



# ARTISAN PARTNERS

## Artisan Credit Opportunities Fund

Information Memorandum | APIR OPS8441AU | Date of issue 4 November 2022

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This Information Memorandum (IM) is available to wholesale investors as defined in sections 761G or 761GA of the Corporations Act 2001 (the Act), professional and sophisticated investors and retail investors within the small-scale offer exemption as set out in section 1012E of the Act who meet the criteria set out on page 4. This IM is not an offer or invitation in any jurisdiction where it is unlawful to make this offer or invitation. The laws of other jurisdictions may restrict the distribution of this IM so investors should seek advice on any relevant restrictions. Any failure to comply with those prohibitions may constitute a breach of local securities laws.

### 1. About the Fund

Copia holds Australian financial services licence (AFSL) number 229316 and is the Trustee of the Fund. Its role includes holding the Fund's assets on trust for investors and the Fund was established by a deed appointing Copia Investment Partners Limited as trustee (the Trustee or Copia) (referred to as the deed or Constitution) that allows investments in shares, debentures, stock, bonds, notes, options, interest bearing deposits including bills of exchange and interests in managed investment schemes. In addition, the Fund may also invest in securities, bonds, notes or other interest bearing debt issued by the Commonwealth Government of Australia and any other interests and securities at the Trustee's discretion.

### 2. About the Trustee

Copia is the Trustee of the Artisan Credit Opportunities Fund (the Fund). Its role includes holding Fund assets on trust for investors and investing assets in accordance with the Fund's constitution and any applicable laws. Copia was established in 2000 and is an independently owned partner of choice for high quality investment firms across different asset classes. Copia has partnered with leading boutique investment management firms in Australia and globally. It is based in Melbourne, Sydney and Brisbane and provides key services including distribution to allow its investment partners to maximise their growth potential.

Its partners include specialists in Australian and global equities, alternatives and cash strategies. Copia holds an Australian Financial Services Licence (AFSL) that authorises it to operate private trusts as well as registered managed investment schemes.

### Contact us

#### Head office

Copia Investment Partners  
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Melbourne Vic 3000

P 1800 442 129 (free call)  
F +61 3 9642 0066  
E [clientservices@copiapartners.com.au](mailto:clientservices@copiapartners.com.au)

### 3. How we invest your money

The Fund offers one investment option. The following information provides an overview of the Fund's return objective and investment strategy in respect of that option. You should consider the likely investment return and risk of the Fund and your investment time frame when deciding whether to invest in the Fund. The investment option will not change during the life of this Information Memorandum.

Description	The Fund is an unlisted wholesale managed investment scheme governed by the constitution of the Fund. The Fund will invest solely in the Underlying Fund that is advised by Artisan Partners Limited Partnership. The Underlying Fund will exploit cyclical, industry and company-specific dislocations through a portfolio of idiosyncratic investment ideas that express both positive and negative investment views.
Investment objective	The Fund seeks to generate appealing risk-adjusted returns by investing, through the Underlying Fund, both long and short along the corporate capital structure in bonds, loans and other securities of leveraged corporate issuers.
Investment Strategy	<p>The Fund, through the Underlying Fund, will invest along the corporate capital structure, including, but not limited to, long and short investments in bonds, loans, equity securities and derivatives of both investment grade and non-investment grade issuers. The Underlying Fund takes a tactical and flexible approach and considers a broad range of investments.</p> <p>The Underlying Fund is actively managed and run on an entirely discretionary basis.</p>
Strategic asset allocation	<p>The Fund typically invests within the following guidelines:</p> <ul style="list-style-type: none"> <li>• Underlying Fund 80% - 100%</li> <li>• Cash 0 – 20%</li> </ul>
Investment timeframe	Five-year plus investment period. This is a guide only, not a recommendation.
Risk level	High – the likelihood of your investment going down in the short term is relatively high compared to investments in funds investing in other types of assets such as fixed interest or cash. See 'Risks of managed investment schemes'.
Fund performance	Fund performance will be sent out to you on a monthly basis via email.

### 4. Benefits of investing in the Fund

#### Significant features of the Fund

The Fund will invest in the Underlying Fund, which seeks to generate appealing risk-adjusted returns by investing both long and short along the corporate capital structure in bonds, loans and other securities of leveraged corporate issuers.

The investment manager of the Underlying Fund is Artisan Partners Limited Partnership (Underlying Investment Manager).

