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VanEck Bentham Global Capital Securities Active ETF (Managed Fund)

Product Disclosure Statement

ASX code: GCAP

ARSN: 649 884 631

Issued by VanEck Investments Limited
ABN 22 146 596 116 AFSL No 416755

Issue date: 26 September 2022

Corporate directory

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1 Important information to read first

1.1 This product disclosure statement

This replacement product disclosure statement dated 26 September 2022 ('PDS') is issued by VanEck Investments Limited ABN 22 146 596 116 AFSL No 416755 as Responsible Entity of the VanEck ETF named on the front cover and throughout this PDS ('the Fund'). This PDS replaces the product disclosure statement previously issued by us about the Fund.

References in this PDS to 'VanEck', 'us', 'we', 'our' or 'Responsible Entity' are a reference to VanEck Investments Limited in its capacity as Responsible Entity of the Fund, unless the context requires otherwise.

Capitalised terms (Like This) in this PDS are defined in the 'Glossary of terms' in section 14.

The Fund is a registered managed investment schemes regulated by the Australian Securities and Investments Commission ('ASIC'). A class of units in the Fund ('ETF Units') has been admitted to trading status on the Australian Securities Exchange ('ASX') under the AQUA Rules as an Exchange Traded Fund ('ETF').

ETF Units may also be traded on the licensed financial market operated by Cboe Australia Pty Ltd. For ease, references in this PDS are only to ASX.

A copy of this PDS has been lodged with ASIC, ASX and may be lodged with the Registrar of Financial Service Providers, New Zealand ('RFSPNZ'). Neither ASIC, ASX nor RFSPNZ take any responsibility for the contents of this PDS or any updated information. New Zealand investors should, in addition to reading this PDS, refer to the Mutual recognition of securities offerings—warning statements which is accessible at our website www.vaneck.com.au.

A paper copy or an electronic copy of this PDS will be provided or made available free of charge on request by contacting us at 1300 68 38 37.

1.2 The offer is to Authorised Participants

The offer of ETF Units in this PDS is only for Authorised Participants ('APs'). Only APs may acquire ETF Units directly from VanEck. The process for APs to acquire ETF Units is set out in section 10.

1.3 ASX Investors

All investors may trade ETF Units on ASX ('ASX Investors'), in the same way they trade shares in a listed company, without submitting an application under this PDS. ASX Investors may use this PDS for information purposes only but are bound by its terms.

1.4 Foreign Investors

The offer in this PDS does not constitute an offer in any other jurisdiction.

Professional and institutional Foreign Investors may act as APs subject to relevant laws and regulations but may be subject to restrictions on redemptions.

Other Foreign Investors may trade ETF Units on ASX as other ASX Investors do.

ETF Units are not intended to be sold to United States persons as defined under Regulation S of the United States federal securities laws.

1.5 Classes of units

As at the date of this PDS, the ETF Units offered is the only class of ETF Units in the Fund. Under the Constitution, VanEck is permitted to establish further classes of units including further classes of ETF Units.

1.6 Up to date information

All information in this PDS is current as at the date of this PDS. Information and terms in this PDS will change from time to time. We may provide notices of any updates or changes to information that are not materially adverse to investors by publishing a notice on our website. Check our website www.vaneck.com.au for the most up to date information before making a decision.

1.7 General advice warning

This PDS contains general information only about Australian financial products and is not personal financial advice. It is not a recommendation by us or any other person to invest in the Fund. The information does not take into account the individual investment objectives, financial situation or needs of any person. Before making an investment decision, you should consider, in consultation with a licensed financial adviser, whether the decision is appropriate for your investment strategy, individual risk tolerance, financial situation, needs and objectives. You can check if an adviser is licensed by contacting ASIC on 1300 300 630 or at www.asic.gov.au.

An investment in the Fund is subject to various risks described in section 8, including possible delays in repayment and loss of income and capital invested. None of VanEck Investments Limited, VanEck Australia Pty Ltd, Van Eck Associates Corporation or their related entities, directors or officers, gives any guarantee or assurance as to the performance of the Fund, the payment of income or the repayment of capital invested.

2 Introduction to VanEck, Bentham and GCAP

2.1 About GCAP – the Fund

2.1.1 Capital Securities

The Fund provides investors with an opportunity to access attractive income returns from an actively managed, globally diversified portfolio of Capital Securities overseen by a professional investment manager with an established track record. By employing an active management approach, the Fund aims to reduce the volatility and downside risk from interest rate and foreign currency movements.

Capital Securities include a range of different subordinated debt securities similar to what are known generally in Australia as “hybrids”, so called because they tend to combine both “equity like” and “debt like” characteristics. They consist broadly of Tier 2 Capital and Additional Tier 1 Capital securities, and include, but are not limited to: EU/UK contingent convertible bonds ('CoCos'), US preferred and convertible preference shares, hybrid securities, and subordinated notes. The Fund may also hold other higher ranking corporate bonds.

The Fund primarily invests in Capital Securities issued by global systemically important Financial Institutions in developed markets which are traded globally by institutional investors in deep markets. Subordinated debt is unsecured and in times of financial stress may be converted to equity (ordinary shares), written down or completely written off. It is called 'subordinated' because it sits below 'senior debt' (traditional bonds) in the capital structure, but it also sits above and takes priority over equity on insolvency.

To compensate investors for taking increased risk compared to senior debt, subordinated debt instruments pay higher rates of interest, and coupon payments are generally more stable than dividends from equities.

2.1.2 Higher risk than traditional bonds



Capital Securities have complex and unique terms of issue and involve higher risk when compared to traditional fixed-income investments. As a result, the Fund may not be a suitable investment for all investors and should only be made by investors who fully understand the features and risks of subordinated debt securities. We recommend all ASX Investors read the risks in section 8 and consult with a professional financial adviser before investing.

2.1.3 Capital structure of a Financial Institution

The following chart provides a simplified example of the capital structure in a Financial Institution to illustrate how different securities issued by the Financial Institution rank in priority of payment on insolvency of the Issuer.

Priority is given to depositors and senior debt. Subordinated debt ranks after senior debt, but before equity. Shareholders get paid last, if at all.

The shaded area below represents the primary focus of Capital Securities investment for the Fund.

Investment risk/return	Simplified capital structure of a Financial Institution		Priority on insolvency
Low 	Senior debt	Secured debt	High 
		Deposits	
		Unsecured debt	
	Subordinated debt / Hybrids	Tier 2 Capital	
		Additional Tier 1 Capital	
High	Common equity Tier 1 Capital (Ordinary shares)		Low

2.2 VanEck Investments Limited – the Responsible Entity

VanEck Investments Limited is the Responsible Entity and AQUA product issuer of the Fund and the issuer of this PDS and the ETF Units. As such, VanEck is ultimately responsible for the management, operation and administration of the Fund.

More information about VanEck's powers and duties as Responsible Entity can be found in section 13.1.

VanEck Investments Limited is a wholly owned Australian subsidiary of New York based Van Eck Associates Corporation.

2.3 Bentham – the Investment Manager

Bentham Asset Management Pty Ltd ('Bentham') is a specialist fixed interest and credit investment manager. Bentham actively manages a number of credit focused funds with varying risk profiles. The portfolios are designed to generate income while diversifying risk in global credit markets. Bentham's goal is to deliver higher income to investors than

can generally be achieved in traditional fixed interest markets with lower volatility than equity markets.

Bentham's investment philosophy is based on a strong credit culture and a systematic investment process, with a focus on the preservation of principal and protection against downside risk. The founders of Bentham previously worked together as part of the Credit Investment Group of Credit Suisse Alternative Capital Inc.

Further information about Bentham is accessible at <https://www.benthamam.com.au/>.

2.4 VanEck's ETPs

VanEck's exchange traded products ('ETPs') have been offered in the US since 2006 and span many asset classes including equities and fixed income in both developed and emerging markets.

As at 31 August 2022 VanEck's family of ETPs totalled over \$90.1 billion in assets under management, making it one of the largest ETP families worldwide.

2.5 Founded in 1955

Van Eck Associates Corporation is a privately held global asset management firm founded in New York in 1955. The firm was among the first US money managers helping investors achieve greater diversification through global investing.

Today the firm is recognised for being a pioneer in global markets and for drawing on its experience to offer innovative solutions.

The firm's mission is to offer investors intelligently designed investment strategies that take advantage of targeted market opportunities.

With affiliated offices in key financial centres and regions including New York, Sydney, Amsterdam, Dublin, Frankfurt, Madrid, Singapore, Shanghai, and Zurich, the firm offers investors broad investment reach with deep experience.

As at 30 August 2022, the firm managed over \$98.4 billion in investor assets including its ETP business.

For more information on VanEck, visit www.vaneck.com.au.

3 Summary of the Fund

Subject	Summary	For more information
Responsible Entity	VanEck Investments Limited ABN 22 146 596 116 AFSL No 416755.	Sections 2, 13
Investment Manager	Bentham Asset Management Pty Ltd, ABN 92 140 833 674, AFSL 356199	
Type of investment: Active ETF	<p>The Fund is an actively managed Exchange Traded Fund or 'Active ETF'. The Fund is a registered managed investment scheme with ASIC, Units in which are admitted to trading on ASX</p> <p>Active ETFs are managed funds quoted on ASX that:</p> <ul style="list-style-type: none"> o have an investment manager appointed to buy and sell investments for the Funds' portfolio based on an active investment strategy; and o give investors the opportunity to buy a whole portfolio of securities in a single transaction. 	Sections 5, 6, 7
Investment objective	The Fund aims to earn an after fee return in excess of the RBA cash rate + 3% per annum over the long term.	Section 7
Benchmark	RBA Cash Rate + 3% per annum	Section 7
Investment strategy	The Fund employs an actively managed strategy investing predominantly in global Capital Securities.	Section 7
Benefits	<p>The Fund provides investors with:</p> <ul style="list-style-type: none"> o access to a professionally managed active strategy in global Capital Securities; o an experienced investment team; o the potential for monthly income; o diversification with a portfolio selected from Capital Securities globally that can complement other asset classes; o trading throughout the ASX Trading Day; o liquidity; o immediate access to the prices at which you have traded; o transparency of the portfolio holdings, pricing and performance; and o no foreign tax paperwork. 	Section 5
Risks	<p>All investments carry risk. The value of your investment may fall for various reasons, which means that you may receive back less than your original investment when you withdraw or you may not receive income over a given timeframe.</p> <p>Before making an investment you should carefully consider and understand the risks that can affect the value of your investment.</p> <p>You should consult a financial adviser to help you understand investment risk and design an investment strategy that is right for your individual risk tolerance, financial situation, needs and objectives.</p>	Section 8
Investing in the Fund		
All investors		
NAV	The NAV of the Fund is calculated by dividing the Fund Net Asset Value by the number of ETF Units on issue. It is calculated daily based on the closing prices of the securities in the Fund's portfolio for that day.	Section 7
Authorised Participants – transacting under this PDS		
Transacting with VanEck by APs	Authorised Participants must enter into an agreement with VanEck and submit written applications for creations or redemptions of ETF Units.	Section 10

