

EQT MORTGAGE INCOME FUND

PRODUCT DISCLOSURE STATEMENT

ARSN 101 748 109
Wholesale Class units
APIR ETL0122AU
Retail Class units
APIR ETL8310AU
Issue Date 29 August 2022

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Investment Manager

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Responsible Entity

Equity Trustees Wealth Services Limited
ABN 33 006 132 332, AFSL 234 528

This Product Disclosure Statement ("PDS") was issued on 29 August 2022. This PDS is for the offer of units in the EQT Mortgage Income Fund ARSN 101 748 109 (referred to throughout this PDS as the "Fund").

This PDS has been prepared and issued by Equity Trustees Wealth Services Limited (ABN 33 006 132 332, Australian Financial Services Licence ("AFSL") No. 234 528) in its capacity as the responsible entity of the Fund (referred to throughout this PDS as the "Responsible Entity", "ETWSL", "us" or "we"). The investment manager is Equity Trustees Limited (referred to throughout this PDS as the "Investment Manager", "Equity Trustees" or "ETL").

This PDS relates to the retail and wholesale classes of the Fund. The Responsible Entity may, in the future, issue further classes of interests in the Fund.

The Responsible Entity has authorised the use of this PDS as disclosure to investors and prospective investors who invest directly in the Fund, as well as investors and prospective investors of an investor directed portfolio service, master trust, wrap account or an investor directed portfolio service-like scheme ("IDPS"). This PDS is available for use by persons applying for units through an IDPS ("Indirect Investors").

The operator of an IDPS is referred to in this PDS as the "IDPS Operator" and the disclosure document for an IDPS is referred to as the "IDPS Guide". If you invest through an IDPS, your rights and liabilities will be governed by the terms and conditions of the IDPS Guide. Indirect Investors should carefully read the IDPS Guide before investing in the Fund. Indirect Investors should note that they are directing the IDPS Operator to arrange for their money to be invested in the Fund on their behalf. Indirect Investors do not become unit holders in the Fund or have the same rights as unit holders. The IDPS Operator becomes the unit holder in the Fund and acquires these rights. The IDPS Operator can exercise or decline to exercise the rights on an Indirect Investor's behalf according to the arrangement governing the IDPS. Indirect Investors should refer to their IDPS Guide for information relating to their rights and responsibilities as an Indirect Investor, including information on any fees and charges applicable to their investment. Information regarding how Indirect Investors can apply for units in the Fund (including an application form where applicable) will also be contained in the IDPS Guide. ETWSL accepts no responsibility for an IDPS Operator's actions or any failure by an IDPS Operator to provide Indirect Investors with a current version of this PDS as provided by ETWSL or the IDPS Operator's failure to withdraw the PDS from circulation if required by ETWSL. Please ask your adviser if you have any questions about investing in the Fund (either directly or indirectly through an IDPS).

This PDS is prepared for your general information only. It is not intended to be a recommendation by the Responsible Entity, any associate, employee, agent or officer of the Responsible Entity or any other person to invest in the Fund. This PDS does not take into account the investment objectives, financial situation or needs of any particular investor. You should not

base your decision to invest in the Fund solely on the information in this PDS. You should consider the suitability of the Fund as an investment for you in view of your financial position and investment objectives and needs and you may want to seek professional financial advice before making an investment decision.

ETWSL and its employees, associates, agents or officers do not guarantee the success, repayment of capital or any rate of return on income or capital or the investment performance of the Fund. Past performance is no indication of future performance. An investment in the Fund does not represent a deposit with, or a liability of, ETWSL or any of its associates. An investment in the Fund is subject to risk, including possible delays in repayment and loss of income or capital invested. Units in the Fund are offered and issued by the Responsible Entity on the terms and conditions described in this PDS. You should read this PDS in its entirety because you will become bound by it if you become a direct investor in the Fund.

The forward-looking statements included in this PDS involve subjective judgment and analysis and are subject to significant uncertainties, risks and contingencies, many of which are outside the control of, and are unknown to, ETWSL and its officers, employees, agents and associates. Actual future events may vary materially from the forward-looking statements and the assumptions on which those statements are based. Given these uncertainties, you are cautioned to not place undue reliance on such forward-looking statements.

In considering whether to invest in the Fund, investors should consider the risk factors that could affect the financial performance of the Fund. The significant risk factors affecting the Fund are summarised in Section 5.

You can acquire units in the Retail Class by completing the Application Form that accompanies this PDS. The minimum initial investment is \$5,000. You can acquire units in the Wholesale Class by completing the Application Form that accompanies this PDS. The minimum initial investment is \$20,000. If you received this PDS electronically we will provide a paper copy free upon request during the life of this PDS. Please call Equity Trustees Client Services on 1300 011 130 for a copy.

Certain information in this PDS is subject to change. We will notify investors in writing of any changes that have a materially adverse impact or other significant events that affect the information in this PDS. Any updated information which is not materially adverse information may be obtained:

- by calling Equity Trustees Client Services on 1300 011 130; or
- by visiting our website at www.eqt.com.au.

A paper copy of the updated information will be provided free of charge on request.

Unless otherwise stated, all fees quoted in the PDS are inclusive of GST, after allowing for an estimate for RITCs, and all amounts are in Australian dollars.

1. FUND AT A GLANCE

	SUMMARY	SUMMARY
Name of the Fund	EQT Mortgage Income Fund	EQT Mortgage Income Fund
Class and units on offer	Retail Class units	Wholesale Class units
Investment Manager	Equity Trustees Limited	Equity Trustees Limited
Responsible Entity	Equity Trustees Wealth Services Limited	Equity Trustees Wealth Services Limited
ARSN	101 748 109	101 748 109
APIR	ETL8310AU	ETL0122AU
Fund inception date	1 October 2002	1 October 2002
Background to Fund	The EQT Mortgage Income Fund (formally known as EQT Wholesale Mortgage Income Fund) commenced operation in October 2002. The Fund invests only in first registered mortgage assets secured by office, retail, industrial and other commercial properties at a maximum LVR of 66.67%. The Fund has had no mortgage defaults to date.	The EQT Mortgage Income Fund (formally known as EQT Wholesale Mortgage Income Fund) commenced operation in October 2002. The Fund invests only in first registered mortgage assets secured by office, retail, industrial and other commercial properties at a maximum LVR of 66.67%. The Fund has had no mortgage defaults to date.
Investment Objective	To outperform the Benchmark over rolling 3-year periods, after taking into account fees and expenses.	To outperform the Benchmark over rolling 3-year periods, after taking into account fees and expenses.
Benchmark	RBA Cash Rate	RBA Cash Rate
Who should invest?	The Retail Class of the Fund is designed for investors seeking income returns higher than short-term money market rates.	The Wholesale Class of the Fund is designed for investors seeking income returns higher than short-term money market rates.
Recommended investment timeframe	1-3 years	1-3 years
Minimum initial investment	\$5,000	\$20,000
Minimum additional investment	\$1,000	\$5,000
Minimum withdrawal amount	\$1,000	\$5,000
Minimum balance	\$1,000	\$20,000
Cut off time for applications	By 2.00pm on each Business Day in order to be issued with units at that day's unit price, if accepted. Applications can be made anytime however, for unit pricing purposes and income accrual purposes, any application received after 2:00pm (Australian EST) on a Business Day will generally be treated as having been received the following Business Day.	By 2.00pm on each Business Day in order to be issued with units at that day's unit price, if accepted. Applications can be made anytime however, for unit pricing purposes and income accrual purposes, any application received after 2:00pm (Australian EST) on a Business Day will generally be treated as having been received the following Business Day.
Cut off time for withdrawals	By 2.00pm on each Business Day in order to be issued with units at that day's unit price. Withdrawals can be made anytime however, for unit pricing purposes and income accrual purposes, any withdrawal received after 2:00pm (Australian EST) on a Business Day will generally be treated as having been received the following Business Day.	By 2.00pm on each Business Day in order to be issued with units at that day's unit price. Withdrawals can be made anytime however, for unit pricing purposes and income accrual purposes, any withdrawal received after 2:00pm (Australian EST) on a Business Day will generally be treated as having been received the following Business Day.
Valuation frequency of units	Daily	Daily
Access to funds	Usually within 7 Business Days.	Usually within 7 Business Days.
Income Distribution	Quarterly - by direct deposit or reinvestment	Quarterly - by direct deposit or reinvestment
Management costs	1.025% of the NAV of the Retail Class	0.806% of the NAV of the Wholesale Class

	SUMMARY	SUMMARY
Class size as at 31 Oct 2021	\$75 Million	\$160.1 Million
ASIC Benchmarks and disclosure principles	The Fund is a pooled mortgage scheme and is required to comply with ASIC Regulatory Guide 45 – Mortgage schemes: Improving disclosure for retail investors, which sets out benchmarks and disclosure principles including in relation to liquidity, valuations and portfolio diversification. Please see Section 4 for further information.	

2. WHO IS MANAGING THE FUND?

THE RESPONSIBLE ENTITY

Equity Trustees Wealth Services Limited

Equity Trustees Wealth Services Limited ABN 33 006 132 332 ("ETWSL") will be the Responsible Entity of the Fund. ETWSL's responsibilities and obligations as the Fund's responsible entity are governed by the Fund's constitution ("Constitution"), the Corporations Act and general trust law.

ETWSL has appointed a custodian to hold the assets of the Fund. The custodian has no supervisory role in relation to the operation of the Fund and is not responsible for protecting your interests.

ETWSL is a wholly owned subsidiary of EQT Holdings Limited ABN 22 607 797 615 AFSL 234 528, which is a public company listed on the Australian Securities Exchange (ASX: EQT). ETWSL is the Fund's responsible entity, and issuer of this PDS.

THE INVESTMENT MANAGER

Equity Trustees Limited

Equity Trustees Limited ("Equity Trustees" or "ETL") was established in 1888 by an Act of the Victorian Parliament to provide trustee and executor services, offering traditional trustee and estate management duties. Equity Trustees has developed into a financial services provider offering a broad range of products and services to a diverse client base.

Equity Trustees is the investment manager of the Fund. Equity Trustees is a wholly owned subsidiary of EQT Holdings Limited. Equity Trustees has an experienced team of investment professionals managing over \$3.8bn for clients such as individual investors, corporate superannuation trusts, philanthropic investors and not for profit organisations.

Key professionals

Darren Thompson, Head of Asset Management

Darren has 30 years' experience as an Investment Director and Portfolio Manager. Committed to the development of robust investment methodologies, driving targeted investment return and business growth, Darren is a performance-focused Australian equities leader who co-founded boutique investment firm Northward Capital in 2007, growing the business to a peak of ~\$3billion FUM, and held the roles of CEO and CIO. Before Northward, Darren held roles at Insurance Australian Group (IAG) Limited (Co-Head of Equities), Deutsche Bank and Burdett Buckenridge Young (BBY). Darren has a Bachelor of Economics (Accounting) (ANU), DFS Financial Markets and DFP.

Tim Gallagher, Mortgage Fund Portfolio Manager

Tim joined Equity Trustees as a Mortgage Fund Portfolio Manager within the Asset Management team in April 2015. Tim is responsible for undertaking all the day-to-day mortgage lending operations and portfolio management of the Fund. Tim is a key individual within the business and was appointed as a Responsible Manager under the AFSL of Equity Trustees in 2017. Tim is also an Accredited Finance Broker (MFAA Full Member) and has over 14 years of experience in the finance industry, specialising in residential and commercial property finance, credit and lending analysis and portfolio management. Prior to joining Equity Trustees, Tim was Senior Relationship Manager for a contributory mortgage fund at Australian Securities Limited. Tim has also worked for various financial institutions including the Commonwealth Bank of Australia, Bank of Melbourne and Rate Setter (peer-to-peer lending company in the United Kingdom). Tim has completed his Diploma of Finance and Mortgage Broking Management and Certificate IV in Finance and Mortgage Broking.

Details of the track record and experience of the senior management of Equity Trustees can be found at eqt.com.au/about-us

ADMINISTRATOR AND CLIENT SERVICES

OneVue Holdings Limited

OneVue Holdings Limited ("OneVue" or "Administrator") has been appointed by the Responsible Entity to provide administration and client services for the Fund. OneVue provides registry services as part of its role and, in this context, is also referred to as Equity Trustees Unit Registry.

The Responsible Entity has entered into an agreement with OneVue, which governs the services that will be provided by OneVue. The Responsible Entity, may at any time, select any other administrator and client services provider to provide these services to the Fund in the place of OneVue.

3. HOW THE FUND INVESTS

INVESTMENT OBJECTIVE

To outperform the Benchmark over rolling 3-year periods.

BENCHMARK

RBA Cash Rate.

SUGGESTED INVESTMENT TIME FRAME

1-3 years. However, this timeframe is a general guide only and does not take into account your individual circumstances. Investors should seek professional advice to determine, in their particular circumstances, the appropriate investment period for holding units in the Fund.

WHO SHOULD INVEST?

The Fund is designed for investors seeking income returns higher than short-term money market rates.

BENEFITS OF INVESTING

By investing in the Fund, you may benefit from:

- Capital stability
- Strong and consistent returns with low volatility
- Potential return outperformance relative to risk, peers and benchmark
- An indirect exposure to a strong underlying asset class
- An ability to withdraw - the Fund has fulfilled all redemption requests since its inception and aims to continue to do so unless the Fund is non-liquid. See section 4 for further information.

HOW THE FUND INVESTS

The Fund is a conservative managed fund which seeks to produce income by providing loans to selected borrowers. These loans are secured by registered First Ranking mortgages. Loans are predominantly offered in respect of selected improved retail, commercial, industrial and residential real estate within Australia. Loans are for a maximum term of 5 years. However, at the end of the 5-year term, the loan can be renewed for a further term.

Loans will only be advanced up to a maximum of 66.67% of the value of the mortgaged property at initial funding and at any renewal. The valuation of the property is prepared by an independent valuer instructed by Equity Trustees. The independent valuer also determines whether the security is suitable based on the Fund's lending guidelines. The Fund does not provide loans in respect of development properties, construction projects, vacant land or shares in companies.

The Fund does not invest in Derivatives and does not lend for consumer or non-business/non-investment purposes that would be classified as regulated credit under the National Consumer Credit Protection Act ("NCCP").

LENDING GUIDELINES

The Fund's principal lending guidelines are to:

- only lend on secured First Ranking mortgages;
- lend to a maximum LVR of 66.67%; and
- lend across a diversified range of property sectors.

Loans are secured by registered First Ranking mortgages predominantly over the following types of properties (and are not subject to the NCCP):

- Retail Shops;
- Offices;
- Industrial/Factories/Warehouses;
- Supermarkets;
- Houses (Non NCCP);
- Investment – Strata Units (Non NCCP); and/or
- Investment – Flats (Non NCCP).

LABOUR, ENVIRONMENTAL, SOCIAL AND ETHICAL CONSIDERATIONS

Equity Trustees recognises the importance of labour standards and environmental, social or ethical considerations in investments. We believe that certain environmental, social and corporate governance ("ESG") issues may impact the sustainable value of businesses. ESG factors are taken into consideration as part of the Investment Manager's investment process however the weighting of these considerations in the ultimate investment decision will vary according to each investment.

FUND PERFORMANCE

Up to date information on the performance of the Fund will be available by visiting www.eqt.com.au. Please note that due to the historical nature of performance information, future returns may differ from past returns. Neither the Responsible Entity nor the Investment Manager guarantees the success, repayment of capital or any rate of return on income or capital or the investment performance of the Fund.

4. ASIC BENCHMARKS AND DISCLOSURE PRINCIPLES FOR AN UNLISTED MORTGAGE SCHEME

ASIC has developed a range of benchmarks for unlisted mortgage schemes such as the Fund. The ASIC Benchmarks have been designed to help investors understand the risks of the Fund, assess the rewards that are potentially on offer and decide whether an investment in the Fund is suitable for them.

Benchmark 1: Liquidity

This benchmark addresses the liquidity measures adopted by an unlisted mortgage scheme particularly in relation to relative liquidity (e.g. short-term assets relative to short-term liabilities).

Benchmark 2: Borrowing

This benchmark addresses an unlisted mortgage scheme's policy on borrowings within the scheme.

Benchmark 3: Portfolio diversification

This benchmark provides details of the current nature of an unlisted mortgage scheme's portfolio.

Benchmark 4: Related party transactions

This benchmark addresses any related party transactions by the responsible entity or investment manager of an unlisted mortgage scheme.

Benchmark 5: Valuation policy

This benchmark deals with the approach taken by a responsible entity of an unlisted mortgage scheme in relation to valuation of properties over which it has taken security.

Benchmark 6: Loan-to-value ratios

This benchmark addresses the lending approach adopted by an unlisted mortgage scheme in respect of LVRs. ASIC has stated that loans made by unlisted mortgage schemes should not exceed an LVR of 80% (or 70% where the loan relates to property development).

Benchmark 7: Distribution practices

This benchmark deals with the distribution practices of an unlisted mortgage scheme.

Benchmark 8: Withdrawal arrangements

This benchmark addresses withdrawal arrangements for an unlisted mortgage scheme.

ASIC BENCHMARKS

The following information is correct at the date of this PDS. This information is updated regularly and the most recent information is made available on www.eqt.com.au.