In seeking to achieve the Underlying Fund's investment objective, the Underlying Investment Manager intends to exploit cyclical, industry and company-specific dislocations through a portfolio of idiosyncratic investment ideas that express both positive and negative views.

The investment process of the Underlying Fund is capital-structure agnostic, and the Underlying Investment Manager selects investments along the capital structure based on relative value. The Underlying Fund's portfolio exposure to bonds and other instruments results from a bottom-up security selection process.

#### Significant benefits of investing in the Fund

Significant benefits of investing in the Fund include:

- exposure to a professionally managed portfolio by an experienced and qualified investment team utilising deep bottom-up credit analysis supplemented by use of alternative data;
- whilst the portfolio will have a US bias, there are diversification benefits across countries and global industry sectors that would be difficult to achieve through a direct investment approach;
- exposure to a portfolio that has the ability to price risk and structure complicated transactions in a high-conviction, concentrated, idiosyncratic portfolio;
- an opportunistic mandate where portfolio exposures tactically evolve resulting in an attractive Sharpe ratio and low correlation to traditional assets;

#### 4. Benefits of investing in the Fund (continued)

- generally, the investment team has direct contact with the management of listed companies and can undertake its own proprietary research and analysis with the purpose of developing a competitive edge in its investment decision-making;
- regular monthly reporting on your investment including performance returns against benchmark, key investment decisions and portfolio strategy;
- online access to information about your investment through Copia's website; and
- investment education and fund manager insights, both in document and digital formats, by subscribing to the monthly email newsletter for the Artisan Credit Opportunities Fund.

#### 5. The Fund at a glance

Fund established	Fund established by deed in 2022
Investment Manager	Copia Investment Partners
Underlying Fund Manager	Artisan Partners Limited Partnership
Underlying Fund	Artisan Credit Opportunities Offshore Fund Ltd (a Cayman Islands exempted company)
Fund description	The Fund, by investing in the Underlying Fund, employs a capital-structure agnostic strategy and seeks to generate appealing risk-adjusted returns by investing both long and short along the corporate structure in bonds, loans and other securities of leveraged corporate issuers.
Management fee	1.00% of the net asset value of the Fund (inclusive of GST and net of RITC). This includes fees charged at the Underlying Fund level.
Income distribution	Quarterly, distributions
Performance hurdle	High Water Mark
Performance periods	30 June, 30 September, 31 December, 31 March
Performance Fee	15.375% (including GST net of RITC) of the amount the Fund outperforms its performance hurdle.
Redemption Fee	3% of redemption proceeds if a redemption is made before 1 year of initial investment
Changes to Fund details	The Trustee will advise investors of any material changes to the Fund
Fund domicile	Australia
Fund type	Wholesale
Minimum initial investment	One hundred thousand dollars (\$100,000) or lesser amount approved by the Trustee
Minimum additional investment	Twenty thousand dollars (\$20,000) or lesser amount approved by the Trustee
Redemption	Investors must retain at least one hundred thousand dollars (\$100,000) in the Fund after redemption or a lesser amount approved by the Trustee. Redemptions are processed quarterly subject to a 65 day notice period.
Risks	See Risks section

## 6. Who can invest in the Fund\*

1. Investors who qualify as wholesale investors for the purposes of sections 761G or 761GA of the Corporations Act 2001 may invest in the Fund. The following qualify as wholesale investors:

- a. investors who invest \$500,000 or more at one time; or
- b. investors who, together with an associate, invest \$500,000 or more at one time; or
- c. investors and associated bodies corporate that together, invest at least \$500,000 in aggregate; or
- d. investors with net assets of at least \$2.5 million (including the net assets of an associated company or trust) #.
- e. investors that have earned at least \$250,000 gross per year (including the gross income of an associated company or trust) for the last two years#; or
- f. professional investors including:
  - i. Australian Financial Services Licence holders
  - ii. bodies registered under the Life Insurance Act 1975
  - iii. bodies registered under the Financial Corporations Act 1974;
  - iv. funds regulated within the meaning of the Superannuation Industry (Supervision) Act 1993 with net assets of at least \$10 million
  - v. investors with control of gross assets of at least \$10 million (including associates' assets)
  - vi. listed entities or a related bodies corporate
- g. Investors, where the Trustee is satisfied on reasonable grounds that they have previous experience in using financial services and investing in financial products that allows them to assess:
  - i. the merits of the investment; and
  - ii. the value of the investment; and
  - iii. the risks associated with holding the investment; and
  - iv. the investor's own information needs.
- h. exempt public authorities
- i. APRA regulated bodies
- j. investors carrying on a business of investing in financial products, interests in land or other
- k. companies that employ more than 20 people (100 for manufacturers); or