Subject	Summary	For more information				
Price paid by APs	Authorised Participants transact with VanEck for creations or redemptions of ETF Units at the Fund's NAV calculated following the close of trading for that day, plus or minus fees and other costs.					
Cut off time for APs	4pm on each ASX Trading Day unless we agree otherwise.					
Creations	Unless we agree otherwise, Units in the Fund will be created in multiples of Creation Units by way of a cash transaction.					
Redemptions	Unless we agree otherwise, Units in the Fund will be redeemed in multiples of Redemption Units with redemption proceeds paid in cash.					
APs minimum transaction size	Unless we agree otherwise, the minimum number of ETF Units for a creation (' Creation Unit ') or a redemption (' Redemption Unit ') is 200,000.					
Investing in the Fund via ASX – ASX Investors						
Buying and selling ETF Units on ASX	ASX Investors may buy and sell ETF Units in the Fund on ASX just like trading shares in listed companies.	Sections 4, 5, 6, 13				
ASX prices	ASX Investors trade ETF Units on ASX throughout each ASX Trading Day. A Market Maker is engaged to facilitate the liquidity for trading on ASX. The presence of the Market Maker means trading prices should remain close to the NAV, adjusted for changes in the market during the ASX Trading Day.					
Cooling-off	There are no cooling-off rights applicable to the offer in this PDS or to the trading of ETF Units on ASX.					
Fees and other costs						
Ongoing annual fees and costs						
Management fees and costs	<table border="0"> <tr> <td>Management fee</td> <td>0.59% p.a.</td> </tr> <tr> <td>Indirect costs</td> <td>0.00% p.a.</td> </tr> </table> <p>Management fees may be negotiated by wholesale clients.</p>	Management fee	0.59% p.a.	Indirect costs	0.00% p.a.	Section 9
Management fee	0.59% p.a.					
Indirect costs	0.00% p.a.					
Performance fee	15.5% of the Fund's performance above the Benchmark					
Transaction costs	Transaction costs 0.01% p.a.					
Member activity related fees and costs – not payable if buying or selling on ASX						
Contribution fee and withdrawal fee	\$300 per creation or redemption by an AP. Contribution and withdrawal fees may be negotiated.	Section 9				
True-up	A true-up will be charged to the Authorised Participant when the amount paid for a cash creation is less than it costs the Fund to acquire the relevant securities or the amount paid by the Fund for a cash redemption exceeds the amount the relevant securities are sold for.					
Dividends						
Frequency	The Fund is expected to pay dividends monthly.	Section 11				
Payments or reinvestment	Dividends will be paid as cash to your nominated bank account unless you elect to have the dividends reinvested under the Dividend Reinvestment Plan. Under the Dividend Reinvestment Plan, your dividends will be credited to you as additional ETF Units. Contact the Registrar to elect into the Dividend Reinvestment Plan.					
Additional information						
Website	<p>The following information is available at www.vaneck.com.au:</p> <ul style="list-style-type: none"> o Fund Net Asset Value; o NAV; o portfolio holdings; o number of ETF Units outstanding; o the current PDS, any supplementary PDS and updated information; o DRP Rules; o information about any dividends; 					

Subject	Summary	For more information
	<ul style="list-style-type: none"> o a link to any announcements lodged with the ASX Market Announcements Platform; o continuous disclosure notices and any other material information that has been made available or provided to Unitholders; and o annual reports and half-year reports, including financial statements. 	
Statements	<p>The following statements will be provided to investors:</p> <ul style="list-style-type: none"> o a holding statement for any transactions made during a month; o an annual tax statement including dividend information, after 30 June of the year; and o a periodic statement showing your transactions and investments in the Fund, sent annually and following your exit from the Fund. 	
Electronic communications	<p>To reduce our carbon footprint most types of statements are issued in electronic form.</p> <p>When you become a Unitholder in a Fund, you will receive a welcome letter that provides instructions for you to login at the Registrar's investor centre and provide certain information.</p> <p>If you wish to receive communications by post, please login at the investor centre at https://investorcentre.linkmarketservices.com.au/ or call 1300 68 38 37 to change your preferences.</p>	

4 The AQUA Rules

4.1 The AQUA Rules

ETF Units in the Fund are admitted to trading on ASX under the AQUA Rules. The AQUA Rules are a subset of the ASX Operating Rules that provide a tailored framework for the quotation of managed funds, ETFs and other products on ASX, providing issuers with access to ASX back office clearing and settlement services.

The only products that can be admitted to trading under the AQUA Rules are those where the product has a capital value or dividends linked to liquid underlying instruments with robust and transparent pricing mechanisms.

Under the AQUA Rules, ASX generally requires the issuer to facilitate liquidity in the ETF Units by way of the appointment of a Market Maker whose role generally is to act as a seller and buyer to match demand from purchasers and sellers of ETF Units on ASX in certain circumstances and subject to certain conditions. As a result, the Fund is expected to remain liquid.

4.2 VanEck has no influence or control over the value of the underlying assets

The key difference between products admitted to trading under the ASX Listing Rules and those admitted to trading under the AQUA Rules is the level of influence that the issuer has over the underlying instrument.

Under the ASX Listing Rules, a listed equity issuer typically lists securities which reflect the value of a business which they operate and control. By contrast, securities admitted to trading under the AQUA Rules typically reflect the value of some other asset which the issuer does not control, such as a parcel of listed securities of other companies, indexes, bonds, commodities, or currency.

The value of the Fund reflects the value of the investments in that Fund and not the value of VanEck's business.

The following table highlights the key differences between the ASX Listing Rules and the AQUA Rules. VanEck is an AQUA product issuer under the AQUA Rules.

4.3 Key differences between the ASX Listing Rules and the AQUA Rules – per ASX rules framework

ASX Listing Rules	AQUA Rules
Continuous disclosure	
<p>Issuers are subject to the continuous disclosure requirements under Listing Rule 3.1 and section 674 of the Corporations Act.</p>	<p>AQUA product issuers are not subject to the continuous disclosure requirements under Listing Rule 3.1 and section 674 of the Corporations Act (because the underlying instruments are) but must, in relation to its quoted products, disclose via the ASX Market Announcements Platform or its website (as the case maybe):</p> <ul style="list-style-type: none"> o information about the net asset value; o Dividends and any other disbursements; o information the non-disclosure of which may lead to the establishment of a false market in its products or would materially affect the price of its products; and o any other information that is required to be disclosed to ASIC under section 675 of the Corporations Act must be disclosed to ASX at the same time it is disclosed to ASIC.
Periodic disclosure	
<p>Issuers are required to disclose their half-yearly and annual financial information or annual reports to ASX under Chapter 4 of the Listing Rules</p>	<p>AQUA product issuers are not required to disclose their half-yearly and annual financial information or annual reports to ASX. However, the responsible entity of a registered managed investment scheme is required to lodge with ASIC and disclose to ASX at the same time, the scheme's financial reports as required under Chapter 2M of the Corporations Act.</p>
Corporate control	
<p>Requirements in the Corporations Act and the Listing Rules in relation to matters such as takeover bids, share buy-backs, change of capital, new issues, restricted securities, disclosure of directors' interests and substantial shareholdings, apply to companies and listed schemes.</p>	<p>These requirements do not apply to AQUA product issuers. Section 601FM of the Corporations Act continues to apply to the removal or change of the responsible entity. An extraordinary resolution would be required to change the responsible entity. An extraordinary resolution is a resolution supported by a majority of the total votes that may be cast by the scheme's members entitled to vote on the resolution.</p>
Related party transactions	
<p>Chapter 10 of the Listing Rules, which relates to transactions between an entity and persons in a position to influence the entity, specifies controls over related party transactions.</p>	<p>Chapter 10 of the Listing Rules does not apply to AQUA products. Products quoted under the AQUA Rules which are registered managed investment schemes remain subject to the related party requirements in Part 5C.7 and Chapter 2E of the Corporations Act.</p>
Auditor rotation obligations	
<p>There are specific requirements in relation to auditor rotation under Part 2M.4 Division 5 of the Corporations Act.</p>	<p>These requirements do not apply to AQUA product issuers. Responsible entities of registered managed investment schemes will continue to be required to undertake an independent audit of their compliance with the scheme's compliance plan in accordance with section 601HG of the Corporations Act and the auditor must not be the auditor of the scheme's financial statements (but may be from the same firm).</p>
Disclosure documentation	
<p>Entities admitted under the Listing Rules are subject to the requirements of the Corporations Act in relation to the issue of a prospectus or PDS.</p>	<p>Products admitted to trading under the AQUA Rules will also be subject to these requirements of the Corporations Act.</p>

5 Benefits of the Fund

5.1 Actively managed strategy

In a single trade on ASX, the Fund gives investors access to the opportunity for attractive income generation via an actively managed globally diversified Capital Securities strategy.

The Investment Manager has a strong track record and is not limited to selecting securities from any particular index, giving them greater flexibility to consider a broader universe of opportunities.

For more information on the Fund's investment strategy see sections 6 and 7.

5.2 Active ETF

The Fund is an Active ETF. Active ETFs provide investors with the best attributes of both actively managed funds and listed shares. When you invest in the Fund, you gain access to a diversified portfolio of investments, constructed using professional skills and knowledge that you may not have access to if you invest on your own.

Active ETFs can be easily traded on ASX like listed shares, with live pricing throughout the ASX Trading Day and settlements via CHES.

The difference between a single trade in the Fund and a listed company is that when you buy Units in the Fund you get exposure to the performance of an entire portfolio of securities compared to getting exposure to just one company. This gives you instant diversification, saving you money and time.