BENCHMARK	STATEMENT	EXPLANATION	REFERENCE
BENCHMARK 1: LIQUIDITY			
For a pooled mortgage scheme, the responsible entity has cash flow estimates for the scheme that:	The benchmark is met.	Not required.	For additional information on liquidity please refer to Disclosure Principle 1.
(a) demonstrate the scheme's capacity to meet its expenses, liabilities and other cash flow needs for the next 12 months;			
(b) are updated at least every three months and reflect any material changes; and			
(c) are approved by the directors of the responsible entity at least every three months.			
BENCHMARK 2: SCHEME BORROWING			
The responsible entity does not have current borrowings and does not intend to borrow on behalf of the scheme.	The benchmark is met.	Not required.	For additional information on borrowing please refer to Disclosure Principle 2.

BENCHMARK	STATEMENT	EXPLANATION	REFERENCE
BENCHMARK 3: LOAN PORTFOLIO AND DIVERSIFICATION			
<p>For a pooled mortgage scheme:</p> <p>(a) the scheme holds a portfolio of assets diversified by size, borrower, class of borrower activity and geographic region;</p> <p>(b) the scheme has no single asset in the scheme portfolio that exceeds 5% of the total scheme assets;</p> <p>(c) the scheme has no single borrower who exceeds 5% of the scheme assets; and</p> <p>(d) all loans made by the scheme are secured by first mortgages over real property (including registered leasehold title).</p>	<p>The benchmark is not met.</p>	<p>(a) The Fund is considered to have a high degree of concentration in regard to security property located in Victoria. The portfolio is otherwise considered to be diversified by size, borrower and class of borrower activity.</p> <p>(b) The Fund has two assets that exceed 5% of the total Fund assets. The two loan amounts are for \$16.4m which represents approximately 6.93% of the portfolio and \$12.35m which represents approximately 5.22% of the portfolio. The increased concentration risk is addressed by a conservative LVR of less than 60%, and the security properties are both located within a strong business commercial precinct of the Melbourne CBD.</p> <p>(c) The Fund has four borrowers with aggregated exposure that exceed 5% of the scheme asset limit. Equity Trustees has generally set an asset limit of 10% of the scheme assets (for individual and aggregated borrowers) although this may be exceeded in exceptional circumstances. Equity Trustees considers that this increased threshold is offset by the total number of loans in the Fund, each separately secured at or below the maximum LVR limit of 66.67%.</p> <p>(d) All loans made by the Fund are secured by registered First Ranking mortgages over real property.</p>	<p>For additional information on the loan portfolio please refer to Disclosure Principle 3.</p>
BENCHMARK 4: RELATED PARTY TRANSACTIONS			
<p>The responsible entity does not lend to related parties of the responsible entity or to the scheme's investment manager.</p>	<p>The benchmark is met.</p>	<p>The Responsible Entity does not lend to related parties.</p> <p>The Fund invests its cash holding in the EQT Cash Management Fund but is not restricted in investing in other cash management products.</p>	<p>For additional information on related party transactions please refer to Disclosure Principle 4.</p>

BENCHMARK	STATEMENT	EXPLANATION	REFERENCE
BENCHMARK 5: VALUATION POLICY			
<p>In relation to valuations for the scheme's mortgage assets and their security property, the board of the responsible entity requires:</p> <p>(a) a valuer to be a member of an appropriate professional body in the jurisdiction in which the relevant property is located;</p> <p>(b) a valuer to be independent;</p> <p>(c) procedures to be followed for dealing with any conflict of interest;</p> <p>(d) the rotation and diversity of valuers;</p> <p>(e) in to security property for a loan, an independent valuation to be obtained:</p> <p>(i) before the issue of a loan and on renewal:</p> <ul style="list-style-type: none"> • for development property, on both an 'as is' basis and 'as if complete' basis; and • for all other property, on an 'as is' basis; and <p>(ii) within two months after the directors form a view that there is a likelihood that a decrease in the value of security property may have caused a material breach of a loan covenant.</p>	<p>The benchmark is not met.</p>	<p>e) – (i) In respect of the issue of a loan, Equity Trustees obtains an independent valuation on any underlying security which is used for the calculation of the LVR and other purposes before a mortgage investment is made.</p> <p>However, Equity Trustees does not necessarily obtain an independent valuation each time there is an extension (or renewal) of a loan.</p> <p>For example, for some short-term loans, the directors do not consider it necessary to obtain further independent valuations of security property supporting the loan if the renewal is only for a short term or there is otherwise no indication of a significant change in the underlying market value of the security property.</p> <p>The Fund meets all of the other aspects of this benchmark.</p>	<p>For additional information on valuations please refer to Disclosure Principle 5.</p>
BENCHMARK 6: LENDING PRINCIPLES – LOAN-TO-VALUE RATIOS			
<p>If the scheme directly holds mortgage assets:</p> <p>(a) where the loan relates to property development – funds are provided to the borrower in stages based on independent evidence of the progress of the development;</p> <p>(b) where the loan relates to property development – the scheme does not lend more than 70% on the basis of the latest 'as if complete' valuation of property over which security is provided; and</p> <p>(c) in all other cases – the scheme does not lend more than 80% on the basis of the latest market valuation of property over which security is provided.</p>	<p>The benchmark is met.</p>	<p>Not required.</p>	<p>For additional information on loan-to-value ratios please refer to Disclosure Principle 6.</p>
BENCHMARK 7: DISTRIBUTION PRACTICES			
<p>The responsible entity will not pay current distributions from scheme borrowings.</p>	<p>The benchmark is met.</p>	<p>Not required.</p>	<p>For additional information on distributions please refer to Disclosure Principle 7.</p>

BENCHMARK	STATEMENT	EXPLANATION	REFERENCE
BENCHMARK 8: WITHDRAWAL ARRANGEMENTS			
<p>For liquid schemes:</p> <p>(a) the maximum period allowed for in the constitution for the payment of withdrawal requests is 90 days or less;</p> <p>(b) the responsible entity will pay withdrawal requests within the period allowed for in the constitution; and</p> <p>(c) the responsible entity only permits members to withdraw at any time on request if at least 80% (by value) of the scheme property is:</p> <p>(i) money in an account or on deposit with a bank and is available for withdrawal immediately, or otherwise on expiry of a fixed term not exceeding 90 days, during the normal business hours of the bank; or</p> <p>(ii) assets that the responsible entity can reasonably expect to realise for market value within 10 Business Days.</p>	<p>The benchmark is not met.</p>	<p>The Responsible Entity will aim to process withdrawal requests within 7 Business Days of receipt of the specified withdrawal request. However, you should be aware that the Fund's constitution allows up to 6 months from the date of receipt of a withdrawal request to pay the withdrawal proceeds (which may be extended by up to a further 6 months in certain circumstances outside the control of the Responsible Entity). The Responsible Entity reserves the right to increase or reduce the withdrawal periods for the Fund subject to the above extensions of time.</p> <p>The Corporations Act provides that we cannot allow you to withdraw from the Fund if its liquid assets fall below 80% (by value) of the scheme property, other than pursuant to a withdrawal offer. ETWSSL is not obliged to make a withdrawal offer in respect of the Fund.</p>	<p>For additional information on withdrawals please refer to Disclosure Principle 8.</p>

ASIC DISCLOSURE PRINCIPLES

The following information responds to ASIC's Disclosure Principles that relate to the ASIC Benchmarks in Section 4.

Disclosure Principle 1: Liquidity

As at the date of this PDS, ETWSL does not reasonably expect any changes to the Fund's expenses, liabilities and other cash flow needs that will affect the current and future liquidity of the Fund. The following parameters are taken into account when considering what the minimum level of acceptable liquidity is required for the Fund to meet its commitments:

- applications;
- withdrawals;
- distributions paid and reinvested;
- new loans approved and to be funded;
- loans maturing and being repaid;
- interest payments received (including any higher interest charges);
- interest received from the Fund's cash investments; and
- expenses incurred in managing and running the Fund.

The underlying investments of the Fund are predominantly mortgages over commercial and retail property. The Responsible Entity is bound to honour the contractual arrangements agreed with the borrower. Therefore, the underlying investments have a fixed period and in normal circumstances can only be exited at maturity. The Responsible Entity believes that the significant risk factors that may affect liquidity include:

- failure to repay a loan when requested to do so;
- security property being sold for less than the expected value;
- losses incurred in selling the underlying property as mortgagee in possession; and
- large unexpected withdrawals from the Fund.

Investments are generally made for a maximum of 3 years unless significant mitigating circumstances, such as strong long-term lease, are evident. In these circumstances the Responsible Entity is able to offer up to a maximum of 5 years.

The Responsible Entity attempts to weight the maturity profile of the Fund so that one third of all loans mature in a 12-month period.

In addition, the Responsible Entity maintains a preferred level of liquid (cash) investments of between 10% and 15% of the total funds under management. The constituted minimum level of liquid investments is 7.5%.

Management of the liquidity aspects of the Fund are overseen by the Responsible Entity via monthly review. Equity Trustees, via its forecast quarterly cash flow, models the impact of a large number of investor withdrawals from the Fund. Should an event like this occur, we would curtail all new lending and seek repayment of loans falling due. Our projections indicate that these actions would be expected to generate sufficient liquidity to meet investor withdrawals and would not require new investments in the Fund.

Disclosure Principle 2: Scheme borrowing

The Fund's Constitution provides the Responsible Entity with the ability to borrow. However, the Responsible Entity chooses not to do so and does not expect to enter into any borrowing arrangements in the future. If the Responsible Entity decides to borrow on behalf of the Fund, it would make additional disclosures to investors in accordance with the requirements in Disclosure Principle 2. The Fund does not use Derivatives of any kind and undertakes all investments in Australian dollars.

Given the above, there is no requirement for interest rate or foreign exchange hedging policies.

Disclosure Principle 3: Loan portfolio and diversification

As at 31 October 2021 the Fund's portfolio of investments consists of the following:

LOAN TYPE	NUMBER	AMOUNT
LOANS BY CLASS OF ACTIVITY		
Industrial	11	\$ 31,822,000
Commercial	19	\$ 63,697,750
Retail	40	\$ 84,756,000
Residential (Non NCCP)	7	\$ 6,632,000
Specialised	6	\$18,300,000
Other	–	–
Total	83	\$ 205,207,750

LOANS BY GEOGRAPHIC REGION		
Victoria	75	\$171,987,750
New South Wales	2	\$11,520,000
Queensland	3	\$12,700,000
Western Australia	–	–
South Australia	3	\$9,000,000
Tasmania	–	–
ACT/NT	–	–
Total	83	\$ 205,207,750

LOANS IN DEFAULT OR ARREARS FOR MORE THAN 30 DAYS

The portfolio has no loans in arrears or default.

NATURE OF SECURITY FOR LOANS MADE BY THE FUND

All loans are secured by registered first mortgages.

LOAN MATURITY PROFILE		
0 years to 1 year	34	\$ 89,982,500
1 year to 2 years	24	\$ 42,105,000
2 years to 3 years	19	\$ 55,235,250
3 years to 5 years	6	\$ 17,885,000
Greater than 5 years	–	–
Total	83	\$ 205,207,750

LOAN-TO-VALUE RATIO PROFILE		
0% to 30.00%	19	\$ 15,486,500
30.01% to 40.00%	11	\$ 40,497,000
40.01% to 50.00%	15	\$ 43,187,000
50.01% to 60.00%	18	\$ 76,189,000
60.01% to 66.67%	15	\$ 19,229,000
Greater than 66.67%	5	\$10,619,250
Total	83	\$ 205,207,750

INTEREST RATE PROFILE		
Less than 2.99%		–

LOAN TYPE	NUMBER	AMOUNT
3.00% to 3.99%	7	\$ 37,640,000
4.00% to 4.99%	50	\$ 98,432,750
5.00% to 5.99%	24	\$ 60,761,000
Greater than 6.00%	2	\$ 8,374,000
Total	83	\$ 205,207,750

There are five loans where interest has been capitalised.

Derivatives are not used by the Fund.

There are three pending new loan approvals.

Proportion of loans to the 10 largest borrowers:

The Fund's largest borrower in aggregate total is \$36,400,000 which represents approximately 15% of the portfolio.

The Fund's 10 largest borrower's in aggregate equate to \$133,471,250 which represents approximately 56% of the portfolio.

As previously disclosed under Benchmark 3, the Fund has four borrowers with aggregated exposure that exceed 5% of the scheme asset limit. Equity Trustees has generally set an asset limit of 10% of the scheme assets (for individual and aggregated borrowers) although this may be exceeded in exceptional circumstances.

Other assets:

The Fund's only other assets is cash, which is invested in the EQT Cash Management Fund. As at 31 October 2021 the value of these other assets was approximately \$31.3 million.

Diversification policy:

The Fund endeavours to provide a portfolio of geographically and sector diverse retail, commercial, industrial and residential property located within Australia. However, the existing portfolio is concentrated in Victoria.

The majority of the underlying loans were initially established via the Fund which was established in 1971 to provide an income vehicle for ETWSL's Private Client and Trustee business at a time when trustee company operations were restricted to the State in which it was incorporated.

There are currently no geographical limits imposed on the Fund. This may be considered in the future, however, given that the primary investigation relies on the underlying fundamentals of the transaction as the major determinate of loan eligibility, this will be a secondary consideration.

Sector spread is also a secondary consideration and there are no specific limits currently in place. The dominant factor for approval of a loan is the specific underlying property fundamentals of the transaction being contemplated.

How the Fund will generally lend funds:

The maximum loan amount for any one borrower is generally no more than 10% of the value of the Fund's assets under management, however loans in excess of 10% may be made in exceptional circumstances, e.g. multiple securities.

Servicing of a loan is based on sustainable income generated by the property being offered as security. Interest cover of 1.5 times is targeted as the preferred minimum level of income to service a loan.

The underlying security property is valued by an independent panel valuer at initial funding and at each rollover of a loan unless our directors do not consider it necessary to obtain further independent valuations as outlined in Benchmark 5. The same valuer can only value the property on two consecutive occasions after which a new panel valuer is instructed to value the property.

The Fund will only take First Ranking mortgages as the primary security when making an investment for the Fund. In most instances the security property is the source of income to support servicing of the loan.

The Fund does not provide finance for construction or development loans or for vacant land.

Disclosure Principle 4: Related party transactions

The Responsible Entity does not provide loans to related parties.

ETWSL may invest in the Fund from time to time.

Other publicly available funds managed by Equity Trustees do make arm's length investments in the Fund. These include:

- EQT Tax Aware Diversified Fund; and
- Trusts of which entities in the EQT Group are trustees.

These investments are managed by Equity Trustees as the responsible entity of the fund and entities in the EQT Group as trustees of the relevant trusts. These investments are reviewed monthly by the appropriate committee of the responsible entity or trustee.

The Fund invests its cash holding in the EQT Cash Management Fund operated by Equity Trustees, but is not restricted in investing in other cash management products.

As at 31 October 2021 the value of the Fund's cash investments was approximately \$31.3 million.

Disclosure Principle 5: Valuation policy

Our policy is to obtain an independent and professional valuation of each security property for mortgage investments prior to entering into a mortgage investment or renewing the term of an existing mortgage investment, unless our directors do not consider it necessary to obtain further independent valuations as outlined in Benchmark 5.

All valuations are:

- addressed to ETWSL as responsible entity of the Fund;
- provided for mortgage lending purposes; and
- no more than 3 months old at settlement.

Valuations must be undertaken by approved independent valuers who are chosen from our panel. All valuers we instruct must adhere to our valuation guidelines.

Where a professional valuation is relied on, the valuer must:

- be a member of the Australian Property Institute or similar body authorised under the law of the State or Territory in which the security property is located;
- have not less than 5 years' continuous experience in valuation;
- have experience in valuing properties similar to the security property;
- be independent of the borrowers and guarantors, and the introducing broker;
- assess the value of the security property, on an 'as is' basis; and
- hold current and adequate professional indemnity insurance.

We are responsible for appointing valuers and may remove any valuer from our panel who ceases to meet our guidelines.

Rather than commissioning a valuation, we may accept the assignment of an existing independent valuation to us, provided that the valuation meets our requirements.

The cost of each valuation is borne by the borrower.

There are no material inconsistencies with the current valuations over the security properties and the Fund's valuation policy.

Details of the Fund's valuation policy can be obtained by contacting the Portfolio Manager – Mortgages at Level 1, 575 Bourke Street Melbourne VIC 3000 or phone +61 38623 5000.

Disclosure Principle 6: Lending principles - Loan-to-value ratios

The Fund does not provide funding for construction or development and undertakes lending only to established properties.

The Fund does not lend more than 66.67% of the current 'as is' value of property at the time of the initial funding and subsequent rollover of a loan.

The maximum LVRs the Fund will consider are as follows:

- 66.67% for commercial, retail, industrial and residential income producing property;
- 60.00% for non-recourse or limited recourse loans for commercial, retail, industrial and residential income producing property; and
- 55.00% for acceptable specialised property.

In some instances, there may be loans that are not in default but are in breach or are approved exceptions in relation to these prudential limits.

As at 31 October 2021 the weighted average LVR of the Fund was 49.06%.

Disclosure Principle 7: Distribution practices

Distributions are generally determined quarterly at the end of December, March, June and September and paid by the 15th day of the following month.

