

IFP Global Franchise Fund II

Product Disclosure Statement – 28 August 2020

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This Product Disclosure Statement (**PDS**) is a summary of significant information about the IFP Global Franchise Fund II (**Fund**). It contains a number of references to additional important information contained in a separate information booklet (**Information Booklet**). This information forms part of the PDS and you should read the Information Booklet together with the PDS before making a decision to invest in the Fund. The information in this PDS and the Information Booklet may change from time to time. Where information that changes is not materially adverse to investors, we may update this information by updating the relevant document or by publishing an update at macquarie.com.au/pds. You can access a copy of the latest version of this PDS, the Information Booklet and any updated information free of charge from our website or by contacting us.

The information provided in the PDS and the Information Booklet is general information only and does not take account of your personal financial situation or needs. You should obtain your own financial advice tailored to your personal circumstances.

This offer is only open to persons receiving this PDS and the Information Booklet within Australia and New Zealand or any other jurisdiction approved by us.

Other than Macquarie Bank Limited (**MBL**), none of the entities noted in this document are authorised deposit-taking institutions for the purposes of the Banking Act 1959 (Commonwealth of Australia). The obligations of these entities do not represent deposits or other liabilities of MBL. MBL does not guarantee or otherwise provide assurance in respect of the obligations of these entities, unless noted otherwise.

Unless otherwise stated, all references to 'dollars' or '\$' herein refer to Australian dollars.

Warning statement for New Zealand investors

- a) The offer to New Zealand investors is a regulated offer made under Australian and New Zealand law. In Australia, this is Chapter 8 of the Corporations Act 2001 and Regulations. In New Zealand, this is Part 6 of Part 9 of the Financial Markets Conduct Act 2013 and Part 9 of the Financial Markets Conduct Regulations 2014.
- b) The offer and the content of the PDS and Information Booklet are principally governed by Australian rather than New Zealand law. In the main, the Corporations Act 2001 and regulations made under that Act set out how the offer must be made.
- c) There are differences in how securities are regulated under Australian law. For example, the disclosure of fees for managed investment schemes is different under the Australian regime.
- d) The rights, remedies and compensation arrangements available to New Zealand investors in Australian financial products may differ from the rights, remedies and compensation arrangements for New Zealand financial products.
- e) Both the Australian and New Zealand securities regulators have enforcement responsibilities in relation to this offer. If you need to make a complaint about this offer, please contact the Financial Markets Authority, New Zealand (<http://www.fma.govt.nz>). The Australian and New Zealand regulators will work together to settle your complaint.
- f) The taxation treatment of Australian financial products is not the same as for New Zealand financial products.
- g) If you are uncertain about whether this investment is appropriate for you, you should seek the advice of an appropriately qualified financial adviser.
- h) The offer may involve a currency exchange risk. The currency for the financial products is not New Zealand dollars. The value of the financial products will go up or down according to changes in the exchange rate between that currency and New Zealand dollars. These changes may be significant.
- i) If you expect the financial products to pay any amounts in a currency that is not New Zealand dollars, you may incur significant fees in having the funds credited to a bank account in New Zealand in New Zealand dollars.*
- j) The dispute resolution process described in the Information Booklet is only available in Australia and is not available in New Zealand.
- k) If the financial products are able to be traded on a financial product market and you wish to trade the financial products through that market, you will have to make arrangements for a participant in that market to sell the financial products on your behalf. If the financial product market does not operate in New Zealand, the way in which the market operates, the regulation of participants in that market, and the information available to you about the financial products and trading may differ from financial product markets that operate in New Zealand.

* Redemptions and distributions of income will only be paid in Australian dollars to an Australian bank account.

1 About Macquarie Investment Management Australia Limited

Macquarie Investment Management Australia Limited (**Macquarie, we, us, our**) is the responsible entity of the Fund. We are responsible for the investment decisions, management and administration of the Fund. We may delegate some of these duties, including investment management functions, to third parties. Macquarie forms part of Macquarie Group's investment management business, Macquarie Investment Management.

