on Ethical Partners website www.ethicalpartners.com.au

5. Fees and costs

This section shows fees and other costs that you may be charged. These fees and costs may be deducted from your invested money, the returns on your investment or The Fund’s assets as a whole. Details of taxation implications are included in a later part of this IM. You should read all the information about fees and costs because it is important to understand the impact on your investment. You can also use this information to compare the fees and costs with those of other funds and investment options.

TYPE OF FEE OR COSTS	AMOUNT
Establishment fee (to open your account)	Nil
Contribution fee (to add further money to your investment)	Nil
Redemption fee (to withdraw money from your investment)	Nil
Exit fee (to close your account)	Nil
Management Fee	1.1% (plus GST) per annum
Performance Fee	Nil
Ordinary Expenses	Ordinary Expenses of estimated 0.35% (plus GST) are reflected in the unit price of The Fund and are not charged to you as a fee or retained by Investment Manager.
Buy / sell spread	0.20% buy / 0.20% sell

Explanation of Fees and Costs

Management Fee

This is the fee charged for operating The Fund. It is calculated as a percentage of the gross asset value of The Fund. This is accrued daily, paid monthly in arrears and is paid out of The Fund's assets and is reflected in The Fund's unit price.

Ordinary Expenses

These are the costs incurred in managing The Fund's assets which directly or indirectly reduce the return of The Fund (excluding the Management Fee described above). Ordinary Expenses can include back office administration, trade matching, performance attribution, index information, post trade compliance, unit pricing, fund accounting, registry services, custodian services, transaction costs, government charges, auditing, compliance, insurance and tax and legal advice. Some of these costs are fixed no matter what the total amount of money from all investors is invested in The Fund. Some of the costs are variable and change as The Fund's assets change in value. For example, it is estimated that if the total Fund average balance was \$100m over the year, the cost to The Fund of Ordinary Expenses would be the equivalent of less than 0.35% of average gross fund assets per annum. This amount and percentage will change over time given the likely fluctuating balance of The Fund and the changing cost of overall fund administration-related costs. This doesn't include costs paid for by The Fund such as the cost of calling unitholder meetings or one off legal expenses, both of which are not planned to occur and they don't expect to be common events. It also does not include brokerage which is partly allowed for in the buy and sell spread. Prior notice to changes in costs will not ordinarily be provided. Ordinary

Expenses are reflected in the unit price of The Fund, are typically passed through to their service providers (such as The Fund administrator, auditor and so on) and are not typically charged to you. The aggregate of the Management Fee and the Ordinary Expenses are the management cost for The Fund.

Ordinary Expenses Cap

Ordinary Expenses will be capped at 0.6% of net Fund assets per annum. To the extent that typical Ordinary Expenses are greater than 0.6% of the average net Fund balance, the Manager will pay for the costs over 0.6% on behalf of The Fund.

Buy / sell spread

The buy / sell spread aims to ensure that the estimated transaction costs of the buying or withdrawing of units are borne by the investor who is buying or withdrawing funds, not by existing investors in The Fund. The spread is retained by The Fund and is not paid to them as a fee. When units are acquired, a buy spread is added to the value of a unit. When units are redeemed, a sell spread is subtracted from the value of a unit. The current buy / sell spread is 0.20% but this may be varied from time to time and notice will not usually be provided of changes.

Other fees and costs

There may be additional fees and costs that apply to you if you are accessing The Fund via a wrap or master trust. Ethical Partners also may make payments to operators of wraps or platforms out of the fees they receive. Bank fees may also apply to investments and redemptions.

Example of annual fees and costs of The Fund

The following table provides an example of how the fees and costs for The Fund can affect your investment over a one year period. You should use this table to compare this product with other managed investment products. The example shows an investment balance of \$50,000 and a contribution of \$20,000:

TYPE OF FEE OR COST	TYPE OF FEE OR COST	TYPE OF FEE OR COST
Contribution fee	NIL	For every additional \$20,000 you put in you will not be charged a contribution fee
Plus: Management Fee and Ordinary Expenses	Management Fee 1.1% (\$50,000 x 1.1% = \$550 and Ordinary Expenses 0.35% (\$50,000 x 0.35% = \$175) = \$725	And, for every \$50,000 you have in The Fund, you will be charged \$725 each year
Equals: Cost of Fund		If you had an investment of \$50,000 at the beginning of the year and you invest an additional \$20,000 during the year you would be charged fees and Ordinary Expenses of \$725.