The Fund does not forecast a particular return or guarantee capital.

Distributions are paid solely from the payments received from the underlying investments made by the Fund.

Disclosure Principle 8: Withdrawal arrangements

The Responsible Entity will aim to process withdrawal requests within 7 Business Days of receipt from the specified withdrawal request. However, you should be aware that the Fund's constitution allows up to 6 months from the date of receipt of a withdrawal request to pay the withdrawal proceeds (which may be extended by up to a further 6 months in certain circumstances outside the control of the Responsible Entity), and the Responsible Entity does not have an obligation to satisfy withdrawal requests within 7 Business Days of receipt. The Responsible Entity reserves the right to increase or reduce the withdrawal periods for the Fund subject to the above extensions of time.

The Responsible Entity undertakes a 12-month projected cash flow forecast based on the previous 12 months transactions to determine the minimum level of liquid assets to hold at any point in time. Currently the minimum level of liquid assets required is considered to be 7.50% of the assets of the Fund. The Responsible Entity attempts to weight the maturity profile of the Fund so that one third of all loans mature in a 12-month period.

The liquid assets of the Fund are held in cash which is currently invested in the EQT Cash Management Fund.

When the Fund is not liquid (as defined in the Corporations Act), investors will not have the right to withdraw from the Fund other than pursuant to a withdrawal offer made by the Responsible Entity.

The Responsible Entity believes that the significant risk factors that may affect liquidity and the ability to satisfy withdrawal requests within the expected period include:

- failure to repay a loan when requested to do so;
- security property being sold for less than the expected value;
- losses incurred in selling the underlying property as mortgagee in possession; and
- large unexpected withdrawals from the Fund.

Mortgage investments in the Fund are not automatically rolled over or renewed. If a borrower defaults on their loan and the Responsible Entity is unable to recover the loan amount, any shortfall not covered by the sale of the security property may result in a loss of income or capital for investors.

The Responsible Entity attempts to maintain a unit price of \$1.00 by adhering to its rigorous credit risk management principles applicable to all of the underlying loans made by the Fund. The above risk factors may impact the Responsible Entity's ability to maintain that unit price. In circumstances in which a lower amount may be recoverable (including if there is a capital loss or default under a mortgage), it may impact the unit price of your investment.

Example:

If you had invested \$100,000 in the Fund for 12 months and the unit price at the time of your investment was \$1.00 then you would receive 100,000 units and the value of your investment would be \$100,000.

If the Fund were to incur a loss on a loan and an impairment charge was made of say \$500,000 with the total funds under management being \$50,000,000, there would be a reduction in the unit price calculated as follows:

Value of loss (\$500,000)/Total funds under management as at the date of the impairment (\$50,000,000) = 0.01 or 1%

The loss represents 1% of the funds under management.

The unit price would therefore decrease by approximately 1% to 99 cents. Your investment would also decrease by 1% or \$1,000 to \$99,000, which represents the value of the loss on your investment.

You would still continue to receive distribution payments but this would be calculated on your reduced investment amount.

Given that the underlying security is real property, which is illiquid, there is also a risk that delays could occur and may affect the payment of distributions to investors due to insufficient cash being available.

For further information, please refer to "Access to Funds" and "Terms and Conditions for Withdrawals" in Section 6

5. MANAGING RISK

All investments carry risks. Different investment strategies may carry different levels of risk, depending on the assets acquired under the strategy. Assets with the highest long-term returns may also carry the highest level of short-term risk. The significant risks below should be considered in light of your risk profile when deciding whether to invest in the Fund. Your risk profile will vary depending on a range of factors, including your age, the investment time frame (how long you wish to invest for), your other investments or assets and your risk tolerance.

The Responsible Entity and Investment Manager do not guarantee the liquidity of the Fund's investments, repayment of capital or any rate of return or the Fund's investment performance. The value of the Fund's investments will vary. Returns are not guaranteed and you may lose money by investing in the Fund. The level of returns will vary and future returns may differ from past returns. Laws affecting managed investment schemes may change in the future. The structure and administration of the Fund is also subject to change.

In addition, we do not offer advice that takes into account your personal financial situation, including advice about whether the Fund is suitable for your circumstances. If you require personal financial or taxation advice, you should contact a licensed financial adviser and/or taxation adviser.

Pandemic and other unforeseen event risk

Health crises, such as pandemic and epidemic diseases, as well as other catastrophes that interrupt the expected course of events, such as natural disasters, war or civil disturbance, acts of terrorism, power outages and other unforeseeable and external events, and the public response to or fear of such diseases or events, have and may in the future have an adverse effect on the economies and financial markets either in specific countries or worldwide and consequently on the value of the Fund's investments. Further, under such circumstances the operations, including functions such as trading and valuation, of the Investment Manager, Fund Manager and other service providers could be reduced, delayed, suspended or otherwise disrupted.

Economic risk

There are risks associated with investing in the Fund. A downturn in general economic conditions either inside or outside Australia may adversely affect investments. These risks may be exacerbated by the current COVID-19 pandemic, and any number of unforeseen risks that may also arise as a result of COVID-19, which may adversely impact the Fund and distributions to investors.

Fund risk

As with all managed funds, there are risks particular to the Fund. These include the possibility that the Fund could terminate, ETWSL is replaced as responsible entity, or that the fees and expenses could change. There is also a risk that investing in the Fund may give different results than investing directly in the underlying assets. This might occur because of income or capital gains accrued in the Fund and the consequence of withdrawals by other investors. We aim to keep fund risk to a minimum by monitoring the Fund and acting in your best interests.

Interest rate risk

Changes in official interest rates can directly impact on investment returns of the Fund. This is due to the fact that changes to interest rates can affect the interest rates on the underlying mortgages entered into by Equity Trustees, on behalf of the Fund (e.g. a downward movement in official interest rates may result in reduced interest rates on rollover of loans/new loans).

Also, an increase in interest rates has a contractionary effect on the state of the economy and thus the valuation of financial products. For instance, rising rates can have a negative impact on the Fund's value as increased borrowing costs may cause earnings to decline.

Legal and regulatory risk

There is a risk that laws, including tax laws, might change or become difficult to enforce.

Liquidity risk

There may be times when the readily realisable assets of the Fund may not be sufficient to meet the Fund's liabilities. The Responsible Entity attempts to mitigate the liquidity risk factor by ensuring the Fund has sufficient cash exposure to meet liquidity requirements. Please note that the Responsible Entity and Investment Manager do not guarantee the liquidity of the Fund's investments.

Market risk

Changes in legal and economic policy, political events, technology failure, economic cycles, investor sentiment and social climate can all directly or indirectly create an environment that may influence (negatively or positively) the value of investments in the Fund. In addition, a downward move in the general level of the equity market can have a negative influence on the performance of the Fund. For mortgages, deposits and money market securities, market risk is also the risk that the income derived from these assets will be affected by movements in interest rates. The Responsible Entity aims to manage this risk by using highly experienced loan managers who closely monitor the ongoing loan portfolio to ensure continued compliance with the Fund's lending guidelines.

ADDITIONAL FUND SPECIFIC RISKS

Default risk

The value of the Fund's assets (specifically secured loans on First Ranking mortgages) are subject to variation based on fluctuations in the property market and the broader economic cycle. This means that if a mortgagor defaults on their payments and a security property has to be sold, the proceeds may not meet the cost of the loan. Equity Trustees mitigates this risk in its selection of mortgagors and its conservative LVR.

Diversification risk

Equity Trustees, on behalf of the Fund, invests primarily in a diversified portfolio of registered first mortgages of selected retail, commercial, industrial and residential investment real estate within Australia. Properties securing the Fund's mortgage loans may not be sufficiently diversified across geographic regions and types of assets.

Documentation risk

A deficiency in documentation provided by the underlying borrowers could, in certain circumstances, adversely affect the performance of the Fund.

Investment selection risk

The Equity Trustees may make poor investment decisions resulting in sub-standard returns (for example where the Equity Trustees invests in a mortgage (for respect of which there is a default or the value of the security property falls below the LVR). This risk is mitigated to some extent by the knowledge and experience of the Equity Trustees. Details of the track record and experience of the senior management of Equity Trustees can be found at eqt.com.au/about-us

Valuation risk

The valuations that the Fund relies on may be carried out differently and not accurately reflect the current market property values. An incorrect valuation may affect the amount

Equity Trustees is able to recover if a borrower defaults, and it is difficult to monitor loan-to-valuation ratios on a continuing basis.

6. INVESTING AND WITHDRAWING

IDPS INVESTORS

The Responsible Entity has authorised the use of this PDS as disclosure to investors or prospective clients of IDPSs in the Fund's Wholesale Class units. These are sometimes known as 'wraps' or 'platforms'. They provide investors with a menu of investment opportunities.

Investors who invest through an IDPS may rely on the information in this PDS to give a direction to the IDPS Operator to invest in the Fund on their behalf.

Importantly, investors who invest in the Fund through an IDPS do not become unit holders of the Fund. In those instances, the unit holder of the Fund is the IDPS Operator. The unit holders' rights set out in this PDS may only be exercised by the IDPS Operator on behalf of the investor for whom they have acquired the units.

Investors should read this PDS in conjunction with the offer documents issued by the IDPS Operator. Investors complete the application forms for their IDPS and receive reports concerning the Fund from their IDPS Operator. Enquiries should be directed to the IDPS Operator.

INITIAL APPLICATION

Send your completed Application Form, together with the relevant certified identification documents, to the following postal address:

Equity Trustees Unit Registry
GPO Box 804
Melbourne VIC 3001

Please note that an application will not be processed until cleared funds are received. Cash and cheque cannot be accepted. You can apply using direct credit and direct debit payment options.

The minimum investment into the Fund is \$20,000 for Wholesale Class units and \$5,000 for Retail Class units.

ADDITIONAL APPLICATIONS

For additional applications you can either mail your completed Application Form to the address above, or fax it or email it to the following:

Fax: +61 3 9977 5871

Email: equitytrustees_transactions@unitregistry.com.au

You can make additional investments into the Fund at any time by sending us your additional investment amount together with a completed Application Form. The minimum additional investment into the Fund is \$5,000 for Wholesale Class units and \$1,000 for Retail Class units.

You can pay using direct credit, direct debit or BPAY. Instructions are included in the Application Form. Cash and cheque cannot be accepted. Please use your investor name or number as the reference when transferring funds to us electronically.

BY BPAY

You can make additional investments (not initial investments) by using BPAY. To facilitate the use of this service you will need to use your online banking service from your participating Australian financial institution* to establish this service.

You will need to quote Equity Trustees' relevant Fund Biller Code as recorded on the Application Form and your Equity Trustees Account Number as the BPAY Reference Number (refer to your last transaction confirmation or statement). Your Equity Trustees BPAY Reference Number is required so that we can identify your application monies. Please notify Equity Trustees

Investor Services in writing of your BPAY deposit (including which of the classes in the Fund the monies are to be applied to). BPAY investment instructions submitted by 2.00pm (Australian AEST) on a Business Day will generally be processed effective for that day provided that you have provided us notice of your BPAY deposit before that time.

TERMS AND CONDITIONS FOR APPLICATIONS

Applications can be made anytime however, for unit pricing purposes and income accrual purposes, an application needs to be received by 2:00pm (Australian EST) on a Business Day to be treated as having been received on that Business Day and to receive that day's unit price, if accepted. Any application received after 2:00pm (Australian EST) on a Business Day will generally be treated as having been received the following Business Day, and if accepted, will receive the unit price for the following Business Day.

The Responsible Entity is not responsible to an applicant for any loss resulting from the non-receipt or illegibility of any Application Form, or for any loss caused in respect of any action taken as a consequence of such instructions believed in good faith to have originated from properly authorised persons.

ETWSL reserves the right to refuse any application without giving a reason. If for any reason ETWSL refuses or is unable to process your application to invest in the Fund, ETWSL will return your application money to you, subject to regulatory considerations, less any taxes or bank fees in connection with the application. You will not be entitled to any interest on your application money in this circumstance.

Under the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 ("AML/CTF Act") applications made without providing all the information and supporting identification documentation requested on the Application Form cannot be processed until all the necessary information has been provided. As a result, delays in processing your application may occur.

COOLING OFF PERIOD

If you are a Retail Client who has invested directly in the Fund you may have a right to a 'cooling off' period in relation to an investment in the Fund within 14 days of the earlier of:

- confirmation of the investment being received; and
- the end of the fifth Business Day after the units are issued.

A Retail Client may exercise this right by notifying ETWSL in writing. A Retail Client is entitled to a refund of their investment adjusted for any increase or decrease in the relevant application price between the time we process your application and the time we receive the notification from you, as well as any other tax and other reasonable administrative expenses and transaction costs associated with the acquisition and termination of the investment.

The right of a Retail Client to cool off does not apply in certain limited situations, such as if the issue is made under a distribution reinvestment plan, switching facility or represents additional contributions required under an existing agreement. Also, the right to cool off does not apply to you if you choose to exercise your rights or powers as a unit holder in the Fund during the 14 day period. This could include selling part of your investment or switching it to another product.

If you are a Wholesale Client who has invested directly in the Fund, no cooling off period applies.

Indirect Investors should seek advice from their IDPS Operator as to whether cooling off rights apply to an investment in the Fund by the IDPS. The right to cool off in relation to the Fund is not directly available to an Indirect Investor. This is because an Indirect Investor does not acquire the rights of a unit holder in the Fund. Rather, an Indirect Investor directs the IDPS Operator to arrange for their monies to be invested in the Fund on their behalf. The terms and conditions of the IDPS Guide or similar type document will govern an Indirect Investor's investment in relation to the Fund and any rights an Indirect Investor may have in this regard.

MAKING A WITHDRAWAL

Investors in the Fund can withdraw their investment by mailing, faxing or emailing:

Equity Trustees Unit Registry
GPO Box 804
Melbourne VIC 3001

Email: equitytrustees_transactions@unitregistry.com.au
Fax: +61 3 9977 5871

All withdrawal requests must be signed by the investor(s). Withdrawal requests received by 2:00pm (Australian EST) on a Business Day will be processed that day, and will receive that day's unit price. Any withdrawal request received after that time will generally be treated as having been received the following Business Day, and will receive the unit price for the following Business Day.

The minimum withdrawal from the Fund is \$5,000 for Wholesale Class units and \$1,000 for Retail Class units.

ACCESS TO FUNDS

The Responsible Entity will aim to process withdrawal requests within 7 Business Days of receipt from the specified withdrawal request. However, you should be aware that the Fund's constitution allows up to 6 months from the date of receipt of a withdrawal request to pay the withdrawal proceeds (which may be extended by up to a further 6 months in certain circumstances outside the control of the Responsible Entity). The Responsible Entity reserves the right to increase or reduce the withdrawal periods for the Fund subject to the above extensions of time.

If you have invested indirectly in the Fund through an IDPS, you need to provide your withdrawal request directly to your IDPS Operator. The time to process a withdrawal request will depend on the particular IDPS Operator.

Where the Fund is not liquid (as defined in the Corporations Act) an investor does not have a right to withdraw from the Fund and can only withdraw where the Responsible Entity makes a withdrawal offer to investors in accordance with the Corporations Act. The Responsible Entity is not obliged to make such offers. The Fund will be liquid if at least 80% of the assets of the Fund are liquid assets. Broadly, liquid assets are money in an account or on deposit with a financial institution, bank accepted bills, marketable securities, other prescribed property and other assets that the Responsible Entity reasonably expects can be realised for their market value within the period specified in the Constitution for satisfying withdrawal requests while the Fund is liquid.

TERMS AND CONDITIONS FOR WITHDRAWALS

The Responsible Entity is not required to give effect to a withdrawal request in respect of the Fund if it is for less than the minimum withdrawal amount (noting that there are different minimum amounts for Wholesale Class units and Retail Class units). ETWSL has the right to fully withdraw an investor's investment in the Fund after giving the investor 30 days' notice,

where their holding falls below the relevant minimum balance amount. ETWSL will refuse to comply with any withdrawal request if the requesting party does not satisfactorily identify themselves as the investor. Withdrawal payments will not be made to third parties (including authorised nominees), and will only be paid directly to the investor's bank account held in the name of the investor at a branch of an Australian domiciled bank. By lodging a withdrawal request the investor releases, discharges and agrees to indemnify ETWSL from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from any such withdrawal request.

The investor also agrees that any payment made in accordance with a withdrawal request shall be a complete satisfaction of the obligations of ETWSL, notwithstanding any fact or circumstance including that the payment was made without the investor's knowledge or authority. The investor agrees that if the payment is made in accordance with a withdrawal request, the investor and any person claiming through or under them shall have no claim against ETWSL in relation to the payment.

DISTRIBUTIONS

A distribution comprises an investor's share of any distributable income earned by the relevant class in the Fund in which you have invested. An investor's share of any distributable income is generally based on the number of units held by the investor in the relevant class during the distribution period.

Generally, the income entitlements of unit holders are determined quarterly at the end of December, March, June and September and distributions are normally paid by the 15th day of the following month, although the distribution at the end of the financial year may take longer. While ETWSL proposes to calculate and pay Income Distributions quarterly, the Constitution only requires that a distribution be made once for a financial year.