Macquarie Investment Management delivers a full-service offering across a range of asset classes including fixed interest, listed equities (domestic and international) and infrastructure securities to both institutional and retail clients in Australia and the US, with selective offerings in other regions. Macquarie Investment Management also selects specialist investment

managers to bring their signature strategies to you through the Macquarie Professional Series.

We have appointed Independent Franchise Partners LLP (**IFP or Investment Manager**) as investment manager of the Fund. IFP is an independent, partner-owned investment management firm established in June 2009. The firm specialises in a single investment strategy which aims to identify companies capable of compounding shareholder wealth at superior rates of return over the long-term. The strategy uses strict quality and value criteria to evaluate potential investments. The firm's founding partners previously managed a similar investment strategy at Morgan Stanley Investment Management Limited. The firm is based in London and is regulated by the UK's Financial Conduct Authority.

2 How the IFP Global Franchise Fund II works

The Fund is a unit trust registered under the Corporations Act 2001 (Cth) (**Corporations Act**) as a managed investment scheme. Each investor's investment amount is pooled and invested in the manner described in Section 5.

Investors acquire units in the Fund. A unit gives an investor a beneficial interest in the Fund's assets as a whole, but not an entitlement to, or interest in, any particular asset of the Fund.

The terms of the units, including an investor's rights and obligations, are set out in this PDS, the Information Booklet and the Fund's constitution (which we can provide to you on request). The constitution can be amended in certain circumstances. We can amend the constitution without your consent if we reasonably consider that the amendments will not adversely affect investors' rights. Otherwise, we must obtain the approval of the required number of unitholders at a meeting of unitholders (a resolution may bind you, regardless of how or whether you vote).

A reference in this PDS to '**Business Day**' means a day (other than a Saturday, Sunday, public holiday or bank holiday) on which banks are open for general banking business in Sydney. The Fund has been admitted to the mFund Settlement Service (**mFund**) operated by the Australian Securities Exchange (**ASX**).

Unit pricing

The price of a unit will generally be calculated each Business Day, and will be based on the value of the Fund's assets, less liabilities, divided by the number of units on issue (the **net asset value unit price**). The price of units will vary as the market value of the Fund's assets and liabilities rises or falls.

Application and redemption prices take into account our estimate of transaction costs (the **buy/sell spread**), and as a result, the application price will be higher than the net asset value unit price (by the amount of the buy spread), and the redemption price will be lower than the net asset value unit price (by the amount of the sell spread). See Section 6 for further details on the buy/sell spread.

How to invest and access your money

Making initial and additional investments in the Fund

Application cut-off time (Application Cut-off) ^{1,2}	Minimum initial investment amount ¹
1.00pm Sydney time on a Business Day	\$20,000

¹ Or as we otherwise determine.

² Initial and additional applications through mFund must be received and accepted by us by the earlier cut-off time as specified by the ASX Operating Rules and your broker. Please contact your broker for further information.

You can apply to make an initial investment in the Fund by completing the application form accompanying this PDS or through mFund by instructing your broker (**Application**). Unless we agree otherwise, where we receive an Application (including any required identification documentation) completed to our satisfaction, and cleared funds before the Application Cut-off, investors will generally receive the application price calculated as at the close of business on that day. Unless we agree otherwise, if we receive an Application (including any required identification documentation) completed to our satisfaction, and cleared funds on a Business Day but after the Application Cut-off, or on a non-Business Day, we will generally treat the Application as having been received before the Application Cut-off on the next Business Day. Generally, Applications made by direct debit may take up to four Business Days before the amount is invested but may take longer in certain circumstances.

For investments other than through mFund, you can add to your investment at any time by depositing cleared funds using the account details provided to you at the time of your initial investment (**Investment Account**). Deposits into the Investment Account will be deemed to be an application for additional units in the Fund. We will not be responsible for any losses incurred by you as a result of the incorrect payment of funds into the Investment Account or into an incorrect bank account.

For mFund investors, you can make additional investments by instructing your broker.

We may accept or reject an application (in whole or in part) at our discretion (without giving reasons). See Section 8 for more details on how to apply.

