

# Appendix 3C

## Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
Australian Governance & Ethical Index Fund	625 826 646

We (the entity) give ASX the following information.

### Information about buy-back

1	Type of buy-back	On-market
2	<sup>+</sup> Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary Units
3	Voting rights (eg, one for one)	One for one
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Fully paid
5	Number of shares/units in the <sup>+</sup> class on issue	19,073,048
6	Whether shareholder/unitholder approval is required for buy-back	Yes – the general meeting will include a resolution to approve the buy-back and is scheduled to be held on Monday, 18 November 2019
7	Reason for buy-back	Capital management

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- 8 Any other information material to a shareholder's/unitholder's decision whether to accept the offer (*eg, details of any proposed takeover bid*)
- Refer to the Explanatory Memorandum contained in the notice of general meeting lodged with the ASX on 25 October 2019.

### On-market buy-back

- 9 Name of broker who will act on the company's behalf
- Evans and Partners Pty Ltd (ABN 85 125 338 785)
- 10 Deleted 30/9/2001.
- 11 If the company/trust intends to buy back a maximum number of shares - that number
- Up to 4,768,262 units
- Note: This requires a figure to be included, not a percentage.
- 12 If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention
- If approved by Unitholders, the buy-back period will commence on 19 November 2019 and it may continue until 17 November 2020.
- The buy-back may be concluded earlier if the maximum number of Ordinary Units are bought back prior to this date or if the Fund determines that it is no longer in the best interest of the Unitholders.
- 13 If the company/trust intends to buy back shares/units if conditions are met - those conditions
- N/A

### Employee share scheme buy-back

- 14 Number of shares proposed to be bought back
- N/A
- 15 Price to be offered for shares
- N/A

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<sup>+</sup> See chapter 19 for defined terms.

**Selective buy-back**

16 Name of person or description of class of person whose shares are proposed to be bought back N/A

17 Number of shares proposed to be bought back N/A

18 Price to be offered for shares N/A

**Equal access scheme**

19 Percentage of shares proposed to be bought back N/A

20 Total number of shares proposed to be bought back if all offers are accepted N/A

21 Price to be offered for shares N/A

22 <sup>+</sup>Record date for participation in offer  
Cross reference: Appendix 7A, clause 9. N/A


**Compliance statement**

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

*or, for trusts only:*

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.

2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:  .....  
(Company secretary)

Date: 25 October 2019

Print name: Hannah Chan

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<sup>+</sup> See chapter 19 for defined terms.