\* See Application Form for wholesale investor certification information and retail investor small scale investor terms information.  
# Must be certified by an accountant

2. Notwithstanding the above, US Persons as defined under US Regulation S, including inter alia citizens or residents of the United States (including any corporation, partnership or other entity created or organised under the laws of the United States or any political subdivision thereof) or any estate or trust that is subject to United States federal income taxation regardless of the sources of its income, may not invest in the Fund.

## 7. Key provisions in the constitution

The Fund constitution establishes the Fund as a trust, appoints and sets out the powers of the Trustee, how Fund interests are divided into units, the rights of investors, applying for and redeeming units, calculating unit issue and redemption prices, the entitlement to and calculation of distributions, fees and expenses, custody and valuation of assets and other matters including liability, audit, meetings and

registers. The Trustee's responsibilities and obligations are governed by the constitution and applicable law. The Trustee may amend the constitution if it considers that the amendment will not adversely affect investors' rights. Otherwise, the constitution may be amended by way of a special resolution of investors.

## 8. How the Fund works

### Minimum investment

The Fund only accepts as a minimum initial investment, applications for units with an aggregate unit value of at least one hundred thousand dollars (\$100,000). The Trustee can accept a lesser amount provided that the Investor holds units to the value of one hundred thousand dollars (\$100,000). Investors lodging an application for units under the IM must pay for the units in cash. The application can only be made using the Application Form attached to the IM. If any investors apply for units without using the Application Form, the Trustee will hold their application monies on trust until it receives a completed Application Form.

### Unit price

Unit prices are calculated monthly. The Trustee applies a unit price that is either the last calculated unit value or a unit price calculated by dividing the value of net assets by the number of units on issue. The Trustee may accept or refuse any application for units. Where an application is accepted, the Trustee will calculate the investor's entitlement in accordance with the following formula:

$$N = S/AP$$

where N is the number of Units to be issued (rounded down to the nearest integer), S is the Subscription for Units; and AP is the Application Price for Units.

The Trustee will notify investors within ten business days of issuing units, confirming:

- a. the amount of their investment;
- b. the number of Units issued and issue price;
- c. their investor number;
- d. the total number of Units held; and
- e. confirmation of personal details.

### Minimum holding

Each investor must at all times maintain a minimum holding to the value of one hundred thousand dollars (\$100,000) or lesser amount approved by the Trustee.

### Lock-up period

Any investment in the Fund will be subject to a lock up period that is equal to 12 months from the time of the initial investment. If an investor chooses to redeem during this time, the redemption proceeds will be reduced by the Early Redemption Fee.

## 8. How the Fund works (continued)

### Distributions

The Fund generally pays distributions on a quarterly basis. The Trustee may decide to make an interim distribution out of distributable income accruing during any interim period and will inform investors accordingly. Distributions can be made of income as well as net realised capital gains on the sale of assets.

The Fund's unit price will generally fall following the end of a distribution period reflecting the amount of income and realised capital gains paid out to investors by the Fund.

### Fees

Type of fee	Amount
Entry fee	Nil
Exit fee	Nil
Withdrawal fee	Nil
Termination fee	Nil
Management fee	1.00% of the net asset value of the Fund (inclusive of GST and net of RITC). This includes fees charged at the Underlying Fund level.
Early redemption fee	3% of redemption proceeds if a redemption is made before 1 year of initial investment
Performance Fee	15.375% of the amount by which the Fund's return (after payment of management fees) is above its High Water Mark.

### Management fee

This is the fee we charge for managing the investments, overseeing the Fund's operations and providing access to the Fund. The management fee is calculated monthly as a percentage of the NAV of the Fund and payable monthly in arrears. The management fee includes a 0.50% management fee that is charged at the Underlying Fund, which is based on the net asset value of the Fund's investment in the Underlying Fund.

### Performance fee

A performance fee of 15.375% is payable quarterly on any excess performance (after deducting the management fee) subject to a high-water mark. Pursuant to a relationship agreement between Copia Holding Company Pty Ltd, an affiliate of the Trustee, and the Underlying Fund Manager, which governs the Fund's access to the Underlying Fund, the Trustee shall remit 66.66% of any performance fee to the Underlying Fund Manager.