Redeeming your investment

Redemption cut-off time (Redemption Cut-off) ^{1,2}	Minimum balance amount ^{1,3}
1.00pm Sydney time on a Business Day	\$20,000

¹ Or as we otherwise determine.

² Redemptions through mFund must be received and accepted by us by the earlier cut-off time as specified by the ASX Operating Rules and your broker. Please contact your broker for further information.

³ If acceptance of a redemption request will result in a balance of less than the minimum balance amount, we may either reject the redemption request or treat the redemption request as relating to your entire holding.

For investments other than through mFund, you can generally request redemption of all or part of your investment in the Fund by writing to us or by completing a redemption request form which you can download at macquarie.com/redemptionform. Alternatively, you can provide a signed request specifying the account name, the Fund name, the amount or number of units to be withdrawn and bank details. You can send your redemption request by facsimile, email or mail.

If you invested through mFund, you may only redeem by instructing your broker.

Where we receive a redemption request, completed to our satisfaction, before the Redemption Cut-off, investors will generally receive the redemption price calculated as at the close of business on that day. Unless we agree otherwise, if we receive a redemption request, completed to our satisfaction on a Business Day but after the Redemption Cut-off, or on a non-Business Day, we will generally treat the request as having been received before the Redemption Cut-off on the next Business Day. Before paying you the redemption amount, we may deduct from that amount any money you owe us in relation to your investment. Redemption proceeds will generally be paid within five Business Days after we accept the redemption request.

mFund

If you intend to invest through mFund, you should read the further important information in relation to investments through mFund set out in Section 2 of the Information Booklet available at macquarie.com.au/pds.

Potential delay of redemptions

In some circumstances, such as where there is a suspension of redemptions, investors may not be able to redeem their investment within the usual period or at all.

It is also important to note that under the terms of the constitution, we:

- may accept or reject a redemption request (in whole or in part) at our discretion (without giving reasons), and
- are able to change the time by which a redemption request must be lodged and/or the days on which redemptions will be available at our discretion.

Where a redemption request is accepted by us, the Fund's constitution generally allows us up to 21 days after acceptance of the request to pay the redemption proceeds. This may be extended if, due to circumstances not reasonably foreseeable by us or partly or wholly outside our reasonable control:

- payment of all or part of the redemption amount is not in the interests of unitholders as a whole, is materially adverse to unitholders as a whole or is not fair to the remaining unitholders, or
- market conditions are such that liquidation of the Fund's assets to facilitate the redemption is difficult, not desirable or impossible (such as where there is restricted liquidity or suspended trading in a market for the assets of the Fund).

Distributions

The Fund may receive distributions, interest and gains from its investments. We will generally seek to distribute any net income, including any net realised capital gains, at least once a year. Distributions will be calculated based on the net income and net realised capital gains of the Fund. Unit prices may fall as a result of the allocation of the distributions to unitholders.

You may elect to have your distributions paid directly into a nominated Australian financial institution account or to have your distributions reinvested as additional units. If you do not make an election, your distributions will be reinvested.

For investments other than through mFund, you can make this election in your Application Form.

If you invest through mFund, you can make this election through your broker.



You should read the important information about **how the Fund works** including additional information on how to invest and access your money, unit pricing methodology, potential delay of redemptions and investing through mFund before making a decision. Go to Section 2 of the Information Booklet at macquarie.com.au/pds. The material relating to how the Fund works may change between the time when you read this statement and the day when you acquire the product.

3

Benefits of investing in the IFP Global Franchise Fund II

Significant features

- Provides exposure to an actively managed Fund that invests in the shares of companies that are, in IFP's opinion, of exceptionally high quality and that are trading at attractive valuations. The Fund will not invest in 'tobacco' securities as defined by the Global Industry Classification Standard or 'controversial weapons' securities as defined by MSCI, Inc.
- Risk is evaluated by IFP in absolute terms, not relative to the Benchmark. IFP deliberately ignores benchmarks in its portfolio construction process.
- Provides exposure to a concentrated portfolio of 20 to 40 stocks, undiversified by sector.
- IFP employs a buy and hold approach, with annual turnover typically in the range of 15% to 25%.