If you are an investor in the Fund, you can:

- have your distribution reinvested back into the class in which you have invested; or
- have your distribution directly credited to your nominated bank account.

If you do not make an election, your Income Distribution will be reinvested automatically and will be taken to be received prior to the next valuation time after the relevant distribution period.

The Constitution provides for money payable to an investor to be reinvested where the Responsible Entity attempts to pay the money by electronic transfer and the electronic transfer fails on 3 occasions.

Indirect Investors should review their IDPS Guide for information on how and when they receive any income distribution.

VALUATION OF THE FUND

The NAV of each class is calculated at least every Business Day. The NAV of each class is calculated by deducting from the value of the gross assets of the relevant class the value of the liabilities of that class.

The application price of a unit in the Wholesale Class is based on the NAV of the Wholesale Class less accrued income divided by the number of Wholesale Class units on issue. The application price of a unit in the Retail Class is based on the NAV of the Retail Class less accrued income divided by the number of Retail Class units on issue.

The withdrawal price of a Wholesale Class unit in the Fund is generally based on the NAV of the Wholesale Class less accrued income divided by the number of Wholesale Class units

on issue. The withdrawal price of a Retail Class unit in the Fund is generally based on the NAV of the Retail Class less accrued income divided by the number of Retail Class units on issue.

The Responsible Entity can also make an allowance for transaction costs required for buying and selling investments in determining the application price and withdrawal price of a unit in the Fund. This allowance is known as a Buy/Sell Spread. The Responsible Entity does not currently impose a Buy/Sell Spread for either classes of the Fund.

Unit prices for the Fund are based on the value of investments in the Fund. Given the nature of the investments in the Fund, ETWSL expects that the unit price for each class is likely to be maintained at \$1.00 unless unexpected losses are incurred.

JOINT ACCOUNT OPERATION

For joint accounts, each signatory must sign withdrawal requests. Please ensure both signatories sign the declaration in the Application Form. Joint accounts will be held as joint tenants.

APPOINTMENT OF AUTHORISED NOMINEE TO OPERATE ACCOUNT

Investors may elect to appoint an authorised nominee to operate their account. The relevant sections on the Application Form need to be completed, including the name and signature of the authorised nominee, the signature of the investor and the date. Only investors can appoint authorised nominees. If you appoint an authorised nominee we suggest that you ensure that:

- they cannot appoint another nominee; and
- the appointment lasts until cancelled by you in writing or by the Responsible Entity.

If the Responsible Entity determines that the circumstances require, the Responsible Entity may cancel an appointment by

giving the investor 14 days' notice in writing. If an appointment is cancelled, the Responsible Entity will not be obliged to act on the instructions of the authorised nominee. If the instructions are varied, the Responsible Entity will act only in accordance with the varied instructions. By completing and lodging the relevant sections on authorised nominees on the Application Form you release, discharge and agree to indemnify the

Responsible Entity from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from the Responsible Entity acting on the instructions of your authorised nominee.

You also agree that any instructions of your authorised nominee to the Responsible Entity, which are followed by the Responsible Entity, shall be a complete satisfaction of the obligations of the Responsible Entity, notwithstanding any fact or circumstance, including that the instructions were made without your knowledge or authority. You agree that if the authorised nominee's instructions are followed by the Responsible Entity, you and any person claiming through or under you shall have no claim against the Responsible Entity in relation to the instructions.

An authorised nominee can, among other things:

- apply for additional investment units;
- request that distribution instructions be altered;
- change bank account details;
- withdraw all or part of your investment; and
- enquire as to the status of your investment and obtain copies of statements.

Withdrawal payments will not be made to third parties. If a company is appointed as an authorised nominee, the powers will extend to any director and authorised officer of the company. If a partnership, the powers will extend to all partners.

7. KEEPING TRACK OF YOUR INVESTMENT

COMPLAINTS RESOLUTION

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

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

We will acknowledge receipt of the complaint within 1 Business Day or as soon as possible after receiving the complaint. We will seek to resolve your complaint as soon as practicable but not more than 30 calendar days after receiving the complaint.

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

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

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

REPORTS

We will make the following statements available to all investors;

- A transaction confirmation statement, showing a change in your unit holding (provided when a transaction occurs or on request).
- The Fund's annual audited accounts for each period ended 30 June.
- Annual distribution, tax and confirmation of holdings statements for each period ended 30 June.
- Annual report detailing each of the following:
 - the actual allocation to each asset type;
 - the liquidity profile of the portfolio assets as at the end of the period;
 - the maturity profile of the liabilities as at the end of the period; and
 - the key service providers if they have changed since the latest report given to investors, including any change in their related party status.

The latest annual report will be available online from www.eqt.com.au.

The following information is available on the Responsible Entity's website and/or is disclosed monthly:

- the current total NAV of the Fund and the withdrawal value of a unit in each class of units as at the date the NAV was calculated;
- the monthly or annual investment returns over at least a five-year period (or, if the Fund has not been operating for five years, the returns since its inception);
- any change to key service providers if they have changed since last report given to investors;

- for each of the following matters since the last report on those matters:
 - the net return on the Fund's assets after fees, costs and taxes;
 - any material change in the Fund's risk profile;
 - any material change in the Fund's strategy; and
 - any change in the individuals playing a key role in investment decisions for the Fund.

The Responsible Entity will provide disclosure updates as required under RG 45. By applying to invest in the Fund, you agree that, to the extent permitted by law, any periodic information which is required to be given to you under the Corporations Act or ASIC policy can be given to you by making that information available on the Responsible Entity's website.

If and when the Fund has 100 or more direct investors, it will be classified by the Corporations Act as a 'disclosing entity'. As a disclosing entity the Fund will be subject to regular reporting and disclosure obligations. Investors would have a right to obtain a copy, free of charge, of any of the following documents:

- the most recent annual financial report lodged with ASIC ("Annual Report");
- any subsequent half yearly financial report lodged with ASIC after the lodgement of the Annual Report; and
- any continuous disclosure notices lodged with ASIC after the Annual Report but before the date of this PDS.

ETWSL will comply with any continuous disclosure obligation by lodging documents with ASIC as and when required.

Copies of these documents lodged with ASIC in relation to the Fund may be obtained through ASIC's website at www.asic.gov.au.

Please note that Indirect Investors who access the Fund through an IDPS will receive reports directly from the IDPS Operator and not from the Responsible Entity. However, ETWSL will be providing the reports described above to relevant IDPS Operators. Indirect Investors should refer to their IDPS Guide for information on the reports they will receive regarding their investment.

ONLINE ACCESS

You can view information about your investment in the Fund online through Investor Online access. To be able to use Investor Online Access, you must read the 'OneVue Fund Services Pty Limited Website Terms and Conditions', and you must accept the conditions of use in Section 12 of this PDS document. By completing the Application Form, you accept the terms and conditions for use of Investor Online access. This service is provided by the unit registrar (OneVue Fund Services Pty Limited).

Further information on gaining access to Investor Online access will be received upon confirmation of your initial investment.

ONLINE ACCOUNT ACCESS – FINANCIAL ADVISERS

We can provide your financial adviser online access to view your account should you wish to allow your adviser access to your online account. Please refer to the Application Form.

8. 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 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 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)** Moneysmart website (www.moneysmart.gov.au) has a managed funds 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 managed investment scheme 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. For Indirect Investors, the fees listed in the 'Fees and Other Costs' section of this PDS are in addition to any other fees and charges charged by your IDPS operator.

FEES AND COSTS SUMMARY

EQT MORTGAGE INCOME FUND		
Type of fee or cost	Amount	How and when paid
ONGOING ANNUAL FEES AND COSTS¹		
<i>Management fees and costs</i> The fees and costs for managing your investment ²	Retail Class = 1.07% of the NAV of the Class Wholesale Class = 0.85% of the NAV of the Class	The management fees component of management fees and costs are accrued daily and paid from a Fund monthly in arrears and reflected in the unit price. Otherwise, the fees and costs are variable and deducted and reflected in the unit price of the Fund as they are incurred.
<i>Performance fees</i> Amounts deducted from your investment in relation to the performance of the product	Not applicable	Not applicable
<i>Transaction costs</i> The costs incurred by the scheme when buying or selling assets	Retail Class = 0.00% of the NAV of the Class Wholesale Class = 0.00% of the NAV of the Class	Transaction costs are variable and deducted from a Fund as they are incurred and reflected in the unit price. They are disclosed net of amounts recovered by the buy-sell spread. Any transaction costs at the interposed vehicle level are reflected in the value of the Fund's investment in the relevant interposed vehicle, and therefore reflected in the unit price.
MEMBER ACTIVITY RELATED FEES AND COSTS (FEES FOR SERVICES OR WHEN YOUR MONEY MOVES IN OR OUT OF THE SCHEME)		
<i>Establishment fee</i> The fee to open your investment	Not applicable	Not applicable
<i>Contribution fee</i> The fee on each amount contributed to your investment	Not applicable	Not applicable

EQT MORTGAGE INCOME FUND

<i>Buy-sell spread</i> An amount deducted from your investment representing costs incurred in transactions by the scheme	nil upon entry and nil upon exit	These costs are an additional cost to the investor but are incorporated into the unit price and arise when investing application monies and funding withdrawals from the Fund and are not separately charged to the investor. The Buy Spread is paid into the Fund as part of an application and the Sell Spread is left in the Fund as part of a redemption.
<i>Withdrawal fee</i> The fee on each amount you take out of your investment	Not applicable	Not applicable
<i>Exit fee</i> The fee to close your investment	Not applicable	Not applicable
<i>Switching fee</i> The fee for changing investment options	Not applicable	Not applicable

¹ All fees quoted above are inclusive of Goods and Services Tax (GST) and net of any Reduced Input Tax Credits (RITC). See below for more details as to how the relevant fees and costs are calculated.

² The management fee component of management fees and costs can be negotiated. See "Differential fees" in the "Additional Explanation of Fees and Costs" below.

ADDITIONAL EXPLANATION OF FEES AND COSTS

Management fees and costs

The management fees and costs include amounts payable for administering and operating the Fund, investing the assets of the Fund, expenses and reimbursements in relation to the Fund and indirect costs if applicable.

Management fees and costs do not include performance fees or transaction costs, which are disclosed separately.

The management fees component of management fees and costs of 1.02% p.a. of the NAV of the Retail Class and 0.80% p.a. of the NAV of the Wholesale Class is payable to the Responsible Entity of the Fund for managing the assets and overseeing the operations of the Fund. The management fees component is accrued daily and paid from a Fund monthly in arrears and reflected in the unit price. As at the date of this PDS, the management fees component covers certain ordinary expenses such as Responsible Entity fees, investment management fees, custodian fees, and administration and audit fees.

The indirect costs and other expenses component of 0.05% p.a. of the NAV of the Retail Class and 0.05% p.a. of the NAV of the Wholesale Class may include other ordinary expenses of operating the Fund, as well as management fees and costs (if any) arising from interposed vehicles in or through which the Fund invests. The indirect costs and other expenses component is variable and reflected in the unit price of the Fund as the relevant fees and costs are incurred. They are borne by investors, but they are not paid to the Responsible Entity or Investment Manager. The indirect costs and other expenses component is based on the relevant costs incurred during the financial year ended 30 June 2021.

Actual indirect costs for the current and future years may differ. If in future there is an increase to indirect costs disclosed in this PDS, updates will be provided on Equity Trustees' website at www.eqt.com.au/insto where they are not otherwise required to be disclosed to investors under law.

Transaction costs

In managing the assets of the Fund, the Fund may incur transaction costs such as brokerage, buy-sell spreads in respect of the underlying investments of the Fund, settlement costs,

clearing costs and applicable stamp duty when assets are bought and sold. Transaction costs also include costs incurred by interposed vehicles in which the Fund invests (if any), that would have been transaction costs if they had been incurred by the Fund itself. Transaction costs are an additional cost to the investor where they are not recovered by the Buy/Sell Spread, and are generally incurred when the assets of the Fund are changed in connection with day-to-day trading or when there are applications or withdrawals which cause net cash flows into or out of the Fund.

The Buy/Sell Spread that is disclosed in the Fees and Costs Summary is a reasonable estimate of transaction costs that a Fund will incur when buying or selling assets of the Fund. These costs are an additional cost to the investor but are incorporated into the unit price and arise when investing application monies and funding withdrawals from a Fund and are not separately charged to the investor. The Buy Spread is paid into a Fund as part of an application and the Sell Spread is left in the Fund as part of a redemption and not paid to Equity Trustees or the Investment Manager. The Buy/Sell Spread is nil upon entry and nil upon exit. The dollar value of these costs based on an application or a withdrawal of each Class is \$0 for each individual transaction. The Buy/Sell Spread can be altered by the Responsible Entity at any time and www.eqt.com.au/insto will be updated as soon as practicable to reflect any change. The Responsible Entity may also waive the Buy/Sell Spread in part or in full at its discretion. The transaction costs figure in the Fees and Costs Summary is shown net of any amount recovered by the Buy/Sell Spread charged by the Responsible Entity.

Transaction costs generally arise through the day-to-day trading of a Fund's assets and are reflected in the Fund's unit price as an additional cost to the investor, as and when they are incurred.

The gross transaction costs for the Fund are 0.00% p.a. of the NAV of the Retail Class and 0.00% p.a. of the NAV of the Wholesale Class which are based on the relevant costs incurred during the financial year ended 30 June 2021.

However, actual transaction costs for future years may differ.

Can the fees change?

Yes, all fees can change without investor consent, subject to the maximum fee amounts specified in the Constitution. The current maximum management fee to which Equity Trustees is entitled is 5.00% of the NAV of a Fund. However, Equity

Trustees does not intend to charge that amount and will generally provide investors with at least 30 days' notice of any proposed increase to the management fees component of management fees and costs. In most circumstances, the Constitution defines the maximum level that can be charged for fees described in this PDS. Equity Trustees also has the right to recover all reasonable expenses incurred in relation to the proper performance of its duties in managing the Fund and as such these expenses may increase or decrease accordingly, without notice.

Payments to IDPS Operators

Subject to the law, annual payments may be made to some IDPS Operators because they offer the Fund on their investment menus. Product access is paid by the Investment Manager out of its investment management fee and is not an additional cost to the investor.

EXAMPLE OF ANNUAL FEES AND COSTS FOR AN INVESTMENT OPTION

This table gives an example of how the ongoing annual fees and costs in the investment option for this product 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.

EXAMPLE - EQT MORTGAGE INCOME FUND – RETAIL CLASS		
BALANCE OF \$50,000 WITH A CONTRIBUTION OF \$5,000 DURING THE YEAR		
Contribution Fees	Nil	For every additional \$5,000 you put in, you will be charged \$0
Plus Management fees and costs	1.07% p.a.	And, for every \$50,000 you have in the EQT Mortgage Income Fund – Retail Class you will be charged or have deducted from your investment \$535 each year
Plus Performance fees	Not applicable	And, you will be charged or have deducted from your investment \$0 in performance fees each year
Plus Transaction costs	0.00% p.a.	And, you will be charged or have deducted from your investment \$0 in transaction costs
Equals Cost of EQT Mortgage Income Fund – Retail Class		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: \$535* What it costs you will depend on the Class you choose and the fees you negotiate.

* Additional fees may apply. Please note that this example does not capture all the fees and costs that may apply to you such as the Buy/Sell Spread. This example assumes the \$5,000 contribution occurs at the end of the first year, therefore the fees and costs are calculated using the \$50,000 balance only.

Warning: If you have consulted a financial adviser, you may pay additional fees. You should refer to the Statement of Advice or Financial Services Guide provided by your financial adviser in which details of the fees are set out.

ASIC provides a fee calculator on www.moneysmart.gov.au, which you may use to calculate the effects of fees and costs on account balances.

The indirect costs and other expenses component of management fees and costs and transaction costs may also be based on estimates. As a result, the total fees and costs that you are charged may differ from the figures shown in the table.

Cost of product for 1 year

The cost of product gives a summary calculation about how ongoing annual fees and costs can affect your investment over a 1-year period for all investment options. It is calculated in the manner shown in the Example of annual fees and costs.

The cost of product assumes a balance of \$50,000 at the beginning of the year with a contribution of \$5,000 during the year. (Additional fees such as an establishment fee or an exit fee may apply: refer to the Fees and costs summary for the relevant option.)

You should use this figure to help compare this product with other products offered by managed investment schemes.

EQT MORTGAGE INCOME FUND – WHOLESALE CLASS	COST OF PRODUCT: \$425
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Differential fees

The Investment Manager may from time to time negotiate a different fee arrangement (by way of a rebate or waiver of fees) with certain investors who are Australian Wholesale Clients based on larger investment amounts. Please contact the Investment Manager on +613 8623 5000 for further information.

Taxation

Please refer to Section 10 of the Product Disclosure Statement for further information on taxation.

9. TAXATION

The following summary of taxation matters is a general guide that outlines the taxation implications applicable to the Fund and resident investors who are not considered to be trading in investments for tax purposes. The summary is based on the tax laws as at the date of this PDS. The tax laws are subject to continual change, and as the tax treatment applicable to particular investors may differ, it is recommended that all investors seek their own professional advice on the taxation implications before investing in the Fund.