### Performance hurdle

The performance hurdle is the High Water Mark.

### Excess performance

The amount by which the return of the Fund, adjusted for distributions, exceeds the performance hurdle.

### High-water mark

The high-water mark is the NAV per unit the last time the Fund paid a performance fee, adjusted for any subsequent distributions.

The high-water mark ensures that where the value of the unit price has fallen, there will be no performance fee payment until such fall has been recouped.

### Performance fee accrual

The unit price will at all times reflect any performance fee accrual. The performance fee accrual will be reduced for any subsequent underperformance in accordance with the performance fee calculation methodology. At no point will the accrued performance fee be negative. At the end of each quarter any accrued performance fees will be paid, subject to a high-water mark.

### Transaction costs and buy/sell spread

The buy/sell spread is a type of transaction cost that may include brokerage, transaction costs, stamp duty and other government taxes or charges. The purpose of the buy/sell spread is to ensure only those investors transacting in the units at a particular time bear the Fund's costs of buying and selling the Fund's assets as a consequence of their transaction.

The buy/sell spread for the Fund is stated as a percentage of the NAV of the Fund and is the difference between the application price and the withdrawal price. It reflects an estimate of the transaction costs expected to be incurred in buying and selling the Fund's assets as a result of investments and withdrawals made by investors. This estimate may take into account factors such as, but not limited to, historical transaction costs and anticipated levels of investments and withdrawals.

The current buy/sell spread of the Fund is +0.25%/-0.25%, however a different buy/sell spread may apply if the estimate changes.

The Trustee has discretion to waive or reduce the transaction costs on investments or withdrawals to the extent permitted by the Corporations Act. The Trustee will notify investors of any changes to buy/ sell spread transaction costs on its website.

The Trustee is also entitled to retain trailing fees paid by financial institutions for depositing Fund assets with those financial institutions in cash management and similar accounts as well as any rebates of brokerage, any underwriting or sub-underwriting fees or any other fees, rebates, commissions or payments the Trustee receives in the ordinary course of performing its obligations.

The Trustee may, from time to time elect to receive less than the fees it is entitled to charge under the constitution or defer receipt of any fee payable for an agreed period. However, these will become due and payable if the Fund is terminated or the Trustee retires, is removed or resigns from the Fund.

All costs, charges and expenses reasonably and properly incurred by the Trustee in connection with the Fund or in properly performing its obligations must be reimbursed out of the Fund assets including professional fees if the Trustee practises a profession. All amounts payable to the Trustee (except fees) are expressed as being exclusive of GST and must be increased by the applicable rate of GST at the time the relevant supply takes place. All fees, unless otherwise indicated, are inclusive of GST less any reduced input tax credits at the prescribed rate.

## 9. Risks

All investments carry risk. Different strategies may carry different levels of risk, depending on the assets that make up the strategy. Assets with the highest long-term returns may also carry the highest level of short-term risk. The significant risks of investing in the Fund are:

**Market risk:** the risk of decline across a whole asset class (e.g. the share market) due to economic factors, technological change, political or geopolitical events, changing legal conditions or changing market sentiment.

**Investment selection risk:** the risk that the specific investments chosen for the Fund will not perform as well as others. Some factors that may affect the value of a security are specific company earnings, management changes, competitor behaviour, economic conditions, liquidity, investor sentiment, currency and commodity price movements, government policy and global events.

**Redemption Risk:** The redemption notice period is between three months and four months depending on the day during the month that a redemption request is provided to Copia. The risk associated with the length of this period is that it exposes the Unitholder to fluctuations in the Unit Price over this period. In addition, if market events reduce the liquidity of a security, the generally applicable timeframe for meeting redemption requests may not be met. It may take longer to sell these types of investments at an acceptable price. In addition, if an investor or group of investors seeks to make large redemptions, then selling assets to meet those redemptions may result in a detrimental impact on the price received by the Fund for those assets. In certain circumstance, the Trustee may suspend redemptions to allow sufficient time for the liquidation assets to meet redemptions.

**Liquidity risk:** the risk that securities that are not actively traded may not be readily converted to cash without some loss of capital. The Fund may not be suitable for investors seeking a short-term

investment, who are averse to unit price volatility or who are unable to sustain a loss of investment capital.