Significant benefits

- Potential for long-term compound returns with a focus on capital preservation.
- Potential for lower volatility of returns compared to the Benchmark.
- Access to the knowledge and investment expertise of IFP in franchise investing.



You should read the important information about **additional features and benefits** of the Fund before making a decision. Go to Section 3 of the Information Booklet at macquarie.com.au/pds. The material relating to additional features and benefits of the Fund may change between the time when you read this statement and the day when you acquire the product.

4 Risks of managed investment schemes

All investments carry risk. Different investments carry different levels of risk, depending on the investment strategy and the underlying investments. Generally, the higher the potential return of an investment, the greater the risk (including the potential for loss and unit price variability over the short term). Financial markets can, and have been volatile, and higher levels of market volatility may result in greater risk for investors than an investment in less volatile markets. When you make an investment, you are accepting the risks of that investment. It is important to understand these risks before deciding to invest.

The level of risk that you are willing to accept will depend on a range of factors including your financial objectives, risk tolerance, age, investment timeframe, where other parts of your wealth are invested and whether your investment portfolio will be appropriately diversified after making the investment. The value of your investment and the returns from your investment will vary over time. Future returns may differ from past returns. We do not guarantee the performance or returns of the Fund and you may lose some or all of the money that you have invested in the Fund. The significant risks of the Fund are described below, but there could be other risks that adversely affect the Fund. You should seek your own professional advice on the appropriateness of this investment for your particular circumstances and financial objectives.

Investment risk: The Fund has exposure to share markets. The risk of an investment in the Fund is higher than an investment in a typical bank account or fixed income investment. Amounts distributed to unitholders may fluctuate, as may the Fund's unit price. The unit price may vary by material amounts, even over short periods of time, including during the period between a redemption request or application for units being made and the time the redemption unit price or application unit price is calculated.

Market risk: The investments that the Fund has exposure to are likely to have a broad correlation with share markets in general. Share markets can be volatile and have the potential to fall by large amounts over short periods of time. Poor performance or losses in domestic and/or global share markets are likely to negatively impact the overall performance of the Fund.

Concentration risk: The Fund may have exposure to a small number of key investments. This may result in the returns of the Fund being dependent on the returns of individual companies and industry sectors. This concentration of exposures may increase the volatility of the Fund's unit price, and increase the risk of poor performance. It may also result in the Fund's returns differing significantly from its benchmark.

International and emerging market risk: The Fund may have exposure to a range of international economies, including emerging economies. Global and country specific macroeconomic factors may impact the Fund's international investments. Governments may intervene in markets, industries, and companies; may alter tax and legal regimes; and may act to prevent or limit the repatriation of foreign capital. Emerging markets in particular may experience lower liquidity, the potential for political unrest, the increased likelihood of sovereign intervention (including default and currency intervention), currency volatility, and increased legal risk. These events may impact the Fund's international investments.

Security specific risk: Securities and the companies that issue them are exposed to a range of factors that affect their individual performance. These factors may cause an investment's return to differ from that of the broader market. The Fund may therefore underperform the market and/or its peers due to its security specific exposures.

Currency risk: The Fund has exposure to investments denominated in currencies other than Australian dollars. Currency risk is the risk that fluctuations in exchange rates between the Australian dollar and foreign currencies impact the Australian dollar value of the foreign investments that the Fund has exposure to.

Manager risk: There is no guarantee that the Fund will achieve its performance objectives, produce returns that are positive, or compare favourably against its peers. In addition, the investment strategies and internal trading guidelines may vary over time, and there is no guarantee that such changes will produce favourable outcomes.

Liquidity risk: Investments may be difficult or impossible to sell, either due to factors specific to that security, or to prevailing market conditions. Liquidity risk may mean that an asset is unable to be sold or an exposure is unable to be rebalanced within a timely period and at a fair price, potentially resulting in delays in redemption processing, or even the suspension of redemptions. If we are required to process a large redemption or application, the exposure of the Fund to particular investments, sectors or asset classes may be altered significantly due to the security sales or purchases required.