5.3 Liquidity

You can buy and sell ETF Units on ASX. Liquidity in the Fund is facilitated by a Market Maker. The Market Maker's role is to match buy and sell orders for ETF Units from ASX Investors.

5.4 Trading on ASX

As the ETF Units are quoted on ASX, you have the ability to trade the ETF Units in the Fund throughout the day, like trading shares, with immediate access to the prices at which you have traded.

5.5 Transparency of holdings

The Fund's portfolio holdings will be published daily at www.vaneck.com.au.

6 How the Fund works

6.1 Registered managed investment scheme

The Fund is registered with ASIC and regulated as a 'registered managed investment scheme', with a class of units admitted to trading on ASX as an ETF. The Fund operates like most other managed investment schemes:

- o the Fund is constituted as a 'unit trust';
- o when you invest you acquire 'units' in the trust which give you a beneficial interest in the assets of the Fund;
- o your money is pooled together in the Fund with other investors' money to buy investments which are managed by the Responsible Entity under fiduciary obligations to act in the best interests of all investors;
- o a professional Investment Manager is appointed to invest the money; and
- o management and operation of the Fund is overseen by the Responsible Entity under fiduciary obligations to act in the best interests of all investors.

6.2 Primary and secondary markets

Large numbers of ETF Units are first issued by VanEck in the 'primary market' to Authorised Participants in exchange for a specified basket of securities, or cash with which we buy the securities, determined in accordance with the Fund's investment strategy. This is known as a 'creation'.

Once the ETF Units have been acquired by the AP, the AP makes them available for purchase on ASX by ASX Investors. This is referred to as the 'secondary market'.

ASX Investors can buy and sell ETF Units on ASX throughout the ASX Trading Day, trading with an Authorised Participant, the Market Maker or other ASX Investors.

The presence of a Market Maker means trading prices should remain close to the NAV, adjusted for changes in the market during the ASX Trading Day. The Market Maker charges a spread which means ASX Investors cannot trade precisely at NAV.

APs can redeem ETF Units directly with the Fund.

APs and Market Makers retain for their own account any trading profits and bear any losses generated by their activities.

6.3 Rights of a Unitholder

Whether you invest in the Fund as an Authorised Participant or as an ASX Investor you hold ETF Units and have the rights of a Unitholder, as set out in the Constitution. For more information on your rights as a Unitholder see section 13.2.

6.4 Roles and responsibilities

The key roles involved in the operation of the Fund are set out in the table below. VanEck may change the parties performing the roles named below at any time in its discretion with the exception of the Responsible Entity which can only be changed in accordance with the Corporations Act.

Role	Responsibility
Responsible Entity	Issues the ETF Units and this PDS and is responsible for operating the Fund.
Investment manager	Manages the investment portfolio of the Fund in line with the Fund's investment strategy. At the date of this PDS, the investment manager is Bentham Asset Management Pty Ltd.
Custodian	Holds the assets of the Fund for safe-keeping on behalf of the Responsible Entity and Unitholders. Assets are segregated from the Custodian's assets and any other fund's assets.
Fund Administrator	Processes creations, redemptions and other requests from Unitholders and maintains the books and records of the Fund, including calculating the NAV.
Registrar	Maintains the register of Unitholders which includes names, quantity of securities held, tax file numbers and DRP details. Issues correspondence to Unitholders on behalf of the Responsible Entity.
Authorised Participants	Transact directly with the Responsible Entity to create or redeem ETF Units enabling them to offer to buy from and sell to ASX Investors. In some cases an AP will also act as a Market Maker.
Market Maker	Subject to certain conditions, provides liquidity and volume in the Fund on ASX by acting as a seller and a buyer of ETF Units to and from ASX Investors throughout the ASX Trading Day, typically having acquired the ETF Units as an Authorised Participant.

7 Investment objective, strategy, valuation and performance of the Fund

7.1 Investment objective of the Fund

The Fund aims to provide an after fee return in excess of the RBA cash rate + 3% p.a. over the long term.

7.2 Investment philosophy and approach

The Fund is an actively managed fixed interest fund that predominantly invests directly in Capital Securities issued by global systemically important Financial Institutions, although the Fund maintains flexibility to invest across the capital structure and into non-financial corporate hybrids.

Bentham focuses on generating regular income by providing diversified exposure to domestic and global credit markets while managing interest rate and currency risk. Bentham seeks to add value through actively managing allocations across different Issuers and trading of individual securities.

Bentham will manage the Fund on a top down and bottom up basis. Active asset allocations are made according to prospective risk-adjusted returns across a range of capital security and credit sectors. Drawing on a combination of both experience and strong relationships with Issuers and counterparties, Bentham seeks out and identifies investment opportunities in global Capital Securities markets with the aim to generate income with some potential for capital growth.

Bentham utilises a bottom-up analysis to select investments based on credit fundamentals and market information. Quantitative analysis is utilised to filter the investable universe down based on the risk-adjusted returns on individual securities.

7.3 Investment strategy of the Fund

7.3.1 Investment universe and portfolio construction

The Fund invests in global Capital Securities and credit markets. The Fund predominantly invests in a range of different subordinated debt securities issued by systemically important Financial Institutions. They consist broadly of Tier 2 Capital and Additional Tier 1 Capital securities, and include, but are not limited to: EU/UK contingent convertible bonds ('CoCos'), US preferred and convertible preference shares, hybrid securities, and subordinated notes. The Fund may also hold other higher ranking corporate bonds.

The Fund invests primarily in developed market Capital Securities, with a limit of up to 5% for emerging markets. Once the Fund achieves scale, the following exposure limits will apply. The Issuer limit is 12%. The Fund is limited to up to 10% exposure in unrated (by major rating agencies). The Fund must maintain a minimum 25% in Investment Grade rated securities and may from time to time hold up to 25% in cash.

7.3.2 Currency strategy

The Investment Manager aims to fully hedge foreign currency exposure back to the Australian dollar.

7.3.3 Use of derivatives

Derivatives are not used for speculative purposes or to leverage the Fund.

The Fund uses derivatives primarily for hedging foreign currency risk and interest rate risk.

The majority of the Capital Securities that the Fund holds are fixed rate bonds, due to the unavailability of floating rate subordinated notes issued by global Financial Institutions. In order to achieve the Fund's investment objective, interest rate derivatives will be used to switch the Fund's exposure from fixed rate to floating rate.

When interest rates rise the market value of fixed rate bonds fall, however floating rate bonds are relatively unaffected as the coupons paid change in line with interest rate changes. In a scenario of increasing interest rates there will be a profit on the interest rate derivatives to compensate for the fall in the value of the fixed rate bonds. Similarly if interest rates fall there will be a loss on the interest rate derivatives which will offset the increase in value on the underlying bonds. Interest rate derivatives are used purely for hedging purposes and not for speculative purposes or to leverage the Fund.

Aside from hedging derivatives, the Fund's notional derivative exposure will not exceed 10% of the Net Asset Value of the Fund, unless the excess is attributable to circumstances that were not reasonably foreseeable and persists for no more than three consecutive business days.

Collateral held as security for the Fund's derivatives obligations will typically be in the form of cash.

7.4 Performance information

Performance information up to the most recent month end, is available at www.vaneck.com.au.

Neither the return of capital invested nor the performance of the Fund is guaranteed. Past performance is not an indicator of current or future returns, which may be higher or lower.

7.5 Valuations and pricing

The NAV of the Fund is calculated by dividing the Fund Net Asset Value by the number of ETF Units on issue at the time of the valuation.

Each Fund's Net Asset Value is calculated by subtracting the total value of all the liabilities and provisions of the Fund from the total value of all the assets of the Fund.

The NAV of a Fund is calculated daily based on the closing prices of the securities in the Fund's portfolio for that day.

The valuation methods applied by VanEck to value the Fund's assets and liabilities are consistent with the range of ordinary commercial practices for valuations.

Due to Australia's time zone, the NAVs for the Fund will not be available at www.vaneck.com.au until the ASX Trading Day following the ASX Trading Day to which the NAV relates.

7.6 Borrowing arrangements

VanEck may maintain borrowing arrangements on behalf of the Fund if it believes it would be in the best interests of Unitholders.

7.7 Changes to the Fund's investment objective or strategy

We may from time to time vary the Fund's investment objective or strategy. We will notify Unitholders of any such changes. We provide notices of any updates or changes to information that are not materially adverse to investors by publishing a notice at www.vaneck.com.au on the Fund's page or by an announcement on ASX.

7.8 Environmental, social and ethical considerations

VanEck and Bentham are both signatories of PRI and promoters of responsible investment practices.

Signatory of:



Labour standards, environmental, social, ethical and governance considerations are taken into account by the Investment Manager in the selection, retention, and realisation of investments in corporate Bonds.

As the Fund invests in many countries, each with their own standards, the standards applied are country-specific and every corporate issuer is compared to its particular operating environment. As a result, the Investment Manager does not have a particular set of global or local standards that they take into account. Rather, any labour, environmental, social, ethical and governance issues that could affect corporate fundamentals, trigger regulatory action, or generate public relations risk are taken into account and assessed against relevant local standards.

In relation to corporate governance, tests are conducted in relation to four specific issues, namely: management experience; adherence to plans and promises; regulatory and legal compliance; and respect for stakeholders.

If a corporate Bond issuer deviates from standards considered relevant to an extent that creates regulatory, public relations, or profitability risks, an investment may not occur or may be sold. When a risk is identified, an assessment of the probability and potential adverse impact is made, and if high, an investment may not occur, or may be sold.

There are no formal rating systems, criteria, methodologies or weighting systems applied. If relevant, the Investment Manager engages with C-level representatives of the corporate issuer.

Reviews occur prior to the selection of an investment and research is maintained thereafter, and the portfolio is formally reviewed weekly.

Labour standards, environmental, social, ethical and governance considerations are not taken into account by the Investment Manager in the selection, retention, and realization of investments in non-corporate Bonds, such as government, semi-government, sovereign or supranational Bonds.

7.9 Securities lending

The Fund will not engage in securities lending.

8 Risks

8.1 What is risk?

All investments have some level of risk. Different investment strategies have different levels of risk depending on the underlying mix of assets that make up the strategy. Usually assets with the potential for the highest long-term returns carry the highest level of short-term risk. These investments are generally described as more 'volatile' and have a higher risk of losing money, but they can also give you a better chance of achieving your long-term objectives. Investments that produce more stable returns are considered less volatile and therefore less risky, but they may not provide sufficient long-term returns for you to achieve your long-term goals.