**Regulatory risk:** all investments carry the risk that their value may be affected by changes in laws, particularly taxation laws.

**Compensation fee structure risk:** the Trustee and IM may receive compensation based on the performance of the investments of the Fund. These arrangements may create an incentive for the IM to make more speculative or higher risk investments than might otherwise be the case.

**Concentration risk:** the Fund's typical portfolio holdings of 0 to 60 issuers represent high investment concentration. The lower the number of stocks, the higher the concentration and, in turn, the higher the potential volatility.

**General risk:** it is important that you carefully consider the risks of investing in the Fund and that you understand:

- the value of investments will vary over time
- the level of returns will vary and future returns may differ from past returns
- returns are not guaranteed and you may lose some, or all, of your capital
- laws affecting registered managed investment schemes may change in the future, and
- the level of risk for each investor will vary depending on a range of factors including:
  - age
  - investment time frames
 where other parts of your wealth is invested, and
  - your risk tolerance.

## 10. Taxation

The information in this section is of a general nature and is not tax advice, and cannot be relied upon as such. Each investor must take full and sole responsibility for their investment in the Fund, the associated taxation implications arising from that investment and any changes in those taxation implications during the investment. This summary provides an outline of the principal Australian tax consequences relating to the acquisition, holding and disposal of Units for an investor who holds their investment in the Fund on capital account. The summary does not address the tax implications for investors that:

- hold their units on revenue account or as trading stock
- make an election under the Taxation of Financial Arrangements (TOFA) provisions that affects the recognition of income in respect of units
- are exempt from Australian tax.

The summary does not address the tax implications for investors that invest in the Fund indirectly. Taxation issues are complex, and taxation laws, their interpretation and associated administrative practices may change over the term of an investment in the Fund. The information contained in this section is based on, and limited to, Australian tax law and practice in effect at the date of this IM. Accordingly, prospective investors should obtain their own professional tax advice to take into account their individual facts and circumstances.

### Taxation of distributions

The Fund is expected to be taxed under the ordinary trust provisions. Under the ordinary trust provisions investors must include in their assessable income a share of the net (taxable) income of the Fund in their own assessable income. This share (i.e. proportion) is determined by reference to their share of the income of the Fund to which they are presently entitled as at 30 June of each financial year. This will generally be the amount which is distributed to them or reinvested on their behalf annually. The Trustee intends to make investors presently entitled to all of the net income of the Fund each year.

The Fund will withhold and pay income tax on behalf of the share of the taxable income to which foreign resident are made presently entitled. Such foreign resident investors may still be required to lodge Australian income tax returns in relation to such amounts but can claim a credit for tax paid by the Trustee.

If the Fund qualifies as a managed investment trust (MIT), taxable income distributions paid to foreign resident Unitholders will be subject to a final withholding tax. In such cases foreign residents will not have an obligation to lodge or pay any further income tax on such amounts.

## 10. Taxation (continued)

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If the cash distribution to an investor exceeds an investor's allocation of the Fund's net (taxable) income, the excess (known as a 'tax deferred' distribution) will generally not be assessable to the investor. Similarly, a return of capital by the Fund will not be assessable to the investors. Distributions of tax deferred or capital will generally reduce the investor's CGT cost base of their units in the Fund. Once the cost base of an investor's units has been reduced to nil any additional tax deferred or capital distributions may be assessable to an investor as a capital gain.

Any cost base adjustments will impact upon the capital gains tax position upon the eventual disposal of the investor's units in the Fund.

### Attribution Managed Investment Trust ('AMIT') Tax Regime

If the Fund qualifies to apply the AMIT Rules, the Trustee may elect to do so. Any such election is irrevocable. The AMIT Rules are an alternative taxation regime to the ordinary trust taxation rules outlined above. The key features of the AMIT Rules are detailed below. Please note the AMIT rules are complex and accordingly the below is not an exhaustive explanation of the provisions.

A fund that is an AMIT:

- will be deemed to be a 'fixed trust' for taxation law purposes
- can treat classes of Units as separate trusts
- can stream income to different classes of Units, for example, permit income preferred classes or capital preferred classes, and is permitted to make year-on-year adjustments to reflect under-over distributions of the Fund's income ('under and overs').
- A Unitholder of an AMIT:
- For Australian resident unitholders - will be subject to tax on the net taxable income of the Fund which is attributed to them by the Trustee on a fair and reasonable basis.
- For Foreign resident Unitholders – will be subject to tax on a final withholding tax basis which will be withheld by the Fund (when required) on distributions made.
- will be required to increase or decrease the cost base of their Units depending on the amount of the cash distribution received, and the accompanying tax components.
- If the Trustee makes an election to apply the AMIT Rules to the Fund, it will give unitholders 30 days' notice of the change.