Derivatives risk: Derivative instruments may be used to obtain or reduce market exposures. The use of derivatives may expose the Fund to risks including counterparty default, legal and documentation risk, and the risk of increased sensitivity of the Fund's unit price to underlying market variables through leverage. The use of derivatives may have the effect of magnifying both gains and losses.

Default risk: Issuers or entities that the Fund has exposure to may default on their obligations, for instance by failing to make a payment due on a security or by failing to return principal. Such parties can include the issuers of securities the Fund has exposure to including warrants, depositary receipts, and hybrid securities. Counterparties to the Fund may default on a contractual commitment. Counterparties may include over-the-counter derivatives counterparties, brokers (including clearing brokers of exchange traded instruments), foreign exchange counterparties, as well as the custodian. Default on the part of an issuer or counterparty could result in a financial loss to the Fund.

Force majeure risk: Issuers or counterparties of investments that the Fund holds or has exposure to may be impacted by a force majeure event, which is an event beyond the control of that party. This includes events such as fire, flood, earthquakes, pandemic, war, terrorism and labour strikes. Such events may adversely affect that party's ability to perform its obligations resulting in an adverse impact on the Fund. A force majeure event may also impact the ability of Macquarie and/or the investment manager to operate and manage the Fund as described in this PDS.

Regulatory and legal risk: Governments or regulators may pass laws, create policy, or implement regulation that affects the Fund and/or the execution of investment strategies. Such initiatives impact either a specific transaction type or market, and may be either country specific or global. Such changes may result in the Fund failing to achieve its investment objectives. Similarly laws affecting registered managed investment schemes (including taxation and corporate and regulatory laws) may change in the future, affecting investors' rights and investment returns.

5 How we invest your money

You should consider the likely investment return, the risks involved and your investment timeframe when deciding whether to invest in the Fund.

IFP Global Franchise Fund II					
Fund objective	The Fund aims to achieve a long-term total return (before fees and expenses) that exceeds the MSCI World ex Australia Index, in \$A unhedged with net dividends reinvested (Benchmark).				
Description of the Fund	<p>The Fund provides exposure to a concentrated portfolio of global equities by investing in securities that are, in IFP's opinion, issued by high quality companies. These high quality companies possess a primary competitive advantage supported by a dominant intangible asset, such as a brand, patent or licence. The companies in which IFP invests are typically found in sectors such as branded consumer goods, pharmaceuticals, media and publishing, broadcasting and information services. IFP typically does not invest in capital intensive industries such as telecommunications and utilities. The Fund will not invest in 'tobacco' securities as defined by the Global Industry Classification Standard (GICS[®]) or 'controversial weapons' securities as defined by MSCI, Inc.</p> <p>IFP believes that investing in shares of high quality companies that trade at attractive valuations can lead to superior returns with less volatility over the long term compared to the Benchmark.</p> <p>For more information about IFP's investment process, go to Section 5 of the Information Booklet.</p> <p>The Fund may be exposed to derivatives through the use of foreign exchange spot and forward contracts. IFP may use these foreign exchange contracts to:</p> <ul style="list-style-type: none">• bring the Fund's exposure to currencies, which arises from stock selection, closer to that of the Benchmark, and• facilitate the settlement of share purchases and sales. <p>The Fund's exposure to international assets is not hedged back to Australian dollars.</p>				
Asset allocation ¹	International shares: 90% – 100% Cash: 0% – 10%				
Suggested minimum investment timeframe	Seven years				
Inception date	28 November 2019				
Risk level	Low	Low to Medium	Medium	Medium to High	High
	This is our assessment of the potential for loss and unit price variability over the short term. Refer to Section 4 for more information on the risks of an investment in the Fund.				
Target investors	The Fund may be suitable for investors who are looking for an investment with the objective of the Fund listed above and are prepared to accept the risks of the Fund set out in Section 4.				
Changes to the Fund	We may make changes to the Fund from time to time or terminate the Fund. We will provide such notice as required by the Corporations Act or constitution of the Fund.				
Fund performance	Performance history information can be obtained from our website at macquarie.com.au/performance or by calling Client Service. Past performance is not a reliable indicator of future returns, which can differ materially.				