The level of risk you are willing to accept will depend on a range of factors including:

- o your investment goals;
- o your age;
- o your investment time frame;
- o where other parts of your wealth are invested; and
- o your overall risk tolerance.

It is important for you to carefully consider the risks of investing in the Fund and to understand that:

- o the value of your investment will vary;
- o investment returns will vary and future returns may differ from past returns;
- o returns are not guaranteed and you may lose money; and
- o laws affecting managed investment schemes may change, impacting your investment.

You should consult a financial adviser to help you understand investment risk and design an investment strategy that is right for your individual risk tolerance, financial situation, needs and objectives.

8.2 Principle risks associated with the Fund

An investment in the Fund may not be suitable for all investors. It should only be made by investors who fully understand the benefits and risks of Capital Securities, in particular subordinated debt / hybrid securities, and currencies. We recommend all investors consult with a professional financial adviser. The Fund is not intended to provide a complete investment solution and should only represent a component of an overall investment strategy. There is no assurance that the Fund will achieve its investment objective. The Fund's NAV and return will fluctuate with changes in the market value of the Fund's portfolio holdings. Accordingly, an investment in the Fund involves the risk of losing money. Details of the key risks are set out below.

8.2.1 Subordination in the capital structure

Capital Securities are predominantly subordinated debt which ranks below senior debt (including secured debt, deposits and unsecured debt) and generally only ranks above equity (ordinary shares) in the capital structure of the relevant Issuer. See diagram in section 2.1.3. There is often no limit on the amount of senior debt. If the Issuer issues more equal or higher ranking securities, the subordinated debt becomes more subordinated in the capital structure. In a wind-up scenario the recovery rate on subordinated debt will be materially lower than the recovery rate on senior debt securities above them in the capital structure, including traditional bonds. Therefore in the event of default of an Issuer, losses in respect of any subordinated debt issued by that particular Issuer are expected to be high and could result in no recovery of capital invested or coupon payments (interest) owing after other higher ranking creditors have been paid.

8.2.2 No guarantee or assurance

The paid up capital amount and any future payments related to Capital Securities in the Fund are neither secured, nor covered by a guarantee of the Issuer or any of its related entities, or any other arrangement that legally or economically enhances the seniority of the claim. Furthermore, Capital Securities issued by a bank are not considered to be deposits, and therefore do not benefit from any government guarantee.

8.2.3 Limited claims on default or liquidation

The remedies available to the Fund in holding subordinated debt following default are generally limited. In the case of insolvency of the Issuer, the Fund will lose the money invested in the Issuer's and any interest due and unpaid at that time if there are insufficient assets to satisfy more senior creditors including depositors, holders of senior debt, and other creditors in full.

8.2.4 Liquidity risk

This is the risk that an investment may not be able to be bought or sold in a timely basis resulting in a loss. A lack of liquidity may also affect the amount of time it takes us to satisfy a redemption request from Authorised Participants. Capital Securities are generally unlisted instruments and therefore significantly less liquid than the ordinary shares and other listed hybrid securities of the Issuer. A Market Maker has been appointed to support liquidity on ASX, so the Fund is expected to remain liquid, but there is no assurance they will remain liquid at all times.

8.2.5 Deferred interest payment risk

Interest (coupon) payments on Capital Securities may be deferred while payments are still made on senior ranking obligations. Deferred interest payment obligations may be cumulative, meaning missed payments must be made up at a later date,

or non-cumulative, depending on the terms of the issue. Typically Tier 2 Capital Securities allow for coupons to be cumulative and Additional Tier 1 Capital Securities are non-cumulative. Therefore, there is a risk that the Fund will not receive any deferred interest payments for non-cumulative Capital Securities.

8.2.6 Interest rate risk

Interest rate risk refers to fluctuations in the value of a bond, including Capital Securities, resulting from changes in market interest rates. Bonds with longer durations have higher risk and volatility. Capital Securities generally have longer maturity than other more senior bonds issued by the same Issuer. Many are perpetual with no maturity date. The longer-term nature of Capital Securities can make them more volatile when compared to bonds issued with shorter maturities. This risk is mitigated to an extent by the Manager hedging/swapping out fixed rate coupons for floating rate coupons which are significantly less impacted by rising interest rates compared to fixed rate bonds.

8.2.7 Call risk

Call risk is the risk that the Issuer does not call and repay a Capital Security at an early call date specified in its issue documents, resulting in a longer term to maturity than expected. This may occur due to market conditions or a deterioration in the Issuer's Credit Rating, making it more difficult for the Issuer to replace the capital and increasing the costs to the Issuer of a new issue. This may be perceived negatively by the market as a sign of potential financial difficulty by the Issuer with the result that the extended Capital Security will likely go down in value if it is not redeemed at first call. For Additional Tier 1 Capital Securities which are usually perpetual, call risk is greater.

8.2.8 Non-viability / loss absorption risk

Capital Securities issued by Financial Institutions have what are known as 'loss absorption mechanisms' which result in investors' capital being used to prevent large systemically important Financial Institutions becoming non-viable. In other words the money invested in the Capital Securities by the Fund may be exhausted paying the Financial Institution's debts to prevent it failing. This is the risk that the Capital Securities are converted into ordinary shares, worth significantly less than the original investment, or be written off partly or completely in certain circumstances while the Issuer is still a going concern. Such conversion may occur at the direction of prudential regulator or at the discretion of the Issuer under the terms of the issue, in an effort to ensure the Issuer remains viable.

8.2.9 Credit risk

Credit risk is the risk that the Issuer or guarantor of a security or the counterparty to an OTC derivative, will be unable or unwilling to make timely principal, interest or settlement payments or otherwise honour its obligations. The Fund invests predominantly in Capital Securities that are not guaranteed and are unsecured and subject to varying degrees of risk that the Issuers will have their Credit Ratings

downgraded or will default, potentially reducing the value of the Capital Securities and the value of the Fund.

8.2.10 Below Investment Grade securities

The Fund may hold Capital Securities with Credit Ratings below Investment Grade (sometimes referred to as "junk bonds" which includes distressed debt securities) or with no Credit Ratings. Such Capital Securities are more speculative and may be more volatile and have a much greater risk of default than higher-rated securities of similar maturity. These securities may be less liquid and more difficult to value than higher-rated securities.

8.2.11 Counterparty credit risk

Counterparty credit risk is the risk that the Funds' trading counterparties become insolvent or cannot otherwise meet their obligations to the Fund. The risk that the Fund may not be able to close out a derivatives position is minimised by entering into such transactions with reputable OTC counterparties or on an exchange with an active and liquid secondary market.

8.2.12 Emerging markets securities

Emerging markets securities typically present even greater exposure to the risks described below under "International investing" and may be particularly sensitive to certain economic changes. Emerging markets securities are exposed to a number of risks that may make these investments volatile in price or difficult to trade. These include changes in foreign exchange control regulations, application of foreign tax legislation including confiscatory taxation and withholding taxes, changes in government administration and economic monetary policy resulting in heightened instability, appropriation, changed circumstances in dealings between nations, lack of uniform accounting and auditing standards, potential difficulties in enforcing contractual obligations and extended settlement periods.

8.2.13 International investing risk

Foreign investments are subject to greater risks than Australian domestic investments. These additional risks may include exchange rate fluctuations and exchange controls; less publicly available information; more volatile or less liquid securities markets; and the possibility of arbitrary action by foreign governments, or political, economic or social instability. Foreign companies also may be subject to significantly higher levels of taxation than Australian companies, including potentially confiscatory levels of taxation, thereby reducing the earnings potential of such foreign companies.

8.2.14 Currency risk

Investments in the Fund are subject to currency risk. The Fund invests in foreign currencies and underlying securities denominated in foreign currencies. Although the Investment Manager aims to fully hedge the Fund back to AUD there is a risk that the hedging is not 100% effective. This means that entirely independently of the quality or

performance of the securities held by the Fund, a rise in the value of the Australian dollar relative to foreign currency exposures could decrease the value of the Fund.

8.2.15 Hedging risk

Losses or gains generated by a derivative or other instrument or practice used by the Fund for hedging purposes (including for hedging interest rate risk, credit risk and currency risk) should be substantially offset by gains or losses on the hedged investment. However, the Fund is exposed to the risk that changes in the value of a hedging instrument will not match those of the investment being hedged.

8.2.16 Investment Manager risk

Investment decisions made by the Investment Manager in seeking to achieve the Fund's investment objective may not produce the returns expected by the Investment Manager, may cause a decline in the value of the securities held by the Fund and, in turn, cause the Fund to lose value or underperform other funds with similar investment objectives.

8.2.17 Portfolio turnover risk

The Fund may engage in active and frequent trading of portfolio securities and may therefore experience a high portfolio turnover rate. This may result in significant taxable gains as a result of the frequent trading of the Fund's portfolio securities and the Fund will incur transaction costs in connection with buying and selling the securities, which may lower the Fund's return.

8.3 General risks associated with the Fund

Other key risks that can affect the performance of the Fund are typical of the risks of Exchange Traded Funds domiciled in Australia.

8.3.1 Market risk

This is made up of a number of risks that affect entire financial markets and may include investor sentiment, economic impacts, regulatory conditions, industry or sector-specific events, and political and catastrophic events. In any asset class, the returns of individual securities are a combination of the market return and returns specific to each security. Assets such as bonds and cash generally have relatively lower market risk than growth assets such as shares. Investors should be aware that markets can fluctuate affecting the returns on an investment portfolio from day-to-day. This volatility may cause the value of an investment in a Fund to decrease.

8.3.2 Cyber security risk

Despite security measures, fraud, data loss, business disruption or damage to the information of the Fund or to investors' personal information may result from cyber threats against or infiltration of our technology systems and networks or those of our service providers. We have procedures in place to manage this risk and monitor the controls within these procedures to ensure cyber security risk is adequately managed.

8.3.3 ASX Trading risk

Trading of the ETF Units on ASX may be suspended by the ASX or halted by us because of market conditions or for other reasons such as a failure by the Market Maker to make a market. In these circumstances, ASX Investors will be unable to buy or sell ETF Units and the processing of application for creations and redemptions for Authorised Participants may be suspended or modified.