### Redemption or transfer of units

If investors have their Units redeemed, cancelled or transferred, any proceeds received on the redemption cancellation or transfer will be included in the calculation of a net capital gain or capital loss for the investors. The CGT general discount may be available for certain resident Unitholders that hold their units for 12 months or longer.

## 11. How to apply

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To invest in the Fund, please read this IM and then complete and sign the application form attached to this IM and return it to Copia Investment Partners Ltd, Level 25, 360 Collins Street, Melbourne VIC 3000 (the address shown on the application form) along with the required supporting documentation (AML identification documents) and your payment in accordance with the instructions on the form. You need a minimum of \$100,000 to subscribe for your investment and you will need to maintain a minimum of \$100,000 in your investment account. The Trustee may accept a lower investment amounts at its discretion.

### Annual Statement

The Trustee will provide an annual tax statement (referred to as an AMMA statement) to each investor setting out details of any taxable income components, non-assessable components and capital gains (if any) paid by way of distribution in the financial year.

### Tax file numbers (TFN) and Australian business numbers (ABN)

You are not required to give us your Tax File Number (TFN) or Australian Business Number (ABN). An ABN may be used as an alternative to a TFN if the investment is undertaken in the course of carrying out an enterprise. However, if you don't quote either number, the Trustee is required to withhold tax at the highest marginal rate plus Medicare levy from any income distribution payable to you.

### Controlled Foreign Company provisions

The Fund's investment structure into the Underlying Fund means that it will invest into a Cayman Island Exempted Company. During the course of the investment it is possible that the ownership that the Fund has in the Underlying Fund shares will give rise to the operation of the Australian Controlled Foreign Company (CFC) provisions. If the CFC rules apply to this investment the Fund would be required to bring to account the foreign investment income on an accruals basis (i.e. based on accrued profits) giving rise to CFC income. Importantly there are double counting rules which ensure that any dividend paid out of the accrued profits of the Underlying Fund will reduce the CFC income included in assessable income. In most cases this will mean that the net taxable income of the Fund arising from the investment in the Underlying Fund should be equal to dividends received less expenses and outgoings. However in some financial years if the dividend income received is less than the accrued profits of the Underlying Fund the assessable income of the Fund will include CFC income in addition to foreign dividend income. In these cases the assessable income allocated / attributed to investors would also be greater than the cash receipt because of the CFC income. There may be instances where investors will be able to claim a reduction in a future foreign dividend amount where this occurs noting the mechanism to do so is complicated and the explanation of this is outside the scope of this document.

There are two options for payment: Direct deposit (EFT) or Direct debit.

Where funds are electronically transferred as a direct deposit you must also send a fax or email a scanned copy of the application form to Copia Investment Partners Ltd with details of the deposit.

The Trustee processes applications on a monthly basis. When it receives, and accepts a valid application (AML documents and funds) prior to 2.00 pm Australian Eastern Standard Time (AEST) on the second last Business Day of the month, the Trustee will process the

## 11. How to apply (continued)

application using the unit price for the end of the month. The unit price includes the buy/sell spread.

The market value and Net Asset Value (NAV) of the Fund are calculated using the market prices of the Fund's assets. The unit price used for applications on the last Business Day of the month is the NAV of the Fund at the close of business on that day divided by the number of units on issue plus the buy/sell spread.

The number of units in the Fund allotted following the receipt of an application will be calculated by dividing the application amount by the unit price for the Fund. The number of units may be rounded up or down to a whole number or to a fraction of a unit to four (4) decimal places. Where funds are not cleared by the following business day the Trustee may reverse the transaction or amend the unit price to a later date. The Trustee does not earn interest nor pay interest on application monies held prior to being paid into the Fund.

By applying for units, you agree to be bound by the terms of the constitution and this IM, both as amended from time to time, while you hold units in the Fund. The Trustee has the right to accept or reject an application and is not required to give reasons for rejecting an application. If the Trustee rejects an application, it will return application monies (excluding any interest earned) to you. Any interest earned is credited to the Fund.