¹ The above ranges are indicative only. The Fund will be rebalanced within a reasonable period of time should the exposure move outside these ranges.



You should read the important information about **how we invest your money** including IFP's investment process, ethical investments, switching and calculating the performance of the Fund before making a decision. Go to Section 5 of the Information Booklet at [macquarie.com.au/pds](https://www.macquarie.com.au/pds). The material relating to how we invest your money may change between the time when you read this statement and the day when you acquire the product.

6 Fees and 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 account balance rather than 1% could reduce your final return by up to 20% over a 30-year period (for example, reduce it from \$100,000 to \$80,000).

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs. You may be able to negotiate to pay lower contribution fees and management costs where applicable. Ask Macquarie Investment Management 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 investment fee calculator to help you check out different fee options.

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

Unless stated otherwise, all fees are shown inclusive of GST, net of reduced input tax credits. Information on how managed investment schemes are taxed is set out in Section 7 of this PDS.

You should read all of the information about fees and other costs, as it is important to understand their impact on your investment. You can use this information to compare costs between different simple managed investment schemes. ASIC provides a calculator, available at www.moneysmart.gov.au, which can be used to calculate the effect of fees and costs on account balances.

Type of fee or cost ^{1,2}	Amount
Fees when your money moves in or out of the Fund	
Establishment fee	Nil
Contribution fee	Nil
Withdrawal fee	Nil
Exit fee	Nil
Management costs	
The fees and costs for managing your investment	Management costs of 1.38% pa, comprising: Management fee – 1.38% pa of the net asset value of the Fund. Indirect costs³ – 0% pa of the net asset value of the Fund.

¹ You may also incur a buy/sell spread when your money moves in or out of the Fund. See 'Buy/Sell spread' below for further details.

² Fees may be individually negotiated if you are a wholesale investor under the Corporations Act and subject to compliance with applicable regulatory requirements. See Section 6 of the Information Booklet for further details.

³ Based on our estimate of indirect costs. Actual costs may vary from the estimate including by material amounts. Past costs may not be a reliable indicator of future costs. We do not currently seek reimbursement from the Fund for administrative expenses of the Fund. Abnormal expenses will generally be paid by the Fund. While the Fund does not currently invest in underlying funds, if the Fund invested in an underlying fund, the fees and expenses of the underlying fund, such as performance-related fees, may be passed through to the Fund and reflected in the unit price of the Fund. Refer to Section 6 of the Information Booklet for information about the treatment of management fees, performance fees and expenses of underlying funds. Indirect costs may also include certain costs such as over-the-counter derivatives and any other costs required to be included for the purposes of the Corporations Act. See 'Indirect costs' below for more information.

Example of annual fees and costs of the Fund

This table gives an example of how the fees and costs in the Fund can affect your investment over a one-year period. You should use this table to compare the Fund with other simple managed investment products.

Example	Balance of \$50,000 with total contributions of \$5,000 during the year
Contribution fees Nil	For every additional \$5,000 you put in, you will not be charged any contribution fee.
PLUS Management costs 1.38% pa ¹	And for every \$50,000 you have in the Fund, you will be charged \$690 each year.
EQUALS cost of 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 of \$690 . ² What it costs you will depend on the fees you may be able to negotiate.

¹ Calculated using the estimated 'indirect cost ratio' for the Fund. The 'indirect cost ratio' refers to the management costs expressed as a percentage of the average net asset value of the Fund. It is not a forecast of the amount of the total management costs, which may be higher or lower in the future.

² This example assumes there is no variation in the value of your investment and the additional investment of \$5,000 is made at the end of the period. In practice, the value of an investor's investment and the fees paid will vary and if an additional investment is made during the period, a management fee will also be payable on the additional investment from the date that the additional investment is made.

Additional explanation of fees and costs

Management fee

The fee is calculated as a percentage of the net asset value of the Fund, accrues daily and is payable monthly. It is deducted from the Fund's assets and reflected in the Fund's unit price.