TAXATION OF THE FUND

The Fund is a resident of Australia for tax purposes; therefore, the Fund is required to determine its net income (taxable income) for the year of income. Where the Fund realises a capital gain on the disposal of an asset, the Fund may be entitled to take into account the discount capital gain concessions in determining the amount of the net capital gain that is included in the Fund's net income. On the basis that investors are presently entitled (which is ETWSL's intention) to the net income of the Fund (including net taxable capital gains), pursuant to the existing income tax legislation, the Fund should not be subject to Australian income tax. In the case where a Fund makes a loss for tax purposes, the Fund cannot distribute the loss to investors. However, subject to the Fund meeting certain conditions, the Fund may be able to take into account the losses in subsequent years.

DISTRIBUTIONS

Generally, an investor's entitlement (share) to the net income of a Fund for a year of income, including amounts that are received in a subsequent year of income or which are reinvested, forms part of the investor's assessable income for that year.

If an investor's share of the net income of a Fund includes an amount that consists of discount capital gains derived by the Fund, the investor needs to first 'gross up' the discount capital gain (by the amount of any reduction in the capital gain that the Fund obtained). However, individual, trust, and complying superannuation fund investors may then be entitled, in determining the net capital gain that is to be included in their assessable income, to the discount capital gain concessions. Furthermore, investors may be able to offset certain other capital losses they may have against their share of the capital gains included in the net income of the Fund (after grossing up any discount capital gains).

IMPUTATION CREDITS AND FRANKED DIVIDENDS

Income Distributions from a Fund may include an entitlement to franked dividends. Generally, investors should include the franked dividends and the franking credits (imputation credits) they receive in their assessable income.

Certain additional requirements, including the 45-day holding period rule may need to be satisfied in order to obtain franking credits in relation to dividends. The investor's particular circumstances (and that of the relevant Fund) will be relevant to determine whether the investor is entitled to any franking

credits, in respect of the investor's share of the franked dividends. Any excess imputation credits may be refundable to some investors, such as individuals and complying superannuation funds.

NON-ASSESSABLE DISTRIBUTION PAYMENTS

Distributions of non-assessable amounts are generally not subject to tax. Examples of non-assessable amounts include distributions comprising amounts attributable to deductions for capital allowances. Although the receipt of non-assessable amounts is generally not subject to tax, the receipt of certain non-assessable amounts may have capital gains tax consequences. Broadly, the receipt of certain non-assessable amounts may reduce the cost base and reduced cost base of the investor's investment in a Fund. The impact of the reduction to the cost base and reduced cost base may result in either an increased capital gain or a reduced capital loss on the subsequent disposal of the investment in the Fund.

DISCOUNT CAPITAL GAIN CONCESSION

To the extent that the distributed non-assessable amounts consist of the discount capital gain concession, no adjustment to the cost base or reduced cost base of the underlying investment in the Fund should be required. However, investors that are companies and complying superannuation funds may not receive the full benefit of the discount capital gain concessions (whether distributed or not). This is because companies are not entitled to the discount concessions and the discount concession rate applying to complying superannuation funds is lower than that which apply to trusts and individuals.

DISPOSAL OF UNITS BY INVESTORS

Any taxable capital gain arising from the disposal of an investment in a Fund may form part of the investor's assessable income. Investors that are individuals, trusts, and complying superannuation funds may be eligible for the discount capital gain concession if their investment (units) has been held for 12 months or more and, the Fund and the investor satisfy certain other requirements.

TAX FILE NUMBERS ("TFN") AND AUSTRALIAN BUSINESS NUMBERS ("ABN")

It is not compulsory for an investor to quote their TFN or ABN. If an investor is making this investment in the course of a business or enterprise carried on by the investor, the investor may quote an ABN instead of a TFN. Failure by an investor to quote an ABN or TFN or claim an exemption may cause ETWSL to withhold tax at the top marginal rate plus the Medicare Levy, on gross payments including distributions of income to the investor. The investor may be able to claim a credit in the investors' tax return for any TFN/ABN tax withheld. By quoting their TFN or ABN, the investor authorises ETWSL to apply it in respect of all the investor's investments with ETWSL. If the investor does not want to quote their TFN or ABN for some investments, ETWSL should be advised.

10. OTHER IMPORTANT INFORMATION

INTEREST ON APPLICATION MONEY

The Fund will retain all interest earned on application money received.

NON-LISTING OF UNITS

The units in the Fund are not listed on any stock exchange and no application will be made to list the units in the Fund on any stock exchange.

TERMINATION OF THE FUND

The Responsible Entity may resolve at any time to terminate and liquidate the Fund (if it provides investors with notice) in accordance with the Constitution and the Corporations Act. Upon termination and after conversion of the assets of the Fund into cash and payment of, or provision for, all costs, expenses and liabilities (actual and anticipated), the net proceeds will be distributed pro-rata among all investors according to the aggregate of the withdrawal price for each of the units they hold in the Fund.

OUR LEGAL RELATIONSHIP WITH YOU

ETWSL's responsibilities and obligations, as the responsible entity of the Fund, are governed by the Constitution of the Fund, as well as the Corporations Act and trust law. The Constitution of the Fund contains a number of provisions relating to the rights, terms, conditions and obligations imposed on both ETWSL, as the responsible entity of the Fund, and investors.

A copy of the Constitution of the Fund is available, free of charge, on request from ETWSL.

The Fund is a 'common fund' under section 601SCA of the Corporations Act.

COMPLIANCE PLAN

ETWSL has prepared and lodged a compliance plan for the Fund with ASIC. The compliance plan describes the procedures used by ETWSL to comply with the Corporations Act and the Constitution of the Fund. Each year the compliance plan for the Fund is audited and the audit report is lodged with ASIC.

UNIT PRICING DISCRETIONS POLICY

ETWSL has developed a formal written policy in relation to the guidelines and relevant factors taken into account when exercising any discretion in calculating unit prices (including determining the value of assets and liabilities). A copy of the policy and, where applicable and to the extent required, any other relevant documents in relation to the policy (such as records of any discretions which are outside the scope of, or inconsistent with, the unit pricing policy) will be made available to investors free of charge on request.

INDEMNITY

ETWSL, as the responsible entity of the Fund, is indemnified out of the Fund against all liabilities incurred by it in properly performing or exercising any of its powers or duties in relation to the Fund. To the extent permitted by the Corporations Act, this indemnity includes any liability incurred as a result of any act or omission of a delegate or agent appointed by the Responsible Entity. ETWSL may retain or pay out from the assets of the Fund any sum necessary to affect such an indemnity.

PRIVACY

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

It is important to be aware that, in order to provide our products and services to you, ETWSL may need to collect personal information about you and any other individuals associated with the product or service offering. In addition to practical reasons, this is necessary to ensure compliance with our legal and regulatory obligations (including under the Corporations Act, the AML/CTF Act and taxation legislation). If you do not provide the information requested, we may not be able to process your application, administer, manage, invest, pay or transfer your investment(s).

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

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

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

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

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

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

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

ANTI-MONEY LAUNDERING AND COUNTER TERRORISM FINANCING (“AML/CTF”)

Australia’s AML/CTF laws require ETWSL to adopt and maintain a written AML/CTF Program. A fundamental part of the AML/CTF Program is that ETWSL must hold up-to-date information about investors (including beneficial owner information) in the Fund.

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

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

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

FOREIGN ACCOUNT TAX COMPLIANCE ACT (“FATCA”)

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

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

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

COMMON REPORTING STANDARD (“CRS”)

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

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

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

11. DIRECT DEBIT TERMS AND CONDITIONS

This is your Direct Debit Request Service Agreement with OneVue Fund Services Pty Ltd ABN 18 107 333 308 (User ID 411595).

It explains what your obligations are when undertaking a direct debit arrangement with us. It also details what our obligations are to you as your direct debit provider.

DEFINITIONS

Account means the account held at Your Financial Institution from which We are authorised to arrange for funds to be debited.

Agreement means this Direct Debit Request Service Agreement between You and Us.

Banking Day means a day other than a Saturday or a Sunday or a public holiday listed throughout Australia.

Debit Day means the day that payment by You to Us is due.

Debit Payment means a particular transaction where a debit is made.

Direct Debit Request means the direct debit request between Us and You as generated by selecting the direct debit option in the application form.

Us or We means OneVue Fund Services Pty Ltd ABN 18 107 333 308 (User ID 411595) which You have authorised by requesting a Direct Debit Request

You means the customer who has signed or authorised by other means the Direct Debit Request.

Your Financial Institution means the financial institution nominated by You on the Direct Debit Request at which the Account is maintained.

1. Debiting your Account

1.1 By selecting the direct debit option and completing the Direct Debit Request, or by providing Us with a valid instruction, You have authorised Us to arrange for funds to be debited from your Account. You should refer to the Direct Debit Request and this Agreement for the terms of the arrangement between Us and You.

1.2 We will only arrange for funds to be debited from your Account as authorised in the Direct Debit Request.

1.3 If the Debit Day falls on a day that is not a Banking Day, We may direct Your Financial Institution to debit your Account on the following Banking Day. If You are unsure about which day your Account has or will be debited You should ask Your Financial Institution.

2. Changes By Us

2.1 We may vary any details of this Agreement or a Direct Debit Request at any time by giving You at least fourteen (14) days written notice.

3. Changes by You

3.1 You may change*, stop or defer a Debit Payment, or terminate this Agreement by providing Us with at least fourteen (14) days notification by writing to:

Equity Trustees Registry Team
GPO Box 804
Melbourne Vic 3001

or

by telephoning Us on 1300 011 130 during business hours; or arranging it through your own financial institution, which is required to act promptly on your instructions.

* Note: in relation to the above reference to 'change', Your Financial Institution may 'change' your Debit Payment only to the extent of advising Us your new Account details.

4. Your obligations

4.1 It is your responsibility to ensure that there are sufficient cleared funds available in your Account to allow a Debit Payment to be made in accordance with the Direct Debit Request.

4.2 If there are insufficient cleared funds in your Account to meet a Debit Payment:

(a) You may be charged a fee and/or interest by Your Financial Institution;

(b) You may also incur fees or charges imposed or incurred by Us; and

(c) You must arrange for the Debit Payment to be made by another method or arrange for sufficient cleared funds to be in your Account by an agreed time so that We can process the Debit Payment.

4.3 You should check your Account statement to verify that the amounts debited from your Account are correct.

5. Dispute

5.1 If You believe that there has been an error in debiting your Account, You should notify Us directly on 1300 011 130 and confirm that notice in writing with Us as soon as possible so that We can resolve your query more quickly. Alternatively, You can take it up directly with Your Financial Institution.

5.2 If We conclude as a result of our investigations that your Account has been incorrectly debited We will respond to your query by arranging for Your Financial Institution to adjust your Account (including interest and charges) accordingly, We will also notify You in writing of the amount by which your Account has been adjusted.

5.3 If We conclude as a result of our investigations that your Account has not been incorrectly debited We will respond to your query by providing You with reasons and any evidence for this finding in writing.

6. Accounts

You should check:

(a) with Your Financial Institution whether direct debiting is available from your Account as direct debiting is not available on all accounts offered by financial institutions;

(b) your Account details which You have provided to Us are correct by checking them against a recent Account statement; and

(c) with Your Financial Institution before completing the Direct Debit Request if You have any queries about the Direct Debit Request.

7. Confidentiality

7.1 We will keep any information (including your Account details) in your Direct Debit Request confidential. We will make reasonable efforts to keep any such information that We have about You secure and to ensure that any of our employees or agents who have access to information about You do not make any unauthorised use, modification, reproduction or disclosure of that information.

7.2 We will only disclose information that We have about You:

(a) to the extent specifically required by law; or

(b) for the purposes of this Agreement (including disclosing information in connection with any query or claim).

12. ONLINE ACCESS

ONEVUE FUND SERVICES PTY LIMITED ("OFS") WEBSITE TERMS AND CONDITIONS

The Terms and Conditions set out below relate to the use by You of OFS Online Services, and will be automatically displayed when You first enter OFS Online Services or in the event that the Terms and Conditions are modified. Before accessing OFS Online Services for the first time, You must agree to be bound by these Terms and Conditions of use. Any subsequent use of OFS Online Services by You will also be subject to these Terms and Conditions (as amended).

These Terms and Conditions are available for review at all times on OFS Online Services by clicking on the link appearing at the bottom of the site.

THESE TERMS AND CONDITIONS ARE LEGALLY BINDING. PLEASE READ THEM CAREFULLY.

Definitions

In these Terms and Conditions, unless the context requires otherwise, terms defined in the *Corporations Act 2001* (Cth) have the same meaning given to those terms in that Act and the following terms have the meaning set out below.

Client means a person holding Products in a Fund on whose behalf a Representative is authorised to act.

Consequential Loss means in respect of a breach of these Terms and Conditions or other wrongful act or omission of OFS:

- any loss suffered by You or your Client which cannot reasonably be considered to arise naturally from and in the usual course of that breach of contract or other wrongful act or omission of OFS; and
- any and all loss of profit, loss of revenue, loss of goodwill, loss of opportunity and loss of savings and all consequential, special, indirect, exemplary or punitive loss suffered by You or your Client in relation to that breach of contract and other wrongful act or omission of OFS; whether arising in contract, tort (including negligence) or equity or under statute.

Fund means a managed investment scheme, unit trust, partnership or other entity (as the case may be), whether registered or unregistered and whether listed on the Australian Securities Exchange or not, where (and only where) the register of members for that scheme, trust, partnership or other entity is maintained by OFS.

OFS means OneVue Fund Services Pty Limited (ABN 18 107 333 308).

OFS Online Services means the internet website provided by OFS which enables You to access certain information in relation to your or your Client's holding of Products in a Fund, or the Fund generally, whether as:

- an investor through the use of the web portal known as 'Investor Online', 'Unit Holder Online', 'Investor Portal', 'Investor Web' or 'Donor Login';
- a financial adviser (or otherwise) through the use of the web portal known as 'Adviser Online', 'Advisor Portal' or 'Advisor Web'; or
- a responsible entity, trustee or fund manager (or otherwise) of a Fund through the use of the web portal usually known as 'Fund Manager Online'.

Product means a financial product which has been issued to You or your Client by a Fund.

Representative means a responsible entity or a trustee of a Fund and its authorised representatives, a manager of a Fund (where the manager is different to the responsible entity of the

Fund) and its authorised representatives, a representative of a dealer group authorised to distribute Products of a Fund or a financial Adviser authorised in writing to act on behalf of a Client.

You means a person holding Products in a Fund or a Representative (as the case may be).

General

Through OFS Online Services You will be able to see details of your, or your Client's, holdings of Products in a Fund.

The first time You access OFS Online Services You will be required to access the website using a User ID and a temporary password which will have been assigned and notified to You by OFS. After accessing OFS Online Services for the first time, You will be able to change your password. Your User ID and chosen password will then be used by You to gain access to OFS Online Services on an ongoing basis.

For Representatives associated with more than one Fund in circumstances where those Funds are managed by more than one manager, you will be assigned a different User ID and password in respect of each manager.

Your User ID and password must be kept confidential and should not be recorded in the same place as any other information relevant to your, or your Client's, holding in a Fund. Where You do disclose your User ID and/or password to another person then, to the extent permitted by law, OFS disclaims all liability for any loss or damage that You (or your Client, if applicable) may suffer as a result of that person accessing OFS Online Services and gaining access to your, or your Client's, information.

When you access OFS Online Services, You will be able to view certain information regarding your, or your Client's, holdings in a Fund, including:

- your, or your Client's, name, address and other relevant contact details;
- whether You have, or your Client has, provided a Tax File Number;
- how You have, or your Client has, nominated to receive distributions made by a Fund;
- where applicable, details of your or your Client's nominated default bank account;
- the number of Products You hold, or your Client holds, in a Fund, and the value of that investment; and
- to the extent possible, transactions undertaken in respect of your, or your Client's, holdings.

Except as described below, OFS Online Services is an enquiry only website. You may run reports in relation to your, or your Client's, holding in a Fund, and download certain information, but You will not be able to effect transactions (for example, transfers of Products) or change source information through the website.

If You use 'Investor Online', then You will be able to make changes through that web portal to certain static data relating to your holding in a Fund, namely your contact details (for example, your residential address and telephone number), Tax File Number and Australian Business Number (if applicable).

When you supply information through OFS Online Services, OFS will facilitate the recording of the information against the holding You have nominated. However, OFS does not guarantee that the tasks can be effected electronically. There will be a delay of at least one business day before any changes You make to information through OFS Online Services are processed, updated and visible on OFS Online Services.

Where You download information from OFS Online Services and You make, or another person makes, changes to that information then, to the extent permitted by law, OFS disclaims all liability for any loss or damage that You (or your Client, if applicable) may suffer as a result of that information being manipulated.

The information contained on OFS Online Services is not intended to be used as the basis for making any investment decision and must not be relied upon as investment advice. The information provided does not take into account the objectives, financial situation or needs of a particular investor and is not a sufficient basis on which to make an investment decision. Investors should seek financial, legal, tax or other advice from a qualified expert or financial adviser as necessary before making any investment decision.

Changing your details

If you want, or your Client wants, to change any details associated with your or your Client's holding of Products (for example, contact details) and those changes cannot be made through OFS Online Services, then they must be recorded on the appropriate hard copy form and sent by mail to OFS. You can obtain the required form by calling Customer Services.