Suspension from trading for more than 5 consecutive ASX Trading Days may give rise to a right for ASX Investors to redeem their ETF Units directly from the Fund. See section 13.2.11 for more information.

8.3.4 Market Maker risk

Although the ETF Units are admitted to trading on ASX, and a Market Maker is appointed to assist in maintaining liquidity in accordance with the AQUA Rules, there can be no assurance that a Market Maker will produce a liquid market.

The market making arrangements agreed by VanEck with a Market Maker specify certain permitted circumstances where the market making obligations may be suspended. These circumstances include operational disruptions, market disruptions and unusual conditions including those which make it impossible, impracticable or unduly onerous for the Market Maker to perform the market making function (such as a fast market), other events set out in the AQUA Rules, the suspension or rejection of applications for Units or redemption requests, or the Market Maker not having ASIC relief to allow short selling of Units.

A Market Maker's terms of appointment may limit or exclude its liability or recourse to it by VanEck or Unitholders.

8.3.5 Trading price risk

As with any Exchange Traded Fund, the trading price of Units on the ASX will differ from the NAV and the fair value of the securities held by the Fund, due to the bid-offer spread charged by the Market Maker.

Periods of increased market volatility or disruptions to the market making function may result in wider bid-offer spreads for Units and therefore greater differences. This risk may be higher in the period shortly after the ASX opens for trading and near the close of trading.

If the Market Maker does not fulfil its obligations, as described in section 8.3.4, the trading price will be dependent on a number of factors including investor confidence and the supply and demand for the ETF Units.

8.3.6 Derivatives risk

Derivatives may be used by the Fund as described in section 7.3.3. Derivatives derive their value from the performance of a reference asset, for example a share, a market index, interest rate or exchange rate.

The use of derivatives may expose the Fund to significant losses as the use of derivatives involves risks that are different from and potentially greater

than, the risks associated with investing directly in the underlying asset. For example, the risk of using derivatives include, but are not limited to, that of the derivative failing to move in line with the value of the underlying asset, counterparty risk and potential illiquidity which may occur if a particular derivative instrument is difficult to purchase or sell. See section 8.2.12 for more information.

The risk that the Fund may not be able to close out a derivatives position is minimised by entering into such transactions with reputable counterparties or on an exchange with an active and liquid secondary market.

8.3.7 Fund risk

This is the risk that investing via the Fund may result in reduced performance compared to investing in the underlying securities directly because of the fees and costs involved in investing in a Fund or the income or capital gains accrued in the Fund. In addition, there is a risk that the fees and costs applicable to a Fund could change, the Responsible Entity or other parties could change and a Fund could terminate.

8.3.8 Operational risk

The Fund is exposed to operational risk arising from a number of factors, including, but not limited to, human error, processing and communication errors, errors of the Fund's service providers, counterparties or other third parties, failed or inadequate processes and technology or system failures. VanEck seeks to reduce these operational risks through controls and procedures. However, there is a risk that the controls and procedures implemented by VanEck may breakdown and adversely impact the Fund.

8.3.9 Force majeure

This is the risk that circumstances beyond our reasonable control may impact on the operation, administration and performance of a Fund. These events may include changes in governments or government policies, political unrest, wars, terrorism, epidemics, pandemics, natural and environment disasters.

8.3.10 Regulatory and tax risk

The Fund, the investments of the Fund and the tax consequences for Unitholders investing in the Fund, may be affected by tax changes or by changes to legislation or government policy both in Australia and in other countries that the securities the Fund invests in are regulated, the relevant company operates or is invested. These changes are monitored by VanEck and action is taken, where possible and appropriate, to facilitate the achievement of a Fund's investment objectives. Investors should consult their own professional independent tax advisers before making an investment decision. Further information in relation to tax is set out in section 12.

8.3.11 Unit settlement risk

The processes of issuing and redeeming ETF Units associated with creations and redemptions are subject to the normal settlement procedures through CHESS. A Fund is exposed to some risk if an Authorised Participant fails to comply with its settlement obligations. This risk is partly mitigated by the fact that Authorised Participants are generally subject to ASX Rules and ASX fail fees.

9 Fees and other costs

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 investment 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 be able to negotiate to pay lower fees. Ask the Fund or your financial adviser.

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 fund fee calculator to help you check out different fee options.

Fees and other costs

This section shows fees and other costs that you may be charged. These fees and costs may be deducted from your money, from the returns on your investment or from the assets of the Fund as a whole.

Taxes are set out in another part of this document.

You should read all the information about fees and costs because it is important to understand their impact on your investment.

9.1 Fees and costs summary

TYPE OF FEE OR COST	AMOUNT	HOW AND WHEN PAID
Ongoing annual fees and costs		
Management fees and costs		
The fees and costs for managing your investment	Management Fee 0.59% p.a.	Management fees and costs are accrued daily in the Fund Net Asset Value and reflected in the daily NAV. The management fee is payable to us from the Fund's assets after the end of the month. The indirect costs are reflected in the value of the Fund's assets as they are incurred.
Management fees may be negotiated by wholesale clients as described in 9.3.5	Indirect Costs (an estimate) 0.00% p.a.	
Performance fees		
Amounts deducted from your investment in relation to the performance of the product	Nil – see 9.3.2 below for further explanation	A performance fee is accrued daily in the Fund Net Asset Value and reflected in the daily NAV. If the criteria are met, the performance fee is payable to us from the Fund's assets after the end of the quarter.
Transaction costs		
The costs incurred by the scheme when buying or selling assets	0.01% p.a. (an estimate)	Transaction costs are paid from the assets of the Fund as they are incurred.
Member activity related fees and costs (fees for services or when your money moves in or out of the scheme)		
Establishment fee		
The fee to open your investment	Nil	Not applicable
Contribution fee		
The fee on each amount contributed to your investment	If you are buying on ASX: Nil If you are an Authorised Participant creating units: \$300	Payable only by Authorised Participants for the creation, at the time of the creation. The amount and timing of this fee may be negotiated.
Buy-sell spread		
An amount deducted from your investment representing costs incurred in transactions by the scheme	Nil	Not applicable
Withdrawal fee		
The fee on each amount you take out of your investment	If you are buying on ASX: Nil If you are an Authorised Participant redeeming units: \$300	Payable only by Authorised Participants for the redemption, at the time of the redemption. The amount and timing of this fee may be negotiated.
Exit fee		
The fee to close your investment	Nil	Not applicable
Switching fee		
The fee for changing investment options	Nil	Not applicable

9.2 Example of annual fees and costs

This table gives an example of how the ongoing annual fees and costs for VanEck Bentham Global Capital Securities Active ETF (Managed Fund) can affect your investment over a 1-year period. You should use this table to compare this product with other products offered by managed investment schemes. The example assumes that the value of the investment is a constant \$50,000 throughout the year with an additional \$5,000 invested on the last day.

EXAMPLE: - VanEck Bentham Global Capital Securities Active ETF (Managed Fund)		BALANCE OF \$50,000 WITH A PURCHASE OF \$5,000 DURING THE YEAR
Contribution fees	If you are buying on ASX: Nil. If you are an Authorised Participant creating units: \$300	For every additional \$5,000 you put in, you will be charged nil if you are buying on ASX or \$300 if you are an Authorised Participant.
PLUS Management fees and costs	Management Fee 0.59% p.a. Indirect Costs 0.00% p.a.	And , for every \$50,000 you have in VanEck Bentham Global Capital Securities Active ETF (Managed Fund) you will be charged \$295 each year
PLUS Performance fees	Nil – see 9.3.2 below for further explanation	And , you will be charged \$0 in performance fees each year
PLUS Transaction Costs	0.01% p.a.	And , you will have deducted from your investment \$5 in transaction costs
EQUALS Cost of VanEck Bentham Global Capital Securities Active ETF (Managed Fund)		If you had an investment of \$50,000 at the beginning of the year and you put in an additional \$5,000 during that year, you would be charged fees and costs of: \$600 if you are an Authorised Participant and \$300 if you are not. Wholesale investors and Authorised Participants can negotiate lower fees.

9.3 Additional explanation of fees and costs

9.3.1 Impact of tax

Fees and costs are disclosed including goods and services tax less reduced input tax credits

9.3.2 Performance fee

In the fees and costs summary above the performance fee is shown as nil in accordance with regulatory requirements, being the average amount charged since the inception of the Fund.

A performance fee of 15.5% (inclusive of GST and net of any GST credits) may be payable to the Responsible Entity out of the Fund assets if the Fund outperforms the Benchmark. The Benchmark is the RBA Cash Rate plus 3% per annum.

The potential performance fee is calculated and accrued in the NAV each day. The fee is potentially payable quarterly subject to the Fund performing positively above a high water mark.

Daily calculation

The potential performance fee is calculated each day as follows:

Step 1 – Calculate the performance of the Fund

The performance of the Fund is the increase or decrease in the Fund Net Asset Value plus any dividends per Unit for which the Fund has gone ex. The performance may be positive or negative.

The daily Fund Net Asset Value calculation includes accruals for fees and other expenses so the

performance measure is taking those items into account. See 7.5 for more information.

Step 2 – Deduct the Benchmark.

The amount deducted is: the RBA cash rate for that day plus 3% divided by 365.

The result may be a positive or negative number.

Step 3 – Calculate the day's performance fee

The result from step 2 is multiplied by 15.5%.

Step 4 – Aggregate with previous days

The day's calculation is added to each previous day's calculation since VanEck last became entitled to a performance fee. The total may be positive or negative.

Quarterly conditions

To be entitled to a performance fee at the end of each calendar quarter, two conditions must be met.

1. Aggregate positive performance

The aggregate amount in Step 4 of the daily calculations above, must be a positive number.

2. High water mark

The performance amount must also exceed a high water mark.

To satisfy the condition, the NAV at the end of the quarter plus any dividends per Unit for which the Fund has gone ex since the high water mark was established, must exceed the high water mark.

The starting high water mark is the first NAV published for the Fund. Thereafter the high water

mark is the NAV at the end of the most recent quarter for which VanEck became entitled to a performance fee.

Paid or carried forward

Starting with the quarter ended 30 September 2021, if both: 1) the aggregated potential performance fee at the end of the quarter is positive; and 2) the high water mark condition is met, then VanEck is entitled to be paid the aggregated potential performance fee.