Notes

1. This example is net of GST and the effect of reduced input tax credits.
2. This example assumes that the value of your investment does not vary in value throughout the year and you do not make any additional contributions over this period (i.e. that the \$20,000 contribution occurs at the end of the year). Practically, the value of an investor's investment and the fees paid will vary and if an additional investment is made during the period, a Management Fee will also be paid on this additional amount invested.
3. The Ordinary Expenses percentage assumes The Fund has a balance over the year of \$100m and the Ordinary Expenses represent 0.35%. The actual Ordinary Expenses as a percentage will vary depending on how much money is invested in The Fund. These costs are embedded in the unit price and are not a fee paid by you to them.

Did you know?

Small differences in both investment performance and fees and costs can have a substantial impact on your long term returns. For example, total annual fees and costs of 2% of your account balance rather than 1% could reduce your final return by up to 20% over a 30 year period (for example, reduce it from \$100,000 to \$80,000). You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs. You may also be able to pay lower percentage Management Fees at a higher dollar volume level of investment or depending on what fee levels are negotiated.

To find out more

If you would like to find out more, or see the impact of the fees based on your own circumstances, the Australian Securities and Investments Commission (ASIC) website (www.moneySMART.gov.au) has a managed funds fee calculator to help you check out different fee options.

Transactional and Operational Costs

These are incurred when assets are bought or sold, such as brokerage and stamp duty. Part of these are recovered through the buy-sell spread.

6. How managed investment schemes are taxed

Investing in The Fund has tax implications. The information contained in this IM is intended to be a general guide only. It is not tax advice and should not be relied upon as such. You should obtain professional advice on the tax implications of investing in The Fund based on your particular circumstances, before making an investment decision. You should also read, "Further information about taxation issues for the Ethical Partners Australian Share Fund" which is available from the Investment Manager and provides more details about the tax implications of investing in The Fund. The Fund is an Australian resident trust for Australian tax purposes. The Fund should be treated as a flow-through trust for tax purposes. This means that investors should be taxed on their attributed amounts or if The Fund is not an Attribution Managed Investment Trust (AMIT), their share of The Fund's net taxable income, and The Fund should not be subject to Australian income tax.

Taxation of Financial Arrangements (TOFA)

TOFA provisions recognise certain gains and losses on financial arrangements on an accrual basis, which may result in a taxing point prior to the realisation of the investment.

Attribution Managed Investment Trusts (AMIT)

Managed funds that meet the eligibility criteria to be an AMIT may elect into the AMIT rules. It is the intention of Ethical Partners to elect into AMIT at the earliest practical opportunity. They note that once The Fund elects to become an AMIT, such an election is irrevocable. The AMIT provisions are intended to reduce complexity, increase certainty and reduce compliance costs for managed investment trusts and their investors. The most significant change in the new regime is the departure from the 'present entitlement' model of trust taxation for Managed Investment Trusts.

Considerations for Australian Residents for tax purposes

Generally, the investor's share of the net income of The Fund forms part of their assessable income for that year. Each year investors will receive an AMIT Member Annual Statement (AMMA statement) or annual tax statement detailing all relevant taxation information. Income distributions from The Fund may include an attribution or entitlement to franking credits. Any foreign income derived by The Fund should generally be included in investors' assessable income. If units in The Fund are redeemed or transferred, this will constitute a disposal for tax purposes. Discounts of 50% may be available for individuals or trusts and 33.3% for superannuation funds.

Considerations for Non-Australian Resident investors

Australian withholding tax may be withheld from distributions of Australian sourced income and gains paid to a non-resident investor. Generally non-resident investors holding their units on capital account should not be subject to Australian capital gains tax on the disposal of units in The Fund.

Please note that The Fund is not currently being offered to non-Australian based investors

Foreign Account Tax Compliance Act ("FATCA")

In April 2014, the Australian Government signed an intergovernmental agreement ("IGA") with the United States of America ("U.S."), which requires all Australian financial institutions to comply with the FATCA Act enacted by the U.S. in 2010.

Under FATCA, Australian financial institutions are required to collect and review their information to identify U.S. residents and U.S. controlling persons that invest in assets through non-U.S. entities. This information is reported to the Australian Taxation Office ("ATO"). The ATO may then pass that information onto the U.S. Internal Revenue Service.

In order to comply with the FATCA obligations, we may request certain information from you. Failure to comply with FATCA obligations may result in The Fund, to the extent relevant, being subject to a 30% withholding tax on payment of U.S. income or gross proceeds from the sale of certain U.S. investments. If The Fund suffers any amount of FATCA withholding and is unable to obtain a refund for the amounts withheld, we will not be required to compensate investors for any such withholding and the effect of the amounts withheld will be reflected in the returns of The Fund.