Availability

OFS will use its reasonable endeavours to provide OFS Online Services in an uninterrupted manner. However, OFS reserves the right without notice to make any technical changes to OFS Online Services which it considers to be necessary or desirable, and will not be responsible in the event that any upgrade to OFS Online Services means that You are temporarily unable to access the website.

In addition, it is possible that OFS Online Services may be unavailable at any time without notice (for example, due to technological disruptions). OFS will not be liable in the event that OFS Online Services is not provided in a continuous and uninterrupted manner.

Where possible, OFS will seek to provide you with advance notice of any downtime that is to occur due to certain mechanical or software failures which may render OFS Online Services unavailable for a period of time. However, You acknowledge that they may not be able to do so.

Disclaimer

OFS has taken reasonable care in publishing the information available through OFS Online Services, but does not guarantee that the information is complete, accurate or current. In particular, OFS is not responsible for:

- the accuracy of the Product balance shown at the time of your enquiry - by way of example, there will be a time delay between You completing a transaction in respect of your, or your Client's, Products and the information being updated on the website;
- the accuracy of information provided by third parties; or
- the verification or updating of any information which has been provided by You - it is your sole responsibility to review the information supplied to ensure its accuracy and proper application.

To the maximum extent permitted by law, OFS as well as its related bodies corporate and their respective directors, officers and employees expressly disclaim and exclude all liability (including liability for negligence) and responsibility to any person (whether a reader of these Terms and Conditions or not) in respect of anything, and in respect of the consequences of anything, done or omitted to be done by any such person arising out of or in reliance (whether wholly or partly) on any use of the facilities made available through OFS Online Services,

including liability for any loss or damage which You or anyone else might suffer as a result of any incorrect, inaccurate or incomplete provision or recording of any information.

Notwithstanding any other provision of these Terms and Conditions, under no circumstances will OFS or any of its related bodies corporate be liable to You, or your Client, or to any other person for any Consequential Loss arising from any breach of a representation, any breach of implied term or any duty at common law or under any statute or express term of these Terms and Conditions.

Privacy - Collection and Disclosure Statement

Personal information is displayed on OFS Online Services, including your, or your Client's, address.

You have, or your Client has, previously been provided with a 'Collection and Disclosure Statement' by the Fund setting out among other things the basis on which personal information is collected by the Fund, the primary purposes for which that information will be used, the parties to whom the personal information may be disclosed and the manner in which You, or your Client, can gain access to the personal information held. Reference should be made to that 'Collection and Disclosure Statement' for full details.

Warranties, Confirmations and Undertakings

In accepting these Terms and Conditions You will be deemed to have given the following warranties, confirmations and undertakings.

1. When You use OFS Online Services to view your, or your Client's, Products in a Fund, You warrant that You are either the holder of those Products or that You have been duly authorised in writing by the holder of those Products to act on their behalf in using OFS Online Services.
2. When You use OFS Online Services in respect of a holding in a Fund that is in joint names, You warrant that You are:
 - one of the named joint holders and that You have obtained the consent of all of the other joint holders to act on their behalf in respect of the holding in using OFS Online Services; or
 - not one of the named joint holders, but You have been authorised by all of the joint holders to act on their behalf in respect of the holding in using OFS Online Services.
3. When You use OFS Online Services in respect of a holding in a Fund that is in the name of a company, You warrant that You have been duly authorised by the directors of that company to act on its behalf.

You agree to indemnify OFS against all liabilities (whether actual, contingent or prospective and whether liquidated or sounding only in damages), losses, damages, costs and expenses (including legal expenses on a full indemnity basis) of whatever description which it suffers or incurs by reason of a breach of any of the warranties set out above.

4. As a Representative, You confirm that you will maintain the confidentiality of personal information you are authorised to view on OFS Online Services.
5. You are solely responsible for the use You choose to make of the information available to You on OFS Online Services and any unauthorised use of that information undertaken by You or another person accessing OFS Online Services through your User ID and password, and You accept liability for all losses, damages, costs and other consequences resulting from your use of, or reliance on, information available to you on OFS Online Services.
6. You acknowledge that all intellectual property rights in OFS Online Services, including copyright, database rights and trademarks are the property of OFS, its related bodies corporate or third parties.

7. You have read and understood these Terms and Conditions and You agree to be bound by them.

Other Matters

Validity

In the event that any part of these Terms and Conditions is not legally enforceable, the remaining Terms and Conditions will not be affected and will remain valid and enforceable.

Governing Law

These Terms and Conditions will be governed by and construed in accordance with the law applicable in the State of Victoria, Australia. You agree that, in the event of a dispute, the courts of the State of Victoria, Australia will have jurisdiction.

Interpretation

Unless the context requires otherwise, in these Terms and Conditions:

- headings are for convenience only and do not affect interpretation;
- the singular includes the plural and vice versa;
- other grammatical forms of defined words or expressions have corresponding meanings;
- a reference to a 'person' includes partnerships, bodies corporate, associations, governments and governmental and local authorities and agencies; and
- a reference to the word 'including' or 'includes' is to be construed without limitation to the preceding words.

13. GLOSSARY

Application Form

The application form used by investors who wish to subscribe for units directly in the Fund (other than indirectly through an IDPS Operator) and attached to this PDS.

ASIC

Australian Securities and Investments Commission.

ASIC Benchmarks

The eight benchmarks developed by ASIC for unlisted mortgage schemes that are designed to improve disclosure and ASIC requires to be disclosed in this PDS.

Asset Class

A category of financial assets. The major asset classes are shares, property, fixed interest securities and cash.

Business Day

A day other than a Saturday or Sunday on which banks are open for general banking business in Melbourne.

Buy/Sell Spread

The Buy Spread is the difference between NAV per unit and the application price for units, whereas the Sell Spread is the difference between NAV per unit and the withdrawal price of units. Collectively this is known as the Buy/Sell Spread. The Buy/Sell Spread reflects the estimated transaction costs associated with buying and selling the assets of the Fund, when investors invest in or withdraw from the Fund.

Constitution

The constitution of the Fund describes the rights, responsibilities and beneficial interests of both investors and the Responsible Entity in relation to the Fund.

Corporations Act

The Corporations Act 2001 (Cth) and Corporations Regulations 2001 (Cth), as amended from time to time.

Derivative

A financial contract whose value is based on, or derived from, an Asset Class such as shares. Common derivatives include options, futures and forward exchange contracts.

First Ranking

A real estate loan with the right to payment in full before payments to other lenders or security holders are made.

GST

Goods and Services Tax.

IDPS

Investor Directed Portfolio Service or investor-directed portfolio-like managed investment scheme. An IDPS is generally the vehicle through which an investor purchases a range of underlying investment options from numerous investment managers, with the IDPS Operator providing the investor with consolidated and streamlined transaction statements and other reporting.

IDPS Guide

Investor Directed Portfolio Service guide

IDPS Operator

An entity that operates and offers an IDPS.

Income Distribution

The amount that is paid to unit holders after the end of a distribution period.

Indirect Investor

A person who invests indirectly in units in the Fund through an IDPS.

Loan-to-Value Ratio ("LVR")

The proportion of funds borrowed over the property valuation.

Net Asset Value ("NAV")

The value of assets of the Fund or a class of the Fund, less the value of the liabilities of the Fund or a class of the Fund, as the context requires.

RBA Cash Rate

The current official interest rate as set by the Reserve Bank of Australia ("RBA").

Retail Class units

EQT Mortgage Income Fund – Retail Class units

Retail Client

Persons or entities defined as retail clients under section 761G of the Corporations Act.

RITC

Reduced Input Tax Credit. Equity Trustees will apply for RITCs on behalf of the Fund, where applicable, to reduce the GST cost to the Fund.

US Person:

A person so classified under securities or tax law in the United States of America ("US") including, in broad terms, the following persons:

- (a) any citizen of, or natural person resident in, the US, its territories or possessions; or
- (b) any corporation or partnership organised or incorporated under any laws of or in the US or of any other jurisdiction if formed by a US Person (other than by accredited investors who are not natural persons, estates or trusts) principally for the purpose of investing in securities not registered under the US Securities Act of 1933; or
- (c) any agency or branch of a foreign entity located in the US; or
- (d) a pension plan primarily for US employees of a US Person; or
- (e) a US collective investment vehicle unless not offered to US Persons; or
- (f) any estate of which an executor or administrator is a US Person (unless an executor or administrator of the estate who is not a US Person has sole or substantial investment discretion over the assets of the estate and such estate is governed by non-US law) and all the estate income is non-US income not liable to US income tax; or
- (g) any trust of which any trustee is a US Person (unless a trustee who is a professional fiduciary is a US Person and a trustee who is not a US Person has sole or substantial investment discretion over the assets of the trust and no beneficiary (or settlor, if the trust is revocable) of the trust is a US Person); or
- (h) any discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary for the benefit or account of a US Person; or
- (i) any non-discretionary account or Similar account (other than an estate or trust) held by a dealer or other fiduciary organised, incorporated or (if an individual) resident in the US for the benefit or account of a US Person.

Wholesale Class units

EQT Mortgage Income Fund – Wholesale Class units

Wholesale Client

Persons or entities defined as wholesale clients under section 761G of the Corporations Act.



EQT FUNDS APPLICATION FORM

This application form accompanies the Product Disclosure Statement (PDS) Information Memorandum (IM) relating to units in the following products issued by Equity Trustees Wealth Services Limited (ABN 66 000 102 002, AFSL 244200). The PDS/IM contains information about investing in the Fund/Trust. You should read the PDS/IM in its entirety before applying.

- EQT Mortgage Income Fund – Wholesale Class
- EQT Mortgage Income Fund – Retail Class
- EQT Tax-Aware Diversified Fund
- EQT Tax-Aware Australian Equity Fund
- EQT Diversified Fixed Income Fund (Institutional Class)
- EQT Diversified Fixed Income Fund
- EQT Flagship Fund – Retail Class
- EQT Flagship Fund – Wholesale Class
- EQT Responsible Investment Global Share Fund

The law prohibits any person passing this Application Form on to another person unless it is accompanied by a complete PDS/IM.

- If completing by hand, use a black or blue pen and print within the boxes in BLOCK LETTERS, if you make a mistake, cross it out and initial. DO NOT use correction fluid
- The investor/s must complete and sign this form
- Keep a photocopy of your completed Application Form for your records

U.S. Persons – This offer is not open to any U.S. Person. Please refer to the PDS/IM for further information.

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

We are required to collect certain information to comply with FATCA and CRS, please ensure you complete section 2.

If investing with an authorised representative, agent or financial adviser

Please ensure you, your authorised representative, agent and/or financial adviser also complete Section 2.

Provide certified copies of your identification documents

Please refer to section 2 on AML/CTF Identity Verification Requirements.

Send your documents & make your payment

See section 2 for payment options and where to send your application form.

SECTION 1 – YOUR CONSUMER ATTRIBUTES

In relation to our Design and Distribution Obligations (DDO) under the Corporations Act, we seek the following information about your attributes as an investor (please tick only 1 box for each question below)

Further information in relation to these questions can be found in the Target Market Determination (TMD) for the Fund. If you wish to access the TMD, please visit <https://www.egt.com.au/insto/>

1. Have you received advice prior to applying to invest in the Fund?

- I We have received personal advice in relation to my investment in this Fund
- I We have received general advice in relation to my investment in this Fund
- I We have not received any advice in relation to my investment in this Fund

2. What is your primary investment objective(s)?

- Capital growth Capital preservation
- Capital guaranteed Income Distribution

3. Please select the intended use of this Fund in your investment portfolio

- Solution:Standalone – A large allocation 100% of portfolio
- Core component – A medium allocation 20% - 80% of portfolio
- Satellite:Small Allocation – A small allocation 2% of portfolio

4. Please select the Intended investment timeframe

- Short term 2 years Medium term 2 years
- Long term 3 years

5. What is your tolerance for risk?

- Low I We can tolerate up to 1 period of underperformance over 20 years Medium I We can tolerate up to 4 periods of underperformance over 20 years.
- High I We can tolerate up to 3 periods of underperformance over 20 years Very High I We can tolerate more than 4 periods of underperformance over 20 years

6. What do you anticipate your withdrawal needs may be?

- Daily Weekly
- Monthly Quarterly
- Annually or longer

Please note:

- Failure to complete the above questions may result in your application not being accepted
- Acceptance of your application should not be taken as a representation or confirmation that an investment in the Fund is, or is likely to be, consistent with your intentions, objectives and needs as indicated in your responses to these questions and
- For further information on the suitability of this product, please refer to your financial adviser and/or the TMD

SECTION 1.2 – ARE YOU AN EXISTING INVESTOR IN THE FUND/TRUST AND WISH TO ADD TO YOUR INVESTMENT?

Do you have an existing investment in the Fund/Trust and the information provided remains current and correct?

Yes, if you can tick both of the boxes below, complete Sections 2 and 4

We confirm there are no changes to our identification documents previously provided and that these remain current and valid.

We confirm there have been no changes to our FATCA or CRS status

Existing investor number

If there have been changes in your identification documents or FATCA/CRS status since your last application, please complete the full Application Form as indicated below.

No, please complete sections relevant to you as indicated below

Investor Type:

Individuals/Joint: complete section 2, 4, 5, 6 if applicable

Companies: complete section 2, 4, 5, 6 if applicable

Custodians on behalf of underlying clients: complete section 2, 4, 5, 6, 7, 8 if applicable

Trusts/superannuation funds:

- with an individual trustee – complete sections 2, 4, 5, 6 if applicable
- with a company as a trustee – complete sections 2, 4, 5, 6 if applicable

If you are an Association, Co-operative, Partnership, Government Body or other type of entity not listed above, please contact ETWSL.

SECTION 2 – INVESTMENT DETAILS

Investment to be held in the name of must include name of investor

Postal address

Suburb

State

Postcode

Country

Email address

Contact no.

Fund name	APIR Code	Min. Initial Investment	Application amount <input type="checkbox"/> AUD <input type="checkbox"/>	Distribution <input type="checkbox"/> indicated preference with an <input type="checkbox"/> <input type="checkbox"/> see below <input type="checkbox"/>		
				Reinvest	Cash	Pay income and reinvest capital gains
EQT Mortgage Income Fund – Wholesale Class	ETL0122A <input type="checkbox"/>	<input type="checkbox"/> 20,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
EQT Mortgage Income Fund – Retail Class	ETL <input type="checkbox"/> <input type="checkbox"/> 10A <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/> ,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
EQT Take Aware Diversified Fund	ETL010 <input type="checkbox"/> A <input type="checkbox"/>	<input type="checkbox"/> 10,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
EQT Take Aware Australian Equity Fund	ETL <input type="checkbox"/> 4 <input type="checkbox"/> <input type="checkbox"/> A <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/> ,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
EQT Diversified Fixed Income Fund Institutional Class <input type="checkbox"/>	ETL0421A <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/> 00,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
EQT Diversified Fixed Income Fund	ETL0420A <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/> ,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
EQT Flagship Fund – Retail Class	ETL00 <input type="checkbox"/> <input type="checkbox"/> A <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/> ,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
EQT Flagship Fund – Wholesale Class	ETL <input type="checkbox"/> 14 <input type="checkbox"/> A <input type="checkbox"/>	<input type="checkbox"/> 20,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
EQT Responsible Investment Global Share Fund	ETL010 <input type="checkbox"/> A <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/> ,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Distribution Instructions

If you do not select a distribution option, we will automatically reinvest your distribution. If you select cash, please ensure you provide your bank details below.

- Reinvest distributions** if you select this option your distribution will be reinvested in the Fund Trust
- Pay distributions to the bank** if you select this option your distribution will be paid to the bank account below
- Pay income to the bank account below and reinvest realised capital gains**

Investor bank details

For withdrawals and distributions if applicable these must match the investor(s)' name and must be an AUD denominated bank account with an Australian domiciled bank

Financial institution name and branch location

BSB number

Account number

Account name

Payment method

Direct credit – pay to

Financial institution name and branch location	National Australia Bank, 100 Bourke St, Melbourne, VIC, 3000
BSB number	014 001
Account number	214001
Account name	Equity Trustees Limited – Application A/C
Reference	Investor name

Direct debit – complete below

I/we request and authorise Fund Administrator Direct Debit User ID 411 to arrange, through its own financial institution, a debit to my/our nominated account any amount ETWSL has deemed payable by me/us. This debit or charge will be made through the Bulk Electronic Clearing System (“BECS”) from my/our account held at the financial institution I/we have nominated below and will be subject to the “Direct Debit terms and conditions” (contained in the PDS/IM).

Financial institution name and branch location

BSB number

--	--	--	--	--	--

Account number

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Account name

Acknowledgement

By signing and/or providing ETWSL with a valid instruction in respect to my/our direct debit request, I/we have understood and agreed to the terms and conditions governing the debit arrangements between me/us and ETWSL as set out in the “Direct Debit terms and conditions” (contained in the PDS/IM).