If VanEck is entitled to be paid a performance fee, then the aggregated potential performance fee is reset to zero. If VanEck is not entitled to be paid a performance fee at that point, then the aggregated potential performance fee at that point is carried forward into future aggregates.

Daily NAVs

Each day's NAV will include an accrual for the total potential performance fee, if that number is positive. Each day's NAV will also include an accrual for any performance fee that VanEck is entitled to be paid that has not yet been paid. See 7.7.1 for more information.

Updated information

Disclosure of updated information in regards to performance fees will be provided at www.vaneck.com.au/gcap.

9.3.3 Transaction costs

Transaction costs are costs incurred when assets are bought or sold. Examples include brokerage, commission, exchange settlement fees and transaction taxes.

Implicit costs, otherwise known as market impact costs, are not included in transaction costs except in the case of hedging derivative transactions.

In some instances of determining transaction costs, estimates are used based on our experience of investment markets.

Transaction costs are shown net of any amount that has been recovered. The estimated amount of such recoveries is nil.

9.3.4 Indirect costs

Indirect costs can be implicit costs in opening and closing over-the-counter derivative transactions where the purpose of the transaction is other than hedging.

Indirect costs can also be costs embedded in entities that the Fund has invested in.

In some instances of determining indirect costs, estimates are used based on our experience of investment markets or the information available from the entity that we have invested in.

9.3.5 Negotiating fees and costs

To negotiate any fee or cost that is described in this PDS as negotiable, use the contact details for VanEck Capital Markets in the 'Corporate directory' at the beginning of this PDS.

9.3.6 Brokerage and similar fees

Investors will also incur customary brokerage fees when buying and selling ETF Units on ASX. You

should discuss these fees with your stockbroker prior to investing.

There can be also be fees charged if the purchase or sale of the ETF Units is arranged through a financial adviser, platform or superannuation fund.

VanEck does not pay commission to intermediaries.

9.3.7 True-up

A true-up will be charged to the Authorised Participant when the amount paid for a cash creation is less than it costs the Fund to acquire the relevant securities or the amount paid by the Fund for a cash redemption exceeds the amount the relevant securities are sold for.

9.3.8 Other costs

Under the Fund's Constitution, it is possible for the Fund to incur other costs including reimbursing VanEck for costs that VanEck has incurred. The estimated amount of other costs that the Fund will incur is nil.

9.3.9 Changes to fees and costs

We may vary the management fees or introduce new fees without investor consent up to the maximums described in the Fund's Constitution. Under the Constitution we are entitled to charge the following relevant maximum fees:

- o Management fee: 3% p.a. of the Fund's NAV;
- o Performance fee: 25% of the Fund's daily performance above the benchmark for the Fund during the relevant performance period, subject to the performance fee not exceeding a high watermark;
- o Entry fee: 2% of the consideration payable on the application;
- o Exit fee: 2% of the redemption price payable; and
- o Application or redemption fee, known as contribution or withdrawal fees: \$10,000 per creation or redemption.

We will give 30 days' notice of any increase in such fees on our website at www.vaneck.com.au and through the ASX Market Announcements Platform.

Indirect costs, transaction costs and other management fees and costs will vary over time. We will update these fees and costs on our website at www.vaneck.com.au.

9.3.10 Related party payments

We may pay fees to related parties and associates of VanEck on arms' length commercial terms for providing services to the Fund. We may engage the services of related parties and associates at our discretion. These fees would be paid by us out of the management fee we receive from the Fund.

9.3.11 Commissions and other benefits received

We, our related parties and associates, may receive commissions and other benefits, such as research, from stockbrokers effecting trades for the Fund. These benefits may flow to the Fund or to other funds managed by us or to our related parties and associates. Any such commissions or benefits will not be a cost to the Fund.

10 Transacting with VanEck

This section provides a summary of the creation and redemption process that only applies to transactions between the Fund and Authorised Participants. These procedures do not apply to ASX Investors who trade ETF Units on ASX.

10.1 Prior to transacting

Creation and redemption procedures will be agreed between VanEck and Authorised Participants from time to time and contained in a written agreement and related AP Procedures. Authorised Participants must complete an agreement with VanEck prior to transacting directly with us. Provisions in such an agreement supersede the provisions in this PDS.

Contact VanEck Capital Markets on +61 2 8038 3317 or email capital.markets@vaneck.com.au for more information.

10.2 Applications by Authorised Participants

Unless we agree otherwise, applications for creations and redemptions of ETF Units may only be made by delivering a written application to us by 4pm on an ASX Trading Day. We may accept or reject applications in a different form at our discretion. We may, in our sole discretion and without giving any reason, accept or reject all or part of an application for a creation or redemption.

10.3 Minimum transaction sizes for APs

Applications for creations and redemptions by Authorised Participants can only be made in multiples of Creation Units or Redemption Units respectively, unless we agree otherwise. The number of ETF Units in a Creation Unit and in a Redemption Unit is 200,000.

We may change this amount without notice.

10.4 Creation and redemption prices

The prices at which Authorised Participants transact with VanEck for creations or redemptions is the NAV calculated at the next valuation time following an application, plus or minus fees and costs including a true-up. See section 9 for the applicable fees and costs.

10.5 Delay or suspension of creations and redemptions

We may suspend the processing of creations or redemptions in certain circumstances. This will generally occur:

1. around the end of a dividend period when we are calculating and paying dividends;
2. on days on which foreign stock exchanges are closed; or
3. in circumstances, such as adverse market conditions, where we determine it is not possible to accurately calculate the NAV.

We may also suspend creations or redemptions in other circumstances.

We will notify APs of any suspension.

We may also process applications for creations in instalments over a period of time and may also suspend processing of redemptions we have already accepted, for example, where we are unable to sell underlying securities due to circumstances outside our control, such as suspended trading in the market, or where the Fund ceases to be liquid for the purposes of the Corporations Act.

In circumstances where redemptions are delayed, suspended or being paid in instalments, the NAV used for the redemption may be that applicable to the day the relevant instalment of the redemption is processed, rather than the time the application for redemption is received.

An application for a creation or redemption lodged but not processed before or during a period of suspension, will be taken to be lodged the day after the end of the relevant suspension period.

11 Dividends

11.1 Payment of dividends

You may earn income from the Fund paid in the form of dividends. We do not guarantee that dividends will be paid.

We will provide details in advance of any dividends to be paid by a Fund via the ASX Market Announcements Platform.

The amount of any dividend will vary between periods and in some cases we may decide not to pay a dividend.

Payments are usually made within 28 days after the end of the dividend period. Dividends will be paid as cash to your nominated bank account unless you elect to participate in the DRP.

11.2 Frequency of dividends

At the date of this PDS we expect to pay dividends monthly.

We may pay more or fewer dividends at our discretion. We will update the expected dividend frequency for the Fund on our website www.vaneck.com.au.

11.3 Dividend Reinvestment Plan

A DRP is available. If you elect to participate in the DRP the amount of any dividends will be credited to you as additional ETF Units. Unitholders can only elect to reinvest all of the dividends for a particular dividend period. Partial reinvestment is not available.

Participation in the DRP is subject to the DRP Rules as determined by VanEck from time to time. A copy of the DRP Rules is available at www.vaneck.com.au or free of charge from us or the Registrar on request.

To elect into the DRP contact the Registrar whose details are in the 'Corporate directory' at the beginning of this PDS.

12 Tax

IMPORTANT NOTICE

The Australian tax commentary in this PDS is provided for general information only.

This information is necessarily general in nature and does not take into account the specific circumstances of any person who may invest in the Fund. It should not be used as the basis upon which a decision is made to invest in the Fund.

Investing has tax implications that can be complex, that are particular to each investor's circumstances and that change over time. All investors should consult their own professional tax advisers before making an investment decision.

The taxation information in this PDS is based on the income tax law in force at the date of this PDS.

12.1 Taxation of Australian resident investors

You will be liable for tax on your share of the Fund's income, as determined by VanEck at the end of the financial year.

The amount you will be required to include in your tax return will not be the same as the amount you will receive as dividends. You will be provided with a tax statement, after 30 June each year, that will provide you with the necessary information. Also, the Australian Taxation Office will prefill your MyGov account with this information.

This information will include details of any credits you are able to claim including credits for any foreign income tax paid.

You may also be liable for tax on any gains you make when you sell or redeem your ETF Units. These gains are not included on the tax statement or in the MyGov pre-filled information.

12.2 Quoting your TFN or ABN

Unitholders will be asked to provide their tax file number ('**TFN**') or Australian Business Number ('**ABN**') or to claim an exemption from doing so. There are strict guidelines that govern the use and storage of TFNs.

There is no obligation to provide a TFN or ABN. However, if no TFN or ABN is provided and no exemption is available, tax will be withheld from the Unitholder's dividends at the highest marginal rate and remitted to the Australian Taxation Office.

These amounts will be credited to you when you lodge your tax return.

12.3 Taxation of Foreign Investors

If you are not a resident of Australia for income tax purposes, tax may be withheld from your dividends at the legislated rates and remitted to the Australian Taxation Office. You are exempt from needing to quote a TFN or ABN.

You will be required to identify to the Registrar whether you are a resident or a non-resident for income tax purposes.

12.4 Reporting of investors' details

Investments in the Fund are subject to information collection and reporting, for the purposes of enforcing compliance with tax laws. Information is reported to the Australian Taxation Office who may share it with foreign governments. Specifically, there is a United States law known as 'FATCA' and a related intergovernmental agreement between Australia and the United States under which information is shared with the United States. In addition, Australia participates in the OECD's Common Reporting Standard reporting network allowing information to be shared with participating countries.

13 Other information you need to know

13.1 VanEck's powers and duties as Responsible Entity

The powers and duties of the Responsible Entity are determined by the Constitution for each Fund, the Corporations Act and general trust law. The duties of VanEck in relation to a Fund under the Corporations Act include to:

- o act honestly;
- o exercise the degree of care and diligence that a reasonable person would exercise if they were in VanEck's position;
- o act in the best interests of Unitholders and, if there is a conflict between their interests and VanEck's interests, give priority to Unitholders' interests;
- o ensure that property in the Fund is clearly identified as property of the Fund and held separately from property of VanEck, property of the Custodian and property of any other fund, except as permitted by the Corporations Act;
- o ensure that the assets in the Fund are valued at regular intervals; and
- o ensure that payments out of the Fund's property are made in accordance with the Constitution and the Corporations Act.