Common Reporting Standard ("CRS")

The CRS is developed by the Organisation of Economic Co-operation and Development and requires certain financial institutions resident in a participating jurisdiction to document and identify reportable accounts and implement due diligence procedures. These financial institutions will also be required to report certain information on reportable accounts to their relevant local tax authorities.

Australia signed the CRS Multilateral Competent Authority Agreement and has enacted provisions within the domestic tax legislation to implement CRS in Australia. Australian financial institutions need to document and identify reportable accounts, implement due diligence procedures and report certain information with respect to reportable accounts to the ATO. The ATO may then exchange this information with foreign tax authorities in the relevant signatory countries.

In order to comply with the CRS obligations, we may request certain information from you. Unlike FATCA, there is no withholding tax that is applicable under CRS.

Goods and services tax (GST)

The Fund will be registered for GST. The issue and redemption of units in The Fund and distributions will not be subject to GST. Unless specified otherwise, GST is payable on fees you pay The Investment Manager.

7. How to apply

First read the IM carefully and consider seeking professional advice before making a decision to invest.

To apply, complete the application form which is available on the Ethical Partners website www.ethicalpartners.com.au or email the Investment Manager at investors@ethicalpartners.com.au and they will send you one.

8. Other information

Co-investment

The Responsible Entity, the Investment Manager, Directors or related persons may also acquire units in The Fund with the same rights as other investors in The Fund.

Different Classes of unit

The Responsible Entity may issue different classes of unit within The Fund.

Indirect investors

We consent to the use of this Information Memorandum by Investor Directed Portfolio Services (IDPS) operators (including Wraps, Master Trusts and Platforms) where the law permits it to be used. Investments in The Fund via a Wrap or a Platform may be subject to different conditions to those in the Information Memorandum. In particular, timing of cut-offs for applications and redemptions, distributions and fund reporting may be different.

No guaranteed return

The Fund will invest in shares on the Australian Securities Exchange. The value and the income produced and the capital value of the shares will fluctuate. Therefore the investor's income and capital are at risk. The Responsible Entity, the Investment Manager or associates, Directors, officers, employees or advisors do not guarantee the rate of return or performance of The Fund or offer any protection to an investor's committed capital.

Available only to Australian based investors

The Fund is being offered to Australian based investors only. It is not registered in overseas jurisdictions. Neither the IM nor any application form or any other material relating to The Fund may be distributed outside Australia.

IM information will change

Please note that the information in the IM will change from time to time. The Responsible Entity and the Investment Manager will update relevant information on Ethical Partners' website www.ethicalpartners.com.au from time to time. Where the change is material, we will let you know.

The Constitution

A copy of The Fund Constitution is available from The Responsible Entity which can be contacted by phone on +61 3 8623 5000. The Fund is governed by a Constitution which binds the Responsible Entity and the unit holders of The Fund. The Constitution sets out in detail the conditions under which the Responsible Entity operates and the rights and responsibilities of the Responsible Entity and unit holders. The Constitution may be altered under certain circumstances if the change will not reasonably negatively impact unitholders' interests. Otherwise, the Responsible Entity must obtain unit holders' written consent or approval.

Important items for unitholders as outlined in the Constitution include:

- The right to share in distributions;
- The right to make redemptions;
- The right to participate in the proceeds of winding up of The Fund
- Meetings
- Amendment to the Constitution
- Accounting and tax accounting issues
- Fees and expenses

Your privacy

The Australian Privacy Principles contained in the Privacy Act 1988 (Cth) ("Privacy Act") regulate the way in which we collect, use, disclose, and otherwise handle your personal information. Equity Trustees is committed to respecting and protecting the privacy of your personal information, and our Privacy Policy details how we do this.

It is important to be aware that, in order to provide our products and services to you, Equity Trustees may need to collect personal information about you and any other individuals associated with the product or service offering. In addition to practical reasons, this is necessary to ensure compliance with our legal and regulatory obligations (including under the Corporations Act, the AML/CTF Act and taxation legislation). If

you do not provide the information requested, we may not be able to process your application, administer, manage, invest, pay or transfer your investment(s).

You must therefore ensure that any personal information you provide to Equity Trustees is true and correct in every detail. If any of this personal information (including your contact details) changes, you must promptly advise us of the changes in writing. While we will generally collect your personal information from you, your broker or adviser or the Investment Manager and Administrator directly, we may also obtain or confirm information about you from publicly available sources in order to meet regulatory obligations.