Signature – Investor 1

Date

<input style="width: 80%; height: 20px;" type="text"/>	<input style="width: 80%; height: 20px;" type="text"/>
--	--

Signature – Investor 2


Date

<input style="width: 80%; height: 20px;" type="text"/>	<input style="width: 80%; height: 20px;" type="text"/>
--	--

If signing for a company please include full name and capacity for signing (e.g. director)

BPAY telephone internet banking

Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account. More info www.bpay.com.au

Fund name	BPAY  biller code (see below) Reference no./Your Investor Account number
EQT Mortgage Income Fund – Wholesale Class	22204
EQT Mortgage Income Fund – Retail Class	22200
EQT Take-Aware Diversified Fund	22200
EQT Take-Aware Australian Equity Fund	0402
EQT Diversified Fixed Income Fund – Institutional Class	22200
EQT Diversified Fixed Income Fund	22240
EQT Flagship Fund – Retail Class	22204
EQT Flagship Fund – Wholesale Class	22200
EQT Responsible Investment Global Share Fund	22221

Please note if you are investing in more than one Fund, you will need to make separate payments for each Fund.

Registered to BPAY Pty Ltd AB 0001001001

Source of investment

Please indicate the source of the investment amount (e.g. retirement savings, employment income)

Send your completed Application Form to:

Equity Trustees Registry Team
 GPO Box 04
 Melbourne VIC 001
 Or emailed to equitytrustees@transactions.unitregistry.com.au
 Or faxed to 001 0000 001

Please ensure you have completed all relevant sections and signed the Application Form

SECTION 3 – INVESTOR DETAILS – INDIVIDUALS/JOINT

Please complete if you are investing individually, jointly or you are an individual or joint trustee.

See Group A AML/CTF Identity Verification Requirements in Section 9

Investor 1

Title	First name(s)	Surname
<input type="text"/>	<input type="text"/>	<input type="text"/>

Residential address not a PO Box RMB Locked Bag

Suburb	State	Postcode	Country
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Email address (Statements will be sent to this address, unless you elect otherwise in Section 9)

Contact no.

Date of birth (DD/MM/YYYY)

<input type="text"/>	<input type="text"/>	<input type="text"/>	Tax File Number or exemption code
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Country of birth	Occupation
<input type="text"/>	<input type="text"/>

Does the investor named above hold a prominent public position or function in a government body (local, state, territory, national or foreign) or in an international organisation or are you an immediate family member or a business associate of such a person?

No Yes, please give details

Investor 2

Title	First name(s)	Surname
<input type="text"/>	<input type="text"/>	<input type="text"/>

Residential address not a PO Box RMB Locked Bag

Suburb	State	Postcode	Country
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Email address (Statements will be sent to this address, unless you elect otherwise in Section 9)

Contact no.

Date of birth (DD/MM/YYYY)

<input type="text"/>	<input type="text"/>	<input type="text"/>	Tax File Number or exemption code
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Country of birth	Occupation
<input type="text"/>	<input type="text"/>

If there are more than 2 registered owners, please provide details as an attachment.

Does the investor named above hold a prominent public position or function in a government body (local, state, territory, national or foreign) or in an international organisation or are you an immediate family member or a business associate of such a person?

No Yes, please give details

SECTION 4 – INVESTOR DETAILS – COMPANIES/CORPORATE TRUSTEE

Please complete if you are investing for a company or where the company is acting as trustee.

See Group B AML/CTF Identity Verification Requirements in Section 9

Full company name (as registered with ASIC or relevant foreign registered body)

Registered office address (not a PO Box/RMB/Locked Bag)

Suburb

State

Postcode

Country

Australian Company Number

Tax File Number – or exemption code

Australian Business Number (if registered in Australia) or equivalent foreign company identifier

Contact Person

Title

First name

Surname

Email address

(Statements will be sent to this address, unless you elect otherwise in Section)

Contact no.

Principal place of business: If the principal place of business is the same as the registered office street address, state 'As above' below. Otherwise provide address details. For foreign companies registered with ASIC please provide a local agent name and address if you do not have a principal place of business in Australia.

Principal Place of Business Address (not a PO Box/RMB/Locked Bag)

Suburb

State

Postcode

Country

Registration details

Name of regulatory body

Identification number (e.g. ARB)

Controlling Persons, Directors and Beneficial Owners

All beneficial owners who own, hold or control either directly or indirectly 2% or more of the issued capital of a proprietary or private company that is not regulated i.e. does not have an AFSL or ACL etc., will need to provide Group A AML/CTF Identity Verification Requirements specified in Section . In the case of an unregulated public company not listed on a securities exchange, provide the details of the senior managing official(s) as controlling person(s) (e.g. managing director, senior executive etc. who is/are authorised to sign on the company's behalf, and make policy, operational and financial decisions) in the following sections. All proprietary and private companies, whether regulated or unregulated, must provide the names of all of the directors.

Names of the Directors of a Proprietary or Private Company whether regulated or unregulated

1	2
<input type="checkbox"/>	4

If there are more than 4 directors, please write the other names below.

Names of the Beneficial Owners or Senior Managing Official(s)

Select:

- Beneficial owner 1 of an unregulated proprietary or private company OR
- Senior Managing Official of an unregulated, unlisted, public (e.g. Limited) company

Title First name Surname

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Residential address not a PO Box RMB Locked Bag

Suburb	State	Postcode	Country

Date of birth (DD/MM/YYYY)

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Does the beneficial owner named above hold a prominent public position or function in a government body (local, state, territory, national or foreign) or in an international organisation or are you an immediate family member or a business associate of such a person

- No
- Yes, please give details

Select:

- Beneficial owner 2 of an unregulated proprietary or private company OR
- Senior Managing Official of an unregulated, unlisted, public (e.g. Limited) company

Title First name Surname

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Residential address not a PO Box RMB Locked Bag

Suburb	State	Postcode	Country

Date of birth (DD/MM/YYYY)

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Does the beneficial owner named above hold a prominent public position or function in a government body (local, state, territory, national or foreign) or in an international organisation or are you an immediate family member or a business associate of such a person

- No
- Yes, please give details

If there are more than 2 beneficial owners or managing officials, please copy and complete this page for the other persons or alternatively, provide the additional details as an attachment.

SECTION 5 – INVESTOR DETAILS – TRUSTS/SUPERANNUATION FUNDS

Please complete if you are investing for a trust or superannuation fund.

See Group C AML/CTF Identity Verification Requirements in section 9

Full name of trust or superannuation fund

Full name of business if any

Country where established

Australian Business number if obtained

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Tax File number – or e exemption code

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Trustee details – How many trustees are there

- Individual trustee(s)** – complete Section – Investor details – Individuals Joint
- Company trustee(s)** – complete Section 4 – Investor details – Companies Corporate Trustee
- Combination** – trustee to complete each relevant section

Type of Trust

- Registered Managed Investment Scheme**

Australian Registered Scheme number ARS

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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- Regulated Trust** including self managed superannuation funds and registered charities that are trusts

Name of Regulator e.g. ASIC, APRA, ATO, AC C

Registration licence details or AB

- Other Trust** unregulated

Please describe

Beneficiaries of an unregulated trust

Please provide details below of any beneficiaries who directly or indirectly are entitled to an interest of 2 or more of the trust.

1	2
<input type="text"/>	4

If there are no beneficiaries of the trust, describe the class of beneficiary e.g. the name of the family group, class of unit holders, the charitable purpose or charity name

Other Trust UnregulatedContinued

Settlor details

Please provide the full name and last known address of the settlor of the trust where the initial asset contribution to the trust was greater than \$10,000.

- This information is not required if the initial asset contribution was less than \$10,000, and/or
- This information is not required if the settlor is deceased

Settlor's full name and last known address

Beneficial owners of an unregulated trust

Please provide details below of any beneficial owner of the trust. A beneficial owner is any individual who directly or indirectly has a 25% or greater interest in the trust or is a person who exerts control over the trust. This includes the appointer of the trust who holds the power to appoint or remove the trustees of the trust.

All beneficial owners will need to provide Group A AML/CTF Identity Verification Requirements in Section 9

Beneficial owner 1 or Controlling Person 1

Select

Beneficial owner 1 OR

Controlling Person – What is the role e.g. Appointer

Title

First name

Surname

Residential address not a PO Box RMB Locked Bag

Suburb

State

Postcode

Country

Date of birth DDMMYYYY

Does the beneficial owner named above hold a prominent public position or function in a government body (local, state, territory, national or foreign) or in an international organisation or are you an immediate family member or a business associate of such a person

No

Yes, please give details

Beneficial owner 2 or Controlling Person 2

Select

Beneficial owner 2 OR

Controlling Person – What is the role e.g. Appointer

Title

First name

Surname

Residential address not a PO Box RMB Locked Bag

Suburb

State

Postcode

Country

Date of birth DDMMYYYY

Does the beneficial owner named above hold a prominent public position or function in a government body (local, state, territory, national or foreign) or in an international organisation or are you an immediate family member or a business associate of such a person?

No Yes, please give details

If there are more than 2 beneficial owners or controlling persons, please copy and complete this page for the other persons or alternatively, provide the additional details as an attachment.

SECTION 5.1 – CUSTODIAN ATTESTATION: CHAPTER 4, PARTS 4.4.18 AND 4.4.19 OF THE AML/CTF RULES

If you are a Company completing this Application Form on behalf of an individual, another company, a trust or other entity, in a Custodial capacity, please complete this section.

In accordance with Chapter 4, part 4.4.1 of the AML/CTF Rules, does the Custodian meet the definition (see 'Section 10 – Glossary') of a Custodian?

No Yes

In accordance with Chapter 4, part 4.4.1 of the AML/CTF Rules, do you, in your capacity as Custodian attest that prior to requesting this designated service from ETWSL, it has carried out and will continue to carry out, all applicable customer identification procedures on the underlying account holder named or to be named in the Fund's register, including conducting ongoing customer due diligence requirements in accordance with Chapter 1 of the AML/CTF Rules?

No Yes

If you answered YES to all of the above questions, then ETWSL is able to apply the Chapter 4, part 4.4 Custodian rules to this account and will rely upon the customer due diligence conducted by the Custodian on the underlying account holder named or to be named in the Fund's register.

If requested to do so at any time after the provision of this designated service, the Custodian agrees to honour any reasonable request made by ETWSL for information or evidence about the underlying account holder in order to allow ETWSL to meet its obligations under the AML/CTF Act.

No Yes

Excepting the below circumstances where the custodian answered NO or did not complete any of the above questions, no other information about the underlying account holder is required to be collected. However, further information about you as the Custodian and as a company is required to be collected and verified as required by the AML/CTF rules. Please complete the rest of this form for the Custodian.

Excepting circumstances:

If you answered NO or did not complete any of the above questions, then we are unable to apply the Chapter 4, part 4.4 Custodian rules to this application. We are therefore obligated to conduct full Know Your Client procedures on the underlying account holder named or to be named in the Fund's register including any named nominee, as well as the trustees, beneficial owners and controlling persons of the underlying named account in addition to the Custodian. Therefore, please complete the relevant forms and provide identity documents for all parties connected to this account.

SECTION 6 – AUTHORISED REPRESENTATIVE, AGENT AND/OR FINANCIAL ADVISER

Please complete if you are appointing an authorised representative, agent and/or financial adviser.

See Group D AML/CTF Identity Verification Requirements in Section 9

- I am an **authorised representative or agent** as nominated by the investor

You must attach a valid authority such as Power of Attorney, guardianship order, grant of probate, appointment of bankruptcy etc. that is a certified copy. The document must be current and complete, signed by the investor or a court official and permits the authorised representative or agent to transact on behalf of the investor.

Full name of authorised representative or agent

Role held with investor

Signature

Date

- I am a **financial adviser** as nominated by the investor

Name of adviser

AFSL number

Dealer group

Name of advisory firm

Postage address

Suburb

State

Postcode

Country

Email address

Contact no.

Financial Advice (only complete if applicable)

- The investor has received personal financial product advice in relation to this investment from a licensed financial adviser and that advice is current.

Financial Adviser Declaration

- I/We hereby declare that I/we are not a S Person as defined in the PDS M.
- I/We hereby declare that the investor is not a S Person as defined in the PDS M.
- I/We have attached the relevant CIP documents

Signature

Date

Access to information

Unless you elect otherwise, your authorised representative, agent and/or financial adviser will also be provided access to your investment information and/or receive copies of statements and transaction confirmations. By appointing an authorised representative, agent and/or financial adviser you acknowledge that you have read and agreed to the terms and conditions in the PDS/IM relating to such appointment.

- Please tick this box if you DO NOT want your authorised representative, agent and/or financial adviser to have access to information about your investment.
- Please tick this box if you DO NOT want copies of statements and transaction confirmations sent to your authorised representative, agent and/or financial adviser.
- Please tick this box if you want statements and transaction confirmations sent ONLY to your authorised representative, agent and/or financial adviser.

SECTION 7 – FOREIGN ACCOUNT TAX COMPLIANCE ACT (FATCA), COMMON REPORTING STANDARD (CRS) SELF-CERTIFICATION FORM – ALL INVESTORS MUST COMPLETE

Sub-Section I – Individuals

Please fill this Sub-Section I only if you are an individual. If you are an entity, please fill Sub-Section II.

1. Are you a US tax resident (e.g. US citizen or US resident)?

- Yes provide your S Tax payer Identification number TI and continue to question 2

Investor 1

Investor 2

- No continue to question 2

2. Are you a tax resident of any other country outside of Australia?

- Yes state each country and provide your TI or equivalent or Reason Code if no TI is provided for each jurisdiction below and skip to question 12

Investor 1

Country <input type="checkbox"/> jurisdiction of tax residence	TI <input type="checkbox"/>	If no TI <input type="checkbox"/> available enter Reason A, B or C
1		
2		

Investor 2

Country <input type="checkbox"/> jurisdiction of tax residence	TI <input type="checkbox"/>	If no TI <input type="checkbox"/> available enter Reason A, B or C
1		
2		

If more space is needed please provide details as an attachment.

- No skip to question 12

Reason Code:

If TI or equivalent is not provided, please provide reason from the following options

- Reason A The country jurisdiction where the investor is resident does not issue TI s to its residents.
- Reason B The investor is otherwise unable to obtain a TI or equivalent number Please explain why the investor is unable to obtain a TI in the below table if you have selected this reason
- Reason C No TI is required. Note. Only select this reason if the domestic law of the relevant jurisdiction does not require the collection of the TI issued by such jurisdiction

If Reason B has been selected above, explain why you are not required to obtain a TI

	Reason B <input type="checkbox"/> explanation
Investor 1	
Investor 2	

Sub-Section II – Entities

Please fill this Sub-Section II only if you are an entity. If you are an individual, please fill Sub-Section I.

3. Are you an Australian complying superannuation fund?

- Yes skip to question 12
- No continue to question 4

FATCA

4. Are you a US Person?

- Yes continue to question 6
- No skip to question 6

5. Are you a Specified US Person?

- Yes provide your TIN below and skip to question 6
- No indicate exemption type and skip to question 6

6. Are you a Financial Institution for the purposes of FATCA?

- Yes provide your Global Intermediary Identification Number (GIIN)

If you do not have a GIIN, please provide your FATCA status below and then continue to question 6. If you are a sponsored entity, please provide your GIIN above and your sponsor's details below and then continue to question 6.

- Exempt Beneficial Owner, provide type below
- Deemed-Compliant FFI (other than a Sponsored Investment Entity or a Trustee Documented Trust)
 provide type below
- Non-Participating FFI, provide type below
- Sponsored Entity. Please provide the Sponsoring Entity's name and GIIN:
- Trustee Documented Trust. Please provide your Trustee's name and GIIN
- Other, provide details
- No continue to question 6

CRS

7. Are you a tax resident of any country outside of Australia and the US?

Yes state each country and provide your TIN or equivalent or Reason Code if no TIN is provided for each jurisdiction below and continue to question

Investor 1

Country/jurisdiction of tax residence	TIN	If no TIN available enter Reason A, B or C
1		
2		

Investor 2

Country/jurisdiction of tax residence	TIN	If no TIN available enter Reason A, B or C
1		
2		

If more space is needed please provide details as an attachment.

Reason Code:

If TIN or equivalent is not provided, please provide reason from the following options

- Reason A The country/jurisdiction where the investor is resident does not issue TINs to its residents.
- Reason B The investor is otherwise unable to obtain a TIN or equivalent number Please explain why the investor is unable to obtain a TIN in the below table if you have selected this reason
- Reason C No TIN is required. Note. Only select this reason if the domestic law of the relevant jurisdiction does not require the collection of the TIN issued by such jurisdiction

If Reason B has been selected above, explain why you are not required to obtain a TIN

	Reason B explanation
Investor 1	
Investor 2	

continue to question

8. Are you a Financial Institution for the purpose of CRS?

Yes specify the type of Financial Institution below and continue to question

- Reporting Financial Institution
- Non-Reporting Financial Institution
- Trustee Documented Trust
- Other please specify

skip to question 10

9. Are you an investment entity resident in a non-participating jurisdiction for CRS purposes and managed by another financial institution?