We will work with our external service providers to:

- o manage the income of the Fund and arrange for payments to creditors of the Fund;
- o determine and arrange payment of any dividends from the Fund and administer dividend and taxation statements;
- o process and administer creation and redemption transactions for the Fund;
- o co-ordinate and manage communications with ASX in relation to the ongoing admission to trading status of the ETF Units on ASX and communicate with ASIC and other regulators as appropriate in relation to the Fund;
- o address and respond to investor and Unitholder enquiries and complaints;
- o co-ordinate Unitholder updates and reports;
- o prepare, maintain and implement policies and procedures in respect of the operation of the Fund including a compliance plan; and
- o market and promote the Fund, providing information and support as appropriate to Authorised Participants, Market Makers and intermediaries.

13.2 The Constitution

The terms and conditions of the Constitution are binding on the Unitholder and all persons claiming through them, as if the Unitholder or person were a party to the Constitution.

Under the Constitution, VanEck has all the powers of a natural person, corporation, trustee or Responsible Entity in respect of the operation of the Fund. The Constitution gives VanEck the right to be paid fees and expenses from the Fund and governs matters such as the rights of Unitholders, conducting

Unitholder meetings, the creation and redemption of ETF Units and unit pricing, as well as what happens when a Fund is terminated. We will provide potential investors and Unitholders with a paper copy of the Constitution on request.

Some of the more important provisions of the Constitution are outlined below:

13.2.1 Beneficial interest

An ETF Unit confers a beneficial interest in the assets of each Fund to the Unitholder but not an entitlement or interest in any particular part of the Fund or any particular asset.

13.2.2 Reimbursement of expenses

VanEck is indemnified and entitled to be reimbursed out of, or paid from, the assets of the Fund for all liabilities, losses and expenses incurred in relation to the proper performance of its duties as Responsible Entity of the Fund. VanEck has the power to appoint an agent, or otherwise engage a person, to do anything that it is authorised to do in connection with each Fund. For the purpose of determining whether VanEck has properly performed its duties as Responsible Entity, VanEck is not liable for any loss unless the loss is caused by our fraud, negligence or breach of trust without due care.

13.2.3 Removal of VanEck as Responsible Entity

VanEck may retire as Responsible Entity of a Fund by calling a meeting of the Fund's Unitholders, if the meeting chooses another company to be the new responsible entity and that other company consents. If the meeting does not result in another company being appointed, VanEck may apply to a court to appoint a temporary responsible entity. There is a similar process for the Unitholders to cause VanEck to be removed through a meeting called by the Unitholders.

ASIC or a Unitholder may request a court to remove VanEck.

13.2.4 Limitation of liability of Unitholders

The Constitution states that the Unitholder's liability is limited to the amount subscribed or agreed to be subscribed for ETF Units by the Unitholder. However, the courts are yet to determine the effectiveness of provisions of this kind.

13.2.5 Meeting of Unitholders

VanEck may convene a meeting of Unitholders at any time in accordance with the Constitution and Corporations Act. Examples of circumstances where meetings may be called include to approve certain amendments to the Constitution or some circumstances where a Fund is being terminated.

Unitholders also have limited rights to call meetings and have the right to vote at any Unitholder meeting in accordance with the Constitution and Corporations Act. A resolution passed at a meeting

of Unitholders held in accordance with the Constitution binds all Unitholders.

13.2.6 Limitation of liability and indemnity of VanEck

In general, VanEck may act in good faith on the opinion of, advice of or information obtained from, advisers and experts. VanEck is indemnified out of the assets of the Fund against any expenses, loss, costs, damages and liabilities that may be incurred in properly performing any of its duties or prosecuting or defending any action or suit in connection with the Fund, other than if it arises out of its fraud, breach of trust or negligence.

Subject always to any liability which the Corporations Act might impose on VanEck, so long as it acts without fraud, negligence or breach of trust, it is not liable in equity, contract, tort or otherwise to Unitholders for any loss suffered in any way relating to a Fund. VanEck's liability to any person in respect of a Fund is limited to our actual indemnification from the assets of the Fund for that liability.

13.2.7 Borrowings

Under the Constitution, VanEck has the power to enter into borrowing arrangements on behalf of each Fund and grant security over the assets in the Fund in favour of a lender. This may involve delivering some of the securities in the portfolio to the lender as collateral for repayment of the loan in accordance with usual commercial borrowing arrangements. The costs of any borrowing are borne by the Fund.

13.2.8 Amendments to the Constitution

VanEck may amend the Constitution from time to time, subject to the provisions of the Constitution and the Corporations Act. Generally, VanEck can only amend the Constitution where we reasonably consider that the change will not adversely affect the rights of Unitholders. Otherwise the Constitution can only be amended if approved at a meeting of Unitholders.

13.2.9 Termination of the Fund

VanEck may wind up a Fund at any time in accordance with its Constitution, the Corporations Act and general trust law. Following winding up, the net proceeds will be distributed to Unitholders.

13.2.10 Compulsory redemption of ETF Units

In certain circumstances under the Constitution, VanEck may compulsorily redeem some or all of the ETF Units issued to a Unitholder, including where we believe ETF Units are held in breach of the Constitution or an applicable law or regulation, or the holding will otherwise adversely affect the Fund in any material way. We are required under the Constitution to provide a Unitholder with 60 days' notice of a compulsory redemption of some or all of their Units, except in circumstances where the Unitholder is not entitled to hold Units under an applicable law, in which case we will provide 3 days' notice.

13.2.11 ASX Investor redemptions

ASX Investors will normally sell their ETF Units on ASX and will not have a right to redeem their ETF Units directly from the Fund. However, the Constitution of each Fund provides that if ETF Units are suspended from trading on ASX for more than 5 consecutive ASX Trading Days, ASX Investors will have the right to directly redeem their ETF Units for cash unless:

- o the Fund has been terminated;
- o the Fund is not a liquid scheme; or
- o VanEck has suspended the redemption of ETF Units on the basis of a determination that it is reasonable and in the best interests of Unitholders to do so.

13.3 Compliance plan

VanEck has lodged a compliance plan for the Fund with ASIC, which sets out the key measures that we take to ensure that we comply with the Corporations Act and the Constitution in relation to the operation of the Fund. Each year VanEck's compliance with the compliance plan is independently audited, as required by the Corporations Act. The auditor's report is lodged with ASIC.

13.4 Compliance committee

VanEck has a compliance committee which comprises at least three members, of which the majority are external members. The compliance committee monitors VanEck's compliance with each Fund's compliance plan, assesses the adequacy of the compliance plan and reports to the directors of VanEck and in some circumstances to ASIC.

13.5 Settlement

All transactions by ASX Investors will be settled in accordance with the ASX Rules. Settlement generally occurs on the second ASX Trading Day after the effective trade date.

The number of days in this ASX Rule may be changed by ASX. Check with ASX before making a decision.

13.6 Cooling-off

There are no cooling-off rights applicable to the offer in this PDS or to the trading of ETF Units on ASX.

13.7 'Liquid' for the purposes of the Corporations Act

The redemption process for ETF Units assumes that the Fund remains 'liquid'. Under the Corporations Act, a Fund is liquid if 80% of the value of its assets comprises liquid assets. We expect that the Fund will remain liquid.

If the Fund is liquid for the purposes of the Corporations Act, the Constitution requires that we must pay redemption proceeds within 21 days of the date of redemption of the relevant ETF Units.

If the Fund ceases to be liquid for the purposes of the Corporations Act, a redemption request will be dealt with in accordance with the Constitution and that Act.

13.8 Related party contracts

At the date of this PDS VanEck has arrangements in place with related parties from the VanEck group of companies. These include VanEck Australia Pty Ltd, for business administration, sales and marketing and support services. Where related parties receive a financial benefit, those payments are made out of the management fee and are not an additional cost incurred by Unitholders. Such arrangements are entered into on arms' length commercial terms considering the requirements of VanEck's conflicts of interest policy.

13.9 Custodian and Fund Administrator

VanEck has appointed State Street Australia Limited ('State Street') as Administrator of the Fund and the Custodian of the assets.

State Street provides certain fund administration services, such as fund accounting and unit pricing, for the Fund. State Street has not been involved in any way in the preparation of this PDS and is named only for information purposes.

VanEck may change the Custodian or the Fund Administrator without notifying Unitholders or the market.

13.10 Registrar

VanEck has appointed Link Market Services Limited as Registrar to maintain Unitholder records such as quantity of ETF Units held, address details and participation in the DRP. The Registrar can be contacted as follows:

Locked Bag A14
Sydney South, NSW, 1235
Telephone: 1300 68 38 37

Link has had no involvement in the preparation of any part of this PDS other than being named as the Registrar for the Fund. Link has not authorised or caused the issue of and expressly disclaims and takes no responsibility for any part of this PDS.

VanEck may change the Registrar without notifying the market but would notify existing Unitholders.

13.11 Continuous disclosure

As a disclosing entity, the Fund is subject to certain regular reporting and disclosure obligations under the Corporations Act. VanEck will comply with the continuous disclosure obligations in the Corporations Act as if the Fund is an unlisted disclosing entity. New material information will be disclosed on our website www.vaneck.com.au. Copies of documents lodged with ASIC in relation to the Fund may be obtained from, or inspected at, an ASIC office. We will send a requesting Unitholder a printed or electronic copy of the above documents free of charge.

13.12 Annual reports

A copy of the annual financial report, the annual directors' report and the auditor's report on the annual financial report for the Fund will be made available at www.vaneck.com.au as soon as practicable after they are filed with ASIC.

13.13 Interest on cash held in the Fund

In circumstances where the Fund holds cash, any interest earned on those amounts will be retained for the benefit of all Unitholders in the Fund. For example, the Fund may hold cash pending the purchase of securities for a cash-only application or payment of cash-only redemption proceeds.

Cash may also be held by the Registrar on behalf of the Fund immediately pending the payment of a dividend. No interest is earned on such cash.

13.14 Investor identification and verification

VanEck has an identification and verification policy and procedures in place, which requires Authorised Participants to provide satisfactory proof of identity documentation pursuant to the Anti-Money Laundering and Counter-Terrorism Financing Act 2006. This must be verified before a commercial relationship is entered into, or an application for a creation or redemption of ETF Units will not be accepted.