### Additional investments

To make additional investments at a later date, you can use another application form, or contact the Trustee. The Trustee will accept and process valid applications for additional units on the same basis as the initial investment. Do not forget to include your investor details (such as name, address, contact telephone number and client number) on all communications. The minimum additional investment is \$20,000. Additional investments are made on the basis of the IM that is current at the date of the application.

### Cooling off

There are no cooling off rights for an application for units in the Fund.

### Redemptions

Redemptions are processed on a quarterly basis, with a minimum 65 day notice period. Redemption requests must be submitted and received by no later than 10am, 65 days prior to the Quarter End in order to receive the current quarters trade date. If the redemption request is received after the 65 days notice period, but within the

current quarter, the redemption price will be calculated based on the NAV per Unit on the valuation day at the end of the subsequent quarter.

Valid redemption request will only be accepted where specified as a dollar amount for partial redemptions or otherwise as a full redemption. If the value of the holding decreases below the partial redemption value specified when submitted, due to market movements, then the entire holding will be redeemed and proceeds paid out based on the holding value on the valuation date.

In normal circumstances, proceeds from redemptions will generally be available within 15 business days after the relevant redemption day. For partial redemption requests, instructions must specify the dollar amount to be redeemed. A redemption request, either in whole or in part, once received may not be withdrawn without consent.

Worked Example 1 – Redemption timing (prior to 65 day notice period)

- Redemption request received on 20 January, 70 days prior to quarter end
- Redemption processed on 31 March
- Proceeds received by Unitholder 15 business days after March quarter end

Worked Example 2 – Redemption timing (after 65 day notice period)

- Redemption request received on 10 February, 49 days prior to quarter end
- Redemption processed on 30 June
- Proceeds received by Unitholder 15 business days after June quarter end

The Trustee has the absolute discretion to allow redemptions at other times with longer or shorter periods.

You may only redeem an amount that leaves you with a minimum holding of \$100,000. If a redemption request causes your minimum balance to fall below \$100,000 you must withdraw your entire balance (unless otherwise agreed with the Trustee).

The Trustee can delay payment of redemptions in accordance with the Fund's constitution. If events outside the Trustee's control impact on its ability to calculate the unit price properly or fairly, for example, if the investments are subject to restrictions or if there is material market uncertainty, the Trustee can delay payment. The Trustee is entitled to deduct from any moneys payable to an investor, any fees or other moneys unpaid by them and the total amount to be paid can be rounded down to the nearest cent.

## 12. Additional information

### Reporting

You will have access to (or may opt to receive) regular reports, including:

- investment and performance reports
- an income distribution statement after each distribution
- annual taxation statement
- annual audited financial statement and annual report of the Fund; and
- a transaction statement each time you make any additional investment or withdrawal.

The Trustee will prepare an annual report for the Fund. Updated information about the Fund is available to you from the Investment Manager via email or post. When reading Fund performance information, please note that past performance is not a reliable indicator of future performance. Fund performance may vary over time and should not be relied on when deciding to invest in the Fund.

### Your privacy

The Trustee respects the importance of maintaining the privacy of any personal information that you are required to provide as part of

## 12. Additional Information (continued)

your application to invest in the Fund. The Application Form requires you to provide personal information. This information is required so that the Trustee can provide the investment to you. Additionally, the Trustee may use this information in order to administer, manage and generally service your investment in the Fund including any requirement to comply with Australian taxation laws, the Corporations Act and other laws and regulations.

The Trustee may disclose your personal information for permitted related purposes to its agents and third party service providers and government authorities when required by law. If you notify the Trustee that you have a financial adviser, either on your Application Form or in writing (at a later date), you agree that details of your investment will be provided to them.

The Trustee takes reasonable steps to ensure that your personal information is accurate, complete and up to date. Under the Privacy Act 1988 (Cth) you may request access to the personal information the Trustee and its service providers hold about you. You may ask to amend or correct information; however, in certain circumstances the Trustee may not be required to make those changes.