Yes skip to question 11

skip to question 12

Non-Financial Entities

10. Are you an Active Non-Financial Entity (Active NFE)?

- Yes specify the type of Active NFE below and skip to question 12
- Less than 50% of the entity's gross income from the preceding calendar year is passive income (e.g. dividends, distribution, interests, royalties and rental income) and less than 10% of its assets during the preceding calendar year are assets held for the production of passive income
 - Corporation that is regularly traded or a related entity of a regularly traded corporation

Provide name of Listed Entity

and exchange on which traded
 - Governmental Entity, International Organisation or Central Bank
 - Other please specify
- No you are a Passive Non-Financial Entity Passive NFE Continue to question 11

Controlling Persons

11. Does one or more of the following apply to you:

- Is any natural person that exercises control over you (for corporations, this would include directors or beneficial owners who ultimately own 25% or more of the share capital) a tax resident of any country outside of Australia
 - If you are a trust, is any natural person including trustee, protector, beneficiary, settlor or any other natural person exercising ultimate effective control over the trust a tax resident of any country outside of Australia
 - Where no natural person is identified as exercising control of the entity, the controlling person will be the natural person who holds the position of senior managing official.
- Yes. provide controlling person information below

Controlling person 1

Title First name Surname

Residential address (not a PO Box, RMB, Locked Bag)

Suburb State Postcode Country

Date of birth (DD/MM/YYYY)

Country/Jurisdiction of tax residence	TIN	If no TIN available enter Reason A, B or C
1		
2		

Controlling person 2

Title First name Surname

Residential address (not a PO Box/RMB/Locked Bag)

Suburb State Postcode Country

Date of birth (DD/MM/YYYY)

Country/Jurisdiction of tax residence	TIN	If no TIN available enter Reason A, B or C
1		
2		

If there are more than 2 controlling persons, please provide details as an attachment.

Reason Code:

If TIN or equivalent is not provided, please provide reason from the following options

- Reason A: The country/Jurisdiction where the investor is resident does not issue TINs to its residents.
- Reason B: The investor is otherwise unable to obtain a TIN or equivalent number. Please explain why the investor is unable to obtain a TIN in the below table if you have selected this reason.
- Reason C: No TIN is required. Note: Only select this reason if the domestic law of the relevant Jurisdiction does not require the collection of the TIN issued by such Jurisdiction.

If Reason B has been selected above, explain why you are not required to obtain a TIN

	Reason B explanation
Investor 1	
Investor 2	

Go to continue to question 12

12. Signature and Declaration – ALL investors must sign

- I undertake to provide a suitably updated self-certification within 30 days of any change in circumstances which causes the information contained herein to become incorrect.
- I declare the information above to be true and correct.

Investor 1

Name of individual/entity

Name of authorised representative

Signature

Date

Investor 2

Name of individual/entity

Name of authorised representative

Signature

Date

SECTION 8 – DECLARATIONS – ALL INVESTORS MUST COMPLETE

In most cases the information that you provide in this form will satisfy the AML/CTF Act, the US Foreign Account Tax Compliance Act (FATCA) and the Common Reporting Standard (CRS). However, in some instances the Responsible Entity may contact you to request further information. It may also be necessary for the Responsible Entity to collect information (including sensitive information) about you from third parties in order to meet its obligations under the AML/CTF Act, FATCA and CRS.

When you complete this Application Form you make the following declarations:

- I/We have received the PDS/IM and made this application in Australia and/or New Zealand for those offers made in New Zealand.
- I/We have read the PDS/IM to which this Application Form applies and agree to be bound by the terms and conditions of the PDS/IM and the Constitution of the relevant Fund/Trust in which I/We have chosen to invest.
- I/We have carefully considered the features of Fund/Trust as described in the PDS (including its investment objectives, minimum suggested investment timeframe, risk level, withdrawal arrangements and investor suitability) and, after obtaining any financial and/or tax advice that I/We deemed appropriate, am/are satisfied that my/our proposed investment in the Fund/Trust is consistent with my/our investment objectives, financial circumstances and needs.
- I/We have considered our personal circumstances and, where appropriate, obtained investment and/or tax advice.
- I/We hereby declare that I/We are not a US Person as defined in the PDS/IM.
- I/We acknowledge that if a natural person I am/We are 18 years of age or over and I am/We are eligible to hold units in the Fund/Trust in which I/We have chosen to invest.
- I/We acknowledge and agree that ETWSL has outlined in the PDS/IM provided to me/us how and where I/We can obtain a copy of the ETWSL Group Privacy Statement.
- I/We consent to the transfer of any of my/our personal information to external third parties including but not limited to fund administrators, fund investment managers and related bodies corporate who are located outside Australia for the purpose of administering the products and services for which I/We have engaged the services of ETWSL or its related bodies corporate and to foreign government agencies for reporting purposes (if necessary).
- I/We hereby confirm that the personal information that I/We have provided to ETWSL is correct and current in every detail, and should these details change, I/We shall promptly advise ETWSL in writing of the change(s).
- I/We agree to provide further information or personal details to the Responsible Entity if required to meet its obligations under anti-money laundering and counter-terrorism legislation, US tax legislation or reporting legislation and acknowledge that processing of my/our application may be delayed and will be processed at the unit price applicable for the Business Day as at which all required information has been received and verified.
- If I/We have provided an email address, I/We consent to receive ongoing investor information including PDS/IM information, confirmations of transactions and additional information as applicable via email.
- I/We acknowledge that ETWSL does not guarantee the repayment of capital or the performance of the Fund/Trust or any particular rate of return from the Fund/Trust.
- I/We acknowledge that an investment in the Fund/Trust is not a deposit with or liability of ETWSL and is subject to investment risk including possible delays in repayment and loss of income or capital invested.
- I/We acknowledge that ETWSL is not responsible for the delays in receipt of monies caused by the postal service or the investor's bank.
- If I/We lodge a fax application request, I/We acknowledge and agree to release, discharge and agree to indemnify ETWSL from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from any fax application.
- If I/We have completed and lodged the relevant sections on authorised representatives, agents and/or financial advisers on the Application Form then I/We agree to release, discharge and indemnify ETWSL from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from ETWSL acting on the instructions of my/our authorised representatives, agents and/or financial advisers.
- If this is a joint application each of us agrees that our investment is held as joint tenants.
- I/We acknowledge and agree that where the Responsible Entity, in its sole discretion, determines that
 - I/We are ineligible to hold units in a Fund/Trust or have provided misleading information in my/our Application Form or
 - I/We owe any amounts to ETWSL, then I/We appoint the Responsible Entity as my/our agent to submit a withdrawal request on my/our behalf in respect of all or part of my/our units, as the case requires, in the Fund/Trust.
- **For Wholesale Clients*** – I/We acknowledge that I am/We are a Wholesale Client (as defined in Section 11G of the Corporations Act 2001 (Cth)) and are therefore eligible to hold units in the Fund/Trust.
- **For New Zealand applicants*** – I/We have read the terms of the offer relating to New Zealand investors, including the New Zealand warning statement.
- **For New Zealand Wholesale Investors*** – I/We acknowledge and agree that
 - I/We have read the “New Zealand Wholesale Investor Fact Sheet” and PDS/IM or “New Zealand Investors: Selling Restriction” for the Fund/Trust;
 - I am/We are a Wholesale Investor and am/are therefore eligible to hold units in the Fund/Trust and
 - I/We have not

- Offered, sold, or transferred, and will not offer, sell, or transfer, directly or indirectly, any units in the FundTrust
 - Granted, issued, or transferred, and will not grant, issue, or transfer, any interests in or options over, directly or indirectly, any units in the FundTrustand
 - Distributed and will not distribute, directly or indirectly, the PDSIM or any other offering materials or advertisement in relation to any offer of units in the FundTrust, in each case in New Zealand, other than to a person who is a Wholesale Investorand
- IWe will notify ETWSL if Iwe cease to be a Wholesale Investorand
 - IWe have separately provided a signed Wholesale Investor Certification located at the end of this Application Form.

All references to Wholesale Investor in this Declaration are a reference to Wholesale Investor in terms of clause 2 of Schedule 1 of the Financial Markets Conduct Act 2013 New Zealand

Disregard if not applicable.

***Terms and conditions for collection of Tax File Numbers (TFN) and Australian Business Numbers (ABN)**

Collection of TFN and ABN information is authorised and its use and disclosure strictly regulated by tax laws and the Privacy Act. Investors must only provide an ABN instead of a TFN when the investment is made in the course of their enterprise. You are not obliged to provide either your TFN or ABN, but if you do not provide either or claim an exemption, we are required to deduct tax from your distribution at the highest marginal tax rate plus Medicare levy to meet Australian taxation law requirements.

For more information about the use of TFNs for investments, contact the enquiries section of your local branch of the ATO. Once provided, your TFN will be applied automatically to any future investments in the FundTrust where formal application procedures are not required (e.g. distribution reinvestments) unless you indicate, at any time, that you do not wish to quote a TFN for a particular investment. Exempt investors should attach a copy of the certificate of exemption. For super funds or trusts list only the applicable ABN or TFN for the super fund or trust.

When you sign this Application Form you declare that you have read, agree to and make the declarations above

Investor 1

Name of individual entity

Capacity (e.g. Director, Secretary, Authorised signatory)

Signature

Date

Company Seal (if applicable)

Investor 2

Name of individual entity

Capacity (e.g. Director, Secretary, Authorised signatory)

Signature

Date

SECTION 9 – AML/CTF IDENTITY VERIFICATION REQUIREMENTS

The AML/CTF Act requires the Responsible Entity to adopt and maintain an Anti-Money Laundering and Counter-Terrorism Financing (AML/CTF) Program. The AML/CTF Program includes ongoing customer due diligence, which may require the Responsible Entity to collect further information.

- Identification documentation provided must be in the name of the investor.
- Non-English language documents must be translated by an accredited translator. Provide both the foreign language document and the accredited English translation.
- Applications made without providing this information cannot be processed until all the necessary information has been provided.
- If you are unable to provide the identification documents described please contact ETWSSL.

These documents should be provided as an original or a CERTIFIED COPY of the original.

Who can certify?

Below is an example of who can certify proof of ID documents under the AML/CTF requirements

- Bailiff
- Bank officer with 5 or more years of continuous service
- Building society officer with 5 or more years of continuous service
- Chiropractor licensed or registered
- Clerk of court
- Commissioner for Affidavits
- Commissioner for Declarations
- Credit union officer with 5 or more years of continuous service
- Dentist licensed or registered
- Fellow of the National Tax Accountants Association
- Finance company officer with 5 or more years of continuous service
- Judge of a court
- Justice of the peace
- Legal practitioner licensed or registered
- Magistrate
- Marriage celebrant licensed or registered under Subdivision C of Division 1 of Part IV of the Marriage Act 1961
- Master of a court
- Medical practitioner licensed or registered
- Member of Chartered Secretaries Australia
- Member of Engineers Australia, other than at the grade of student
- Member of the Association of Taxation and Management Accountants
- Member of the Australian Defence Force with 5 or more years of continuous service
- Member of the Institute of Chartered Accountants in Australia, the Australian Society of Certified Practising Accountants or the Institute of Public Accountants
- Member of the Parliament of the Commonwealth, a State, a Territory Legislature, or a local government authority of a State or Territory
- Minister of religion licensed or registered under Subdivision A of Division 1 of Part IV of the Marriage Act 1961
- Nurse licensed or registered
- Optometrist licensed or registered
- Permanent employee of Commonwealth, State or local government authority with at least 5 or more years of continuous service.
- Permanent employee of the Australian Postal Corporation with 5 or more years of continuous service
- Pharmacist licensed or registered
- Physiotherapist licensed or registered
- Police officer
- Psychologist licensed or registered
- Registrar, or Deputy Registrar, of a court
- Sheriff
- Teacher employed on a full-time basis at a school or tertiary education institution
- Veterinary surgeon licensed or registered

When certifying documents, the following process must be followed:

- All copied pages of original proof of ID documents must be certified and the certification must not be older than 2 years.
- The authorised individual must ensure that the original and the copy are identical then write or stamp on the copied document “certified true copy”. This must be followed by the date and signature, printed name and qualification of the authorised individual.
- In cases where an extract of a document is photocopied to verify customer ID, the authorised individual should write or stamp “certified true extract”.

GROUP A – Individuals/Joint

Each individual investor, individual trustee, beneficial owner, or individual agent or authorised representative must provide one of the following primary photographic ID

- A current Australian driver's licence (or foreign equivalent) that includes a photo and signature.
- An Australian passport [not expired more than 2 years previously]
- A foreign passport or international travel document [must not be expired]
- An identity card issued by a State or Territory Government that includes a photo.

If you do NOT own one of the above ID documents, please provide one valid option from Column A and one valid option from Column B.

Column A

- Australian birth certificate.
- Australian citizenship certificate.
- Pension card issued by Department of Human Services.

Column B

- A document issued by the Commonwealth or a State or Territory within the preceding 12 months that records the provision of financial benefits to the individual and which contains the individual's name and residential address.
- A document issued by the Australian Taxation Office within the preceding 12 months that records a debt payable by the individual to the Commonwealth [or by the Commonwealth to the individual), which contains the individual's name and residential address. Block out the TFID before scanning, copying or storing this document.
- A document issued by a local government body or utilities provider within the preceding 12 months which records the provision of services to that address or to that person [the document must contain the individual's name and residential address]
- If under the age of 18, a notice that was issued to the individual by a school principal within the preceding 12 months and contains the name and residential address and records the period of time that the individual attended that school.

GROUP B – Companies

For Australian Registered Companies, provide one of the following (must clearly show the Company's full name, type (private or public) and ACN)

- A certified copy of the company's Certificate of Registration or incorporation issued by ASIC.
- A copy of information regarding the company's licence or other information held by the relevant Commonwealth, State or Territory regulatory body e.g. AFSL, RSE, ACL etc.
- A full company search issued in the previous 12 months or the company's last annual statement issued by ASIC.
- If the company is listed on an Australian securities exchange, provide details of the exchange and the ticker issuer code.
- If the company is a majority owned subsidiary of a company listed on an Australian securities exchange, provide details of the holding company name, its registration number e.g. ACN, the securities exchange and the ticker issuer code.

All of the above must clearly show the company's full name, its type (i.e. public or private) and the ACN issued by ASIC.

For Foreign Companies, provide one of the following

- A certified copy of the company's Certificate of Registration or incorporation issued by the foreign jurisdiction(s) in which the company was incorporated, established or formed.
- A certified copy of the company's articles of association or constitution.
- A copy of a company search on the ASIC database or relevant foreign registration body.
- A copy of the last annual statement issued by the company regulator.

All of the above must clearly show the company's full name, its type (i.e. public or private) and the ARBN issued by ASIC, or the identification number issued to the company by the foreign regulator.

In addition, please provide verification documents for each beneficial owner or controlling person (senior managing official and shareholder) as listed under Group A.

A beneficial owner of a company is any person entitled (either directly or indirectly) to exercise 2% or more of the voting rights, including a power of veto, or who holds the position of senior managing official or equivalent and is thus the controlling person.

GROUP C – Trusts

For a Registered Managed Investment Scheme, Government Superannuation Fund or a trust registered with the Australian Charities and Not-for-Profit Commission (ACNC) or a regulated, complying Superannuation Fund, retirement or pension fund (including a self-managed super fund) provide one of the following:

- A copy of the company search of the relevant regulator's website e.g. APRA, ASIC or ATO.
- A copy or relevant extract of the legislation establishing the government superannuation fund sourced from a government website.
- A copy from the ACNC of information registered about the trust as a charity
- Annual report or audited financial statements.
- A certified copy of a notice issued by the ATO within the previous 12 months.
- A certified copy of an extract of the Trust Deed (i.e. cover page and signing page and first two pages that describes the trust, its purpose, appointer details and settlor details etc.)

For all other (unregulated trust (including a Foreign trust)) provide the following:

- A certified copy of an extract of the Trust Deed (i.e. cover page and signing page and first two pages that describes the trust, its purpose, appointer details and settlor details etc.)

If the trustee is an individual, please also provide verification documents for one trustee as listed under Group A.

If the trustee is a company, please also provide verification documents for a company as listed under Group B.

GROUP D – Authorised Representatives and Agents

In addition to the above entity groups:

- If you are an **Individual Authorised Representative or Agent** – please also provide the identification documents listed under Group A.
- If you are a **Corporate Authorised Representative or Agent** – please also provide the identification documents listed under Group B.

All Authorised Representatives and Agents must also provide a certified copy of their authority to act for the investor e.g. the POA, guardianship order, Executor or Administrator of a deceased estate, authority granted to a bankruptcy trustee, authority granted to the State or Public Trustee etc.

SECTION 10 – GLOSSARY

Custodian – means a company that

- a is acting in the capacity of a trustee and
- b is providing a custodial or depository service of the kind described in item 4 of table 1 in subsection 2 of the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (AML/CTF Act) and
- c either
 - i. holds an Australian financial services licence authorising it to provide custodial or depository services under the Corporations Act 2001 or
 - ii. is exempt under the Corporations Act 2001 from the requirement to hold such a licence and
- d either
 - i. satisfies one of the ‘geographical link’ tests in subsection 6(6) of the AML/CTF Act; or
 - ii. has certified in writing to the relevant reporting entity that its name and enrolment details are entered on the Reporting Entities Roll and
- e has certified in writing to the relevant reporting entity that it has carried out all applicable customer identification procedures and ongoing customer due diligence requirements in accordance with Chapter 1 of the AML/CTF Rules in relation to its underlying customers prior to, or at the time of, becoming a customer of the reporting entity.