Indirect costs

Indirect costs are the costs (excluding the management fee referred to above) incurred in managing the Fund's assets which directly or indirectly reduce the return on the Fund. These costs are not directly charged or retained by us for acting as responsible entity of the Fund. These costs are generally deducted from the Fund's or an underlying fund's assets and reflected in the Fund's unit price. Indirect costs are generally paid when incurred. Refer to the Information Booklet for more information.

Transactional and operational costs

Transactional and operational costs (such as brokerage, clearing costs, hedging costs, settlement costs, transaction fees, spreads, taxes and stamp duty incurred by the Fund or an underlying fund that the Fund invests in) will generally be incurred as part of the management of the Fund. These costs are an additional cost to you and are reflected in the Fund's unit price. They are not amounts paid to us or IFP.

Buy/Sell spread

The Fund may recover an estimate of transactional and operational costs through a buy/sell spread from investors who apply for, or redeem units.

When units are acquired, a buy spread is added to the value of a unit. The buy spread is an amount which reflects the estimated transaction costs associated with acquiring the underlying investments. When units are redeemed, a sell spread is subtracted from the value of a unit. The sell spread is an amount which reflects the estimated transaction costs of disposing of the underlying investments. The buy/sell spreads are retained by the Fund and not paid to us or IFP.

A buy/sell spread seeks to ensure that the estimated transaction costs of the acquisition or redemption are borne by the investor who is applying for or redeeming the units, and not by the existing investors in the Fund. The buy/sell spread may apply even if no transaction to acquire or dispose of assets is required (for example, where there is an application from one investor and a corresponding redemption by another investor).

The buy/sell spread for the Fund, as at the date of the preparation of this PDS, is +0.18% for applications and -0.15% for redemptions, but this may be varied from time to time. In certain circumstances, the buy/sell spread may increase significantly. Notice will not usually be provided for variations to the buy/sell spread. The latest buy/sell spreads that may be applicable to an application or redemption from the Fund are posted on our website at macquarie.com.au/daily_spreads.

The buy/sell spread charged to investors offsets some or all of the transactional and operational costs incurred by the Fund which may include costs incurred as part of the ordinary trading activities of the Fund rather than the particular application or redemption. This is referred to as 'Fund buy/sell spread recovery'.

Estimated net transactional and operational costs

The estimated net transactional and operational costs for the Fund are 0.16%, resulting from estimated transactional and operational costs of 0.17% less the estimated buy/sell spread recovery of 0.01%. For example, if you had an account balance of \$50,000 invested in the Fund over the financial year ending 30 June 2021 and there were no changes to your investment, we estimate that you will pay \$80 in net transactional and operational costs during that year (excluding any buy/sell spread as a result of applying for, or redeeming, units in the Fund). When added to the estimated management costs, we estimate that you will pay 1.54% (which amounts to \$770) in costs.

The transactional and operational costs disclosed (including the buy/sell spread for the Fund) are based on information available as at the date of this PDS and assumptions that we consider reasonable, including assumptions about the bid/ask spreads and other costs of underlying assets. The transaction cost amounts are not forecasts of the total transaction costs in the future and the amount of transaction costs, including buy/sell spreads, may be higher or lower in the future. Refer to the Information Booklet for further details.

Information about fee changes

We may change the amount of the fees without your consent (up to any maximum that is allowed under the Fund's constitution). If we increase the fees, we will provide you with at least 30 days written advance notice. We cannot charge more than the constitution of the Fund allows, unless we obtain investors' approval to do so. Under the constitution, the maximum fees (exclusive of the net effect of GST) are:

- a maximum application fee of 5% of the investment amount
- a maximum redemption fee of 5% of the redemption amount
- a maximum management fee of 5.5% of the value of the assets of the Fund
- a maximum management fee of 5.5% of the value of the assets attributable to a class of units in the Fund
- a maximum performance fee rate of not more than 50% of the cumulative outperformance of the Fund over the Benchmark, subject to a high watermark, and
- a maximum performance fee rate of not more than 50% of the cumulative outperformance of the assets attributable to a class of units over the Benchmark, subject to a high watermark.



Additional fees may be paid by you to your financial adviser (for advice-related services); and/or to your broker or financial adviser (for services connected to mFund) if you are investing through mFund. You should refer to the statement of advice provided by your adviser for details of those fees.