Failure to provide all the information requested will cause an application to be delayed or rejected. We do not accept any liability for any loss incurred as a result of a delay in accepting or processing an application or otherwise, arising from undertaking our ID procedures.

13.15 Complaints

VanEck has arrangements in place for handling complaints. If you have a complaint regarding a Fund or our services, please contact us either by phone or in writing. Our procedures ensure that we deal with complaints as soon as possible. We will acknowledge any complaint made in writing immediately on receipt and provide a written response within 30 days. Complaints should be directed to:

Complaints Officer
VanEck Investments Limited
Level 47, Suite 2
25 Martin Place, Sydney NSW 2000
Telephone: (02) 8038 3300
Email: complaints@vaneck.com.au

We are a member of the Australian Financial Complaints Authority ('AFCA'), which is an independent body approved by ASIC to consider complaints. If we are unable to resolve the complaint or you are dissatisfied with the outcome you can contact the AFCA to assist in resolving the complaint.

In order for a complaint to be considered by AFCA, the claim must not exceed \$1,085,000 and the complainant must meet AFCA's definition an 'eligible person'. The maximum amount per claim that may be awarded by an AFCA Decision Maker for complaints relating to VanEck's funds, not including awards of costs or interest, is \$542,500.

AFCA can be contacted as follows:

Online: www.afca.org.au
Email: info@afca.org.au
Phone: 1800 931 678 (free call)
Mail: GPO Box 3 Melbourne VIC 3001

13.16 Privacy Notice

This Privacy Notice informs Authorised Participants and ASX Investors how your personal information may be collected, stored, used and disclosed if you invest in the Fund, and should be read together with VanEck's Privacy Policy, available on our website: www.vaneck.com.au.

VanEck and the Registrar may collect, hold and use your personal information in order to process applications, administer your investment, comply with relevant laws and provide you with services related to the investment and with information about other products and services offered by or through VanEck, in accordance with VanEck's Privacy Policy.

ASX Investors must provide their personal information to open a stockbroking account in order to invest. That information may be provided by your stockbroker to the Registrar and in turn provided to VanEck. If you do not provide the personal information required you will be unable to invest.

We may use your information, for example to:

- o ensure compliance with all applicable regulatory or legal requirements. This includes the requirements of ASIC, ATO, AUSTRAC, ASX and other regulatory bodies or relevant exchanges including requirements under the Corporations Act and superannuation law; or
- o ensure compliance with the Anti-Money Laundering and Counter-Terrorism Financing Act.

VanEck may be required to disclose some or all of your personal information, for certain purposes to: our service providers, related bodies corporate or other third parties for the purpose of account maintenance and administration and the production and mailing of statements, such as share registries, custodians, accountants and auditors of the Fund and certain software providers related to the operational management and settlement of the ETF Units and fraud monitoring.

We may also disclose your personal information to other external service providers (including companies conducting market research) who assist us in:

- o marketing products and services to you; and
- o improving investor service.

This is to keep you informed of VanEck products and services. If you apply for ETF Units, you agree to be contacted for these purposes.

The third parties to whom we may disclose your personal information, listed in the bullet points above, may be located overseas, including in the United States.

If you do not wish to receive marketing communications from us or our associates, including by email, please contact us at privacy@vaneck.com.au.

VanEck's Privacy Policy contains information about how you may complain about a breach of your privacy and how we will deal with such a complaint.

To access, update or seek correction of your personal information, please speak to your stockbroker or contact the Registrar directly on 1300 68 38 37 (toll free), or in writing addressed to:

Link Market Services Limited,
Locked Bag A14,
Sydney South, NSW, 1235

13.17 ASIC Relief

13.17.1 No equal treatment for withdrawals

Under ASIC Class Order [CO13/721], responsible entities of ETFs do not need to comply with the equal treatment requirement in section 601FC(1)(d) of the Corporations Act, to the extent necessary to permit only authorised participants to withdraw from the Fund. The Responsible Entity will not treat Unitholders of the same class equally to the extent that it restricts withdrawals from the Fund to Authorised Participants.

For the purposes of this relief, except in exceptional circumstances, only Authorised Participants may withdraw from the Fund, but other Unitholders may sell their ETF Units on the ASX. However, if ETF Units are suspended from trading on ASX for more than 5 consecutive ASX Trading Days, Unitholders will have a right to withdraw from the Fund and receive payment for their ETF Units in money within a reasonable time of the request unless:

- o the Fund is being wound-up;
- o the Fund is not liquid as defined in subsection 601KA(4) of the Corporations Act; or
- o the Responsible Entity suspends withdrawals in accordance with the constitution.

13.17.2 Less disclosure in periodic statements

Under ASIC Class Order [CO13/1200], periodic statements are not required to disclose amounts paid in relation to a transfer of the units or the return on investment of the transfer during the reporting period, if the Responsible Entity is not aware of the price at which the units were transferred, the return on investment is not able to be calculated by the Responsible Entity and the periodic statement explains why this information is not included as well as describes how it can be obtained or calculated. The periodic statement will itemise transactions by disclosing:

- o the date of transfer and whether the Unitholder acquired or disposed of units;
- o the number of units transferred; and
- o explanations as to why prices of units for transfers and the total dollar value of transfers have not been included.

The periodic statement will also include performance information of the Fund relative to the investment objective,

13.17.3 Ongoing disclosure relief

Under ASIC Class Order [CO13/721], responsible entities of ETFs do not have to comply with the ongoing disclosure requirements in section 1017B of the Corporations Act if that responsible entity complies with the continuous disclosure requirements in section 675 of the Corporations Act as if the Fund were an unlisted disclosing entity. The

Responsible Entity will comply with the continuous disclosure requirements of the Corporations Act as if the Fund were an unlisted disclosing entity.

13.18 Changes to information

Information contained in this section may change from time to time. Any updates or changes to

information that are not materially adverse to investors will be published at www.vaneck.com.au on the Fund page. Check our website for the most up to date information before making a decision.

14 Glossary of terms

The following expressions when used in this PDS have the meanings set out below. Named parties and other details may change. Check our website www.vaneck.com.au for the most up to date information before making a decision.

Term	Meaning
Active ETF	Per ASIC Information Sheet 230 – an exchange traded product that is a collective investment vehicle that buys and sells investments based on an active investment strategy or which seeks to outperform a particular benchmark
AP Procedures	The procedures for transacting with VanEck in relation to a Fund as agreed in writing with Authorised Participants from time to time
AQUA Rules	Schedule 10A of the ASX Operating Rules and related rules and procedures, as amended, varied or waived from time to time
ASIC	The Australian Securities and Investments Commission
ASX	The Australian Securities Exchange operated by ASX Limited
ASX Investor	Unitholders who acquire ETF Units on ASX
ASX Rules	The Operating Rules, Settlement Operating Rules and any other applicable rules and procedures as amended by ASX Limited from time to time
ASX Trading Day	A day that ASX is open for trading
AUSTRAC	The Australian Transaction Reports and Analysis Centre
Authorised Participant or AP	A person who is a Trading Participant or has engaged a Trading Participant to act on its behalf to acquire and dispose of interests in a Fund, and who has entered into an agreement with the Responsible Entity to be an Authorised Participant
Capital Securities	Capital Securities consist broadly of Tier 2 and Additional Tier 1 capital securities and include but are not limited to contingent convertible bonds (CoCos), preferred and convertible preference shares, hybrid securities, and subordinated notes.
Constitution	The trust deed registered with ASIC establishing the Fund, as varied or replaced from time to time
Corporations Act	Corporations Act 2001 (Commonwealth) as amended from time to time
Creation Unit	The minimum number of ETF Units that must be applied for in a Fund by an Authorised Participant in an application for a creation of ETF Units as specified in section 10.3
Custodian	The holder of a Fund's assets, at the date of this PDS being State Street Australia Limited
Dividend Reinvestment Plan or DRP	The plan available to Unitholders to have any dividends from a Fund reinvested in additional ETF Units to be credited to their account, instead of receiving a cash payment to their nominated Australian bank account
DRP Rules	The rules relating to a Unitholder's participation in the DRP, a copy of which are available at www.vaneck.com.au
ETF	Exchange Traded Fund
ETF Units	Interests in a Fund issued by the Responsible Entity pursuant to this PDS, the Fund's Constitution and the Corporations Act
Exchange Traded Fund	An open-ended managed fund, units in which are traded on ASX under the AQUA Rules, which generally tracks the value of an underlying index
Financial Institution	Banks and other authorised deposit-taking institutions and insurance companies
Foreign Investor	A person who is not an Australian resident for income tax purposes
Fund	The Fund named on the front cover of this PDS
Fund Administrator	Performer of many Fund administration tasks, at the date of this PDS being State Street Australia Limited
Fund Net Asset Value	The total value of all of the assets of the Fund minus the total value of all of the liabilities and provisions of the Fund
Investment Grade	Capital Securities with Credit Ratings of BBB- or higher from Fitch and Standard & Poor's and Baa3 or higher from Moody's. Capital Securities with an Investment grade rating

Term	Meaning
	are generally likely to have a high probability of payment of interest and repayment of capital
Investment Manager	Bentham Asset Management Pty Ltd ABN 92 140 833 674 AFSL 356199
Market Maker	An institution appointed by VanEck to assist it in maintaining liquidity of trading of the ETF Units on ASX. A Market Maker may also be an Authorised Participant
NAV	The Fund Net Asset Value divided by the number of ETF Units outstanding
PDS	Product disclosure statement
Redemption Unit	The minimum number of ETF Units that must be redeemed by an Authorised Participant in the event of a redemption
Registrar	Maintainer of the registry of ETF Units, at the date of this PDS being Link Market Services Limited
Responsible Entity	The licensed entity authorised by ASIC to act as the Responsible Entity of the Fund with responsibility for operating the Fund and the issuer of ETF Units and this PDS. For the life of this PDS the Responsible Entity is VanEck.
Tier 1 Capital	See section 2.1.
Tier 2 Capital	See section 2.1.
Trading Participant	Has the meaning defined in the ASX Rules as amended from time to time
UK	United Kingdom
Unitholder	A person named as a holder of ETF Units in a Fund as recorded in the register maintained by the Registrar or a person entitled to be recorded as such
US	United States
USD	United States dollars
VanEck	VanEck Investments Limited in its capacity as Responsible Entity of the Fund, unless the context requires otherwise