You can request access to your personal information or a copy of the Trustee's Privacy Policy by telephone or writing to the Privacy Officer at:

Privacy Officer  
Copia Investment Partners Ltd  
Level 25, 360 Collins Street  
Melbourne Vic 3000  
Telephone: +61 (3) 9602 3199  
Email: mail@copiapartners.com.au

### Anti-money laundering and counter terrorism financing

The Trustee is required to comply with all applicable anti-money laundering legislation that applies to its operations including those laws implemented under the Anti-Money Laundering and Counter Terrorism Financing Act 2006 (AML/CTF). These laws require the Trustee to take all reasonable steps to identify and verify all investors, including requesting relevant identification documents. By applying to invest in the Fund you are taken to have agreed to the following terms:

- a. you warrant that you comply with all applicable anti-money laundering laws and regulations, including but not limited to, the anti-money laundering laws and regulations of Australia (as amended from time to time)
- b. you are not aware and have no reason to suspect that:
  - (i) the monies used to fund your investment in the Fund have been or will be derived from or related to any money laundering and other activities deemed illegal under applicable laws or regulations or otherwise prohibited under any international convention or agreement (illegal activity)
  - (ii) the proceeds of your investment in the Fund will be used to finance illegal activities
- c. you agree to provide the Trustee with all information that it reasonably requests promptly so that it can comply with its anti-money laundering legal obligations. Any failure to provide such information may result in your application for units being delayed or rejected, and in such circumstances, the Trustee will not be liable to you for any resulting loss; and
- d. you understand that the Trustee or its agents are able to disclose your personal details to law enforcement agencies, including AUSTRAC, if the Trustee or its agents believe it is necessary to do so in order to comply with their obligations under the anti-money laundering laws of Australia and that the Trustee or its agents may be required to keep such disclosure confidential.

### AML/CTF requirements

As noted above the Trustee must conduct due diligence on you before issuing units to you. The due diligence includes verifying your identity. The Trustee cannot process applications that do not provide the required information. As part of these obligations the Trustee is required to collect and verify identification information before it can issue units. The Trustee may ask you to provide information that is reasonably required to verify your identity, the identity of any underlying beneficial owner or the source or destination of any payment to or from the Fund.

The Trustee may also require you to provide updated or additional information from time to time.

### Foreign Account Tax Compliance Act (FATCA) and the Common Reporting Standard (CRS)

In compliance with the US income tax laws commonly referred to as the Foreign Account Tax Compliance Act (FATCA) and the Intergovernmental Agreement signed with the Australian Government in relation to FATCA, the Fund will be required to provide information to the Inland Revenue Service (IRS) via the ATO in relation to:

- a) investors that are US citizens or US residents
- b) entities controlled by US persons, and
- c) financial institutions that do not comply with FATCA.

The Fund may register for FATCA purposes and is intending to conduct appropriate due diligence (as required). Where the Fund's investors do not provide requested information to the Fund, the Fund will also be required to report those accounts to the ATO.

The Common Reporting Standard (CRS) is the single global standard for the collection, reporting and exchange of financial account information on non-residents, which applies to calendar years ending after 1 July 2017. Under CRS, the Fund may need to collect and report financial account information on non-residents to the ATO. The ATO may exchange this information with the participating foreign tax authorities of those non-residents.

In order for the Fund to comply with its obligations, we will also request that you provide certain information about yourself, including your foreign Taxpayer Identification Number (TIN). We will only use such information for this purpose if we are required to do so.

Accordingly, if requested by the Trustee, the investor agrees, and it is a condition of the issue of the units to provide certain information required by it or the Trustee in order to comply with any applicable law, including FATCA and CRS.

### Changing your details

To change your details (such as your address, contact details, nominated financial adviser and bank account) write to the Trustee – stating your investment account number and name, and the details or the change. The instruction must be signed by an authorised signatory (or signatories where more than one is required) to the account.

## 13. Contact details

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### Trustee

Copia Investment Partners Limited  
Level 25  
360 Collins Street  
Melbourne Vic 3000  
Australia

Telephone: +61 3 9602 3199  
1800 442 129 (within Australia)  
Postal address: PO Box 572  
Collins Street West  
Melbourne VIC 8007

### Custodian

NAB Asset Services  
395 Bourke Street  
Melbourne Vic 3000

### Auditor

EY  
Level 23, 8 Exhibition Building  
Melbourne Vic 3000

Telephone: +61 3 9288 8000  
Website: [https://www.ey.com/en\\_au](https://www.ey.com/en_au)

### Compliance & Risk Management

Compliance & Risk Services Pty Ltd  
Level 25  
360 Collins Street  
Melbourne Vic 3000  
Australia

Telephone: +61 3 9663 5644  
Website: [www.compliancerisk.com.au](http://www.compliancerisk.com.au)