You should read the important information about fees and costs including additional services and charges before making a decision. Go to Section 6 of the Information Booklet at macquarie.com.au/pds. The material relating to fees and costs may change between the time when you read this statement and the day when you acquire the product.

7 How managed investment schemes are taxed

Investing in a registered managed investment scheme is likely to have tax consequences. The information contained in the following summary is intended to be of a general nature only. It does not constitute tax advice and should not be relied on as such. You are strongly advised to seek independent professional advice on the tax consequences of an investment in the Fund, based on your particular circumstances, before making an investment decision.

The Fund will elect into the Attribution Managed Investment Trust (AMIT) regime where it is eligible to do so. Under the AMIT regime, investors will be attributed (and assessed for tax) on amounts of income (including any capital gains) on a fair and reasonable basis for each relevant financial year. Where the Fund is an AMIT, capital gains or income arising from a significant redemption can be distributed to the redeeming investor on a fair and reasonable basis. The objective is to ensure that remaining investors are not materially adversely affected by the redemption. A significant

redemption is one where an investor's redemptions for the financial year are 5% or more of the Fund's net asset value. Where the Fund is an AMIT, a significant redemption may be less than 5% of the Fund's net asset value where we believe it is fair and reasonable in the circumstances.

If the Fund does not elect into the AMIT regime, investors in the Fund will be presently entitled to the entire amount of the income of the Fund (including any capital gains) for each relevant financial year and will be assessed for tax on their share of the net income of the Fund (including any capital gains) for a financial year. Where the Fund is not an AMIT, capital gains or income arising from securities sold to meet a significant redemption can also be distributed to the redeeming investor to ensure that remaining investors are not materially adversely affected by the redemption (this is subject to the 5% of net asset value threshold).

The Fund should not be liable for Australian income tax under present income tax legislation.

! You should read the important information about the **additional taxation matters** relating to managed investment schemes before making a decision. Go to Section 7 of the Information Booklet at macquarie.com.au/pds. The material relating to the additional taxation matters relating to managed investment schemes may change between the time when you read this statement and the day when you acquire the product.

8 How to apply

You should read this PDS, together with the information contained in the Information Booklet, available at macquarie.com.au/pds.

For investments other than through mFund, complete the Application Form that accompanies this PDS. You can send the completed Application Form and required identification documentation to us by mail, facsimile or email. If you fax or email your identification documentation to us, we may request certified copies of the originals to follow in the mail for our records and your account may not be opened until they have been received.

If you invest through mFund, you should instruct your broker to apply for units.

If you are an indirect investor investing through an investor directed portfolio service (IDPS), please contact your financial adviser or IDPS operator for details of how to invest in the Fund.

also deduct any tax or duty that is paid or payable by the Fund, any reasonable administration or transactions costs incurred as well as the sell spread. As a result, the amount returned to you may be less than your original investment. To exercise your cooling-off rights, please write to Client Service.

Enquiries and complaints

You may contact your financial adviser or Client Service if you have any enquiries or complaints. If you have a complaint, please contact us and we will do our best to resolve any matter quickly and fairly. Written complaints can be sent to us at:

The Complaints Officer
Macquarie Investment Management Australia Limited
PO Box R1723
Royal Exchange NSW 1225 Australia

Cooling-off period

If you are a 'retail client' under the Corporations Act, you can terminate your investment in the Fund during the period of 14 days starting on the earlier of the time when you receive confirmation of issue of units in the Fund to you or the end of the fifth Business Day after the units are issued to you. Your refund will be processed as a redemption and the redemption value will be reduced or increased for market movements since your investment. We will

! You should read the important information about **dispute resolution** before making a decision. Go to Section 8 of the Information Booklet at macquarie.com.au/pds. The material relating to dispute resolution may change between the time when you read this statement and the day when you acquire the product.

9 Other information

! You should read the important information about **our legal relationship with you** before making a decision. Go to Section 9 of the Information Booklet at macquarie.com.au/pds. The material relating to our legal relationship with you may change between the time when you read this statement and the day when you acquire the product.