In terms of how we deal with your personal information, Equity Trustees will use it for the purpose of providing you with our products and services and complying with our regulatory obligations. Equity Trustees may also disclose it to other members of our corporate group, or to third parties who we work with or engage for these same purposes. Such third parties may be situated in Australia or offshore, however we take reasonable steps to ensure that they will comply with the Privacy Act when collecting, using or handling your personal information.

The types of third parties that we may disclose your information to include, but are not limited to:

- stockbrokers, financial advisers or adviser dealer groups, their service providers and/or any joint holder of an investment;
- those providing services for administering or managing The Fund, including the Investment Manager, custodian and Administrator, auditors, or those that provide mailing or printing services;
- our other service providers;
- regulatory bodies such as ASIC, ATO, APRA and AUSTRAC; and
- other third parties who you have consented to us disclosing your information to, or to whom we are required or permitted by law to disclose information to.

Equity Trustees or the Investment Manager may from time to time provide you with direct marketing and/or educational material about products and services they believe may be of interest to you. You have the right to "opt out" of such communications by contacting us using the contact details below.

In addition to the above information, Equity Trustees' Privacy Policy contains further information about how we handle your personal information, and how you can access information held about you, seek a correction to that information, or make a privacy-related complaint.

Full details of Equity Trustees' Privacy Policy are available at www.eqt.com.au. You can also request a copy by contacting Equity Trustees' Privacy Officer on +61 3 8623 5000 or by email to privacy@eqt.com.au.

Anti-Money Laundering and Counter Terrorism Financing ("AML/CTF")

Australia's AML/CTF laws require Equity Trustees to adopt and maintain a written AML/CTF Program. A fundamental part

of the AML/CTF Program is that Equity Trustees must hold up-to-date information about investors (including beneficial owner information) in The Fund.

To meet this legal requirement, we need to collect certain identification information (including beneficial owner information) and documentation (“KYC Documents”) from new investors. Existing investors may also be asked to provide KYC Documents as part of an ongoing customer due diligence/verification process to comply with AML/CTF laws. If applicants or investors do not provide the applicable KYC Documents when requested, Equity Trustees may be unable to process an application, or may be unable to provide products or services to existing investors until such time as the information is provided.

In order to comply with AML/CTF Laws, Equity Trustees may also disclose information including your personal information that it holds about the applicant, an investor, or any beneficial owner, to its related bodies corporate or service providers, or relevant regulators of AML/CTF Laws (whether inside or outside Australia). Equity Trustees may be prohibited by law from informing applicants or investors that such reporting has occurred.

Equity Trustees shall not be liable to applicants or investors for any loss you may suffer because of compliance with the AML/CTF laws.

If you apply for units via mFund you may be required to provide the KYC documents to your broker (rather than the Administrator).

Mergers / De-mergers

The Fund may own stocks which have announced a merger or a de-merger if the newly created entity, within a known time frame, is expected to pass the Investment Manager’s criteria for inclusion into The Fund’s investment universe.

Further information

Please note that this IM is confidential and intended only for prospective investors in The Fund. It is not permitted to be reproduced, even in part, and is not to be distributed to others without the permission of The Responsible Entity.

The Responsible Entity has engaged Ethical Partners Management Services Pty Ltd (“EPMS”) ABN 94 623 503 720 to provide investment management (“The Investment Manager”) services for The Fund. The Directors of each of EPFM and EPMS are Nathan Parkin and Matt Nacard.

All currency, unless otherwise specified, refers to Australian dollars (AUD, A\$).

Complaints resolution

Equity Trustees has an established complaint handling process and is committed to properly considering and resolving all complaints. If you have a complaint about your investment, please contact us on:

Phone: 1300 133 472
Post: Equity Trustees Limited
GPO Box 2307, Melbourne VIC 3001
Email: compliance@eqt.com.au

We will acknowledge receipt of the complaint as soon as possible and in any case within 3 days of receiving the complaint. We will seek to resolve your complaint as soon as practicable but not more than 45 days after receiving the complaint.

If you are not satisfied with our response to your complaint, you may be able to lodge a complaint with the Australian Financial Complaints Authority (“AFCA”).

Contact details are:

Online: www.afca.org.au
Phone: 1800 931 678
Email: info@afca.org.au
Post: GPO Box 3, Melbourne VIC 3001.

The external dispute resolution body is established to assist you in resolving your complaint where you have been unable to do so with us. However, it’s important that you